



NOTICE TO MEMBERS

NOTICE is hereby given that the Thirty-Third Annual General Meeting of Lupin Limited will be held at Rang Sharda Natyamandir, Bandra Reclamation, Bandra (West), Mumbai - 400 050, on Thursday, July 23, 2015 at 2.30 p.m., to transact the following business:-

ORDINARY BUSINESS

1. To receive, consider and adopt the Standalone audited financial statements including Balance Sheet as at March 31, 2015, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and reports of the Board of Directors and Auditors thereon.
2. To receive, consider and adopt the Consolidated audited financial statements including Balance Sheet as at March 31, 2015, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and report of the Auditors thereon.
3. To declare dividend at ₹ 7.50 per equity share for the year ended March 31, 2015.
4. To appoint a director in place of Ms. Vinita Gupta, who retires by rotation and being eligible, offers herself, for re-appointment.
5. To ratify the appointment of auditors to hold office from the conclusion of Thirty-Third Annual General Meeting till the conclusion of the Thirty-Fourth Annual General Meeting and to fix their remuneration.

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution: -

"RESOLVED THAT pursuant to the provisions of Sections 139, 142 and any other applicable provisions of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014, including any statutory amendment(s) or re-enactment(s) thereof and as recommended by the Audit Committee, the appointment of Deloitte Haskins & Sells LLP, Chartered Accountants, (ICAI Regn. No.117366W/W-100018), as Statutory Auditors, to hold office from the conclusion of the Thirty-Third Annual General Meeting till the conclusion of the Thirty-Fourth Annual General Meeting be and is hereby ratified.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to fix the remuneration payable to the Statutory Auditors as recommended by the Audit Committee."

SPECIAL BUSINESS

6. To consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution for re-appointing Dr. Desh Bandhu Gupta as Executive Chairman of the Company: -

"RESOLVED THAT pursuant to the provisions of the Articles of Association of the Company, Sections 196 and 197, Schedule V and any other applicable provisions of the Companies Act, 2013 ('Act') and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory amendment(s) or re-enactment(s) thereof and subject to such other approvals as may be necessary, consent and approval of the Company be and is hereby accorded for the re-appointment of Dr. Desh Bandhu Gupta as Executive Chairman of the Company, for a period of five years w.e.f. January 1, 2016 and the payment of remuneration to him as per the terms and conditions set out in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT Dr. Gupta shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors ('the Board', which term shall be deemed to mean and include any Committee constituted by the Board) be and is hereby authorised to take such steps as may be necessary to give effect to this Resolution."

7. To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution for re-appointing Dr. Kamal K. Sharma as Vice Chairman of the Company: -

"RESOLVED THAT pursuant to the provisions of the Articles of Association of the Company, Sections 196 and 197, Schedule V and any other applicable provisions of the Companies Act, 2013 ('Act') and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory amendment(s) or re-enactment(s) thereof and subject to such other approvals as may be necessary, consent and approval of the Company be and is hereby accorded for the re-appointment of Dr. Kamal K. Sharma as Vice Chairman of the Company, for a period of two years w.e.f. September 29, 2015 and the payment of remuneration to him as per the terms and conditions set out in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT Dr. Sharma shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors ('the Board', which term shall be deemed to mean and include any Committee constituted by the Board) be and is hereby authorised to take such steps as may be necessary to give effect to this Resolution."

8. To consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution for re-appointing Mrs. M. D. Gupta as Executive Director of the Company: -

"RESOLVED THAT pursuant to the provisions of the Articles of Association of the Company, Sections 196 and 197, Schedule V and any other applicable provisions of the Companies Act, 2013 ('Act') and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory amendment(s) or re-enactment(s) thereof and subject to such other approvals as may be necessary, consent and approval of the Company be and is hereby accorded for the re-appointment of Mrs. M. D. Gupta as Executive Director of the Company, for a period of five years w.e.f. January 1, 2016 and the payment of remuneration to her as per the terms and conditions set out in the explanatory statement annexed hereto.

RESOLVED FURTHER THAT Mrs. Gupta shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors ('the Board', which term shall be deemed to mean and include any Committee constituted by the Board) be and is hereby authorised to take such steps as may be necessary to give effect to this Resolution."

9. To consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution for appointing Dr. Vijay Kelkar as an Independent Director of the Company: -
- “RESOLVED THAT pursuant to the provisions of Sections 149, 152, read with Schedule IV to the Companies Act, 2013 ('Act') and any other applicable provisions of the Act and the Rules made thereunder including any statutory amendment(s) or re-enactment(s) thereof and Clause 49 of the Listing Agreement, Dr. Vijay Kelkar (DIN 00011991), Non-Executive Director of the Company, who holds office up to the conclusion of this Annual General Meeting, who meets the criteria of independence as provided in Section 149 (6) of the Act and is eligible for appointment and in respect of whom the Company has received a notice in writing from a Member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five years from the conclusion of the Thirty-Third Annual General Meeting till the conclusion of the Thirty-Eighth Annual General Meeting.”
10. To consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution for appointing Mr. R.A. Shah as an Independent Director of the Company: -
- “RESOLVED THAT pursuant to the provisions of Sections 149, 152, read with Schedule IV to the Companies Act, 2013 ('Act') and any other applicable provisions of the Act and the Rules made thereunder including any statutory amendment(s) or re-enactment(s) thereof and Clause 49 of the Listing Agreement, Mr. R.A. Shah (DIN 00009851), Non-Executive Director of the Company, who holds office up to the conclusion of this Annual General Meeting, who meets the criteria of independence as provided in Section 149 (6) of the Act and is eligible for appointment and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five years from the conclusion of Thirty-Third Annual General Meeting till the conclusion of the Thirty-Eighth Annual General Meeting.”
11. To consider and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution for appointing Mr. Richard Zahn as an Independent Director of the Company: -
- “RESOLVED THAT pursuant to the provisions of Sections 149, 152, read with Schedule IV to the Companies Act, 2013 ('Act') and any other applicable provisions of the Act and the Rules made thereunder including any statutory amendment(s) or re-enactment(s) thereof and Clause 49 of the Listing Agreement, Mr. Richard Zahn (DIN 02937226), Non-Executive Director of the Company, who holds office up to the conclusion of this Annual General Meeting, who meets the criteria of independence as provided in Section 149 (6) of the Act and is eligible for appointment and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five years from the conclusion of Thirty-Third Annual General Meeting till the conclusion of the Thirty-Eighth Annual General Meeting.”
12. To consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution for appointing Dr. K. U. Mada as an Independent Director of the Company: -
- “RESOLVED THAT pursuant to the provisions of Sections 149, 152, read with Schedule IV to the Companies Act, 2013 ('Act') and any other applicable provisions of the Act and the Rules made thereunder including any statutory amendment(s) or re-enactment(s) thereof and Clause 49 of the Listing Agreement, Dr. K. U. Mada (DIN 00011395), Non-Executive Director of the Company, who holds office up to the conclusion of this Annual General Meeting, who meets the criteria of independence as provided in Section 149 (6) of the Act and is eligible for appointment and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five years from the conclusion of Thirty-Third Annual General Meeting till the conclusion of the Thirty-Eighth Annual General Meeting.”
13. To consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution for appointing Mr. Dileep C. Choksi as an Independent Director of the Company: -
- “RESOLVED THAT pursuant to the provisions of Sections 149, 152, read with Schedule IV to the Companies Act, 2013 ('Act') and any other applicable provisions of the Act and the Rules made thereunder including any statutory amendment(s) or re-enactment(s) thereof and Clause 49 of the Listing Agreement, Mr. Dileep C. Choksi (DIN 00016322), Non-Executive Director of the Company, who holds office up to the conclusion of this Annual General Meeting, who meets the criteria of independence as provided in Section 149 (6) of the Act and is eligible for appointment and in respect of whom the Company has received a notice in writing from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of five years from the conclusion of Thirty-Third Annual General Meeting till the conclusion of the Thirty-Eighth Annual General Meeting.”
14. To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution for payment of commission to Non-Executive Directors: -
- “RESOLVED THAT pursuant to the provisions of Sections 197, 198 and any other applicable provisions of the Companies Act, 2013 ('Act') and Rules made thereunder, including any statutory amendment(s) or re-enactment(s) thereof, the Articles of Association of the Company, Clause 49 of the Listing Agreement and subject to such other approvals as may be necessary, consent and approval of the Company be and is hereby accorded for payment of commission not exceeding in the aggregate, 0.5% per annum of the Company's net profit, computed in the manner laid down by Section 198 and other applicable provisions, if any, of the Act, to the non-executive directors of the Company or to some or any of them, in such proportion, as may be decided by the Board of Directors from time to time, for a period of five years commencing April 1, 2015.
- RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to take such steps as may be necessary to give effect to this Resolution.”
15. To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution for ratifying the remuneration payable to Mr. S. D. Shenoy, Cost Auditor, for conducting cost audit for the year ending March 31, 2016: -
- “RESOLVED THAT pursuant to the provisions of Section 148 and any other applicable provisions of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 including any statutory amendment(s) or re-enactment(s) thereof, Mr. S. D. Shenoy (FCMA, Membership No.8318), practicing cost accountant, Cost Auditor, appointed by the Board of Directors, to conduct audit of the cost records of the Company, for the year ending March 31, 2016, be paid remuneration of ₹ 500,000/- (Rupees Five Hundred Thousand only) plus applicable service tax and out-of-pocket expenses.

RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to take such steps as may be necessary to give effect to this Resolution."

16. To consider and if thought fit, to pass with or without modification(s), the following Resolution as a Special Resolution for issue of Securities: -

"**RESOLVED THAT** pursuant to the provisions of Sections 23(1)(b), 41, 42 and 62 and other applicable provisions, if any, of the Companies Act, 2013 and Rules made thereunder including any statutory amendment(s) or re-enactment(s) thereof, Foreign Exchange Management Act, 1999, Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2000, as amended from time to time, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended from time to time ('SEBI Regulations'), Listing Agreements entered into by the Company with the Stock Exchanges, where equity shares of the Company of the face value ₹ 2/- each are listed, enabling provisions of the Memorandum and Articles of Association of the Company, the Issue of Foreign Convertible (through Depository Receipt Mechanism) Scheme, 1993, as amended from time to time and clarifications issued thereon from time to time and subject to other applicable laws, rules, regulations, guidelines, notifications and circulars issued by various competent authorities/bodies, whether in India or abroad and subject to such approvals, consents, permissions and sanctions of the Securities and Exchange Board of India ['SEBI'], Government of India ('GOI'), Reserve Bank of India ('RBI'), Foreign Investment Promotion Board ('FIPB'), Department of Industrial Policy & Promotion ('DIPP') and all other appropriate and/or competent authorities or bodies and subject to such conditions and modifications, as may be prescribed by any of them in granting such approvals, consents, permissions and sanctions, which may be agreed to by the Board of Directors of the Company (hereinafter referred as 'Board' which term shall include any Committee thereof which the Board may have constituted to exercise its powers including the powers conferred by this Resolution), consent of the Company be and is hereby accorded to offer, create, issue and allot in one or more tranches, to investors whether Indian or Foreign, including Foreign Institutions, Qualified Institutional Buyers ('QIB'), Non-Resident Indians, Corporate Bodies, Mutual Funds, Banks, Insurance Companies, Pensions Funds, Trusts, Stabilizing agents or otherwise or any combination thereof, whether or not such investors are shareholders, promoters, directors or associates of the Company, through issue of Equity Shares and/or Global Depository Receipts ('GDRs') and/or American Depository Receipts ('ADRs') and/or Convertible Bonds or any equity linked instruments ('Securities') representing either Equity Shares or a combination of any other Securities through public issue and/or private placement issue and/or Qualified Institutional Placement ('QIP') and/or any other permitted modes, as the Board may deem appropriate, in terms of the SEBI Regulations or as per other applicable rules and regulations, through one or more placement(s) of Securities for an amount not exceeding ₹ 75,000 million (Rupees Seventy Five Thousand Million Only) or an equivalent amount in any foreign currency, as the Board may determine, where necessary in consultation with the Lead Manager(s), Merchant Banker(s), Underwriter(s), Guarantor(s), Financial and/or Legal Advisor(s), Depositories, Registrar(s) and other agencies and on such terms and conditions as may be determined and deemed appropriate by the Board in its absolute discretion at the time of such issue and allotment considering the prevailing market conditions and other relevant factors in consultation with the Merchant Banker(s) to be appointed, so as to enable to list on any Stock Exchange(s) in India and/or on any of the overseas Stock Exchange(s), wherever required and as may be permissible.

RESOLVED FURTHER THAT the Securities issued in foreign markets shall be deemed to have been made abroad in the markets and/or at the place of issue of the Securities in the international market and shall be governed by the applicable laws.

RESOLVED FURTHER THAT in the event of issue of GDRs/ADRs, the pricing shall be determined in compliance with principles and provisions set out in the Issue of Foreign Currency Convertible Bonds (through Depository Receipt Mechanism) Scheme, 1993 and other applicable provisions, as amended from time to time.

RESOLVED FURTHER THAT in the event the Equity Shares are issued in the course of QIP under Chapter VIII of the SEBI Regulations, the pricing shall be determined in compliance with principles and provisions set out in the Regulation 85 of Chapter VIII of the SEBI Regulations and the Board may offer a discount of not more than 5% (five per cent) on the price calculated for the QIP or such other discount as may be permitted under the said SEBI Regulations.

RESOLVED FURTHER THAT in the event the Equity Shares are issued in the course of QIP under Chapter VIII of the SEBI Regulations, the relevant date for the purpose of the pricing of the Equity Shares shall be the meeting in which the Board decides to open the issue.

RESOLVED FURTHER THAT the Board be and is hereby authorised to enter into any arrangement with any agencies or bodies for the issue of GDRs and/or ADRs represented by underlying equity shares in the share capital of the Company with such features and attributes as are prevalent in international/domestic capital markets for instruments of this nature and to provide for the tradability and free transferability thereof in accordance with market practices as per the domestic and/or international practices and regulations and under the norms and practices prevalent in the domestic/international capital markets and subject to applicable laws and regulations and the Articles of Association of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to any offer, issue or allotment of Securities, the Board be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or desirable for such purpose, including without limitation, the determination of the terms thereof, finalization and approval of the offer document(s), private placement offer letter, determining the form, proportion and manner of the issue, including the class of investors to whom the Securities are to be allotted, number of Securities to be allotted, issue price, premium/discount amount on issue/conversion/ exercise, rate of interest, redemption period, fixing record date, listings on one or more Stock Exchanges in India or abroad, entering into arrangements for an aging, underwriting, marketing, listing and trading, to issue placement documents and to sign all deeds, documents and writings and to pay any fees, commissions, remuneration, expenses relating thereto and for other related matters and with power on behalf of the Company to settle all questions, difficulties or doubts that may arise in regard to such offer(s) or issue(s) or allotment(s) as it may, in its absolute discretion, deem fit.

RESOLVED FURTHER THAT the Securities to be created, issued, allotted and offered in terms of this resolution shall be subject to the provisions of the Memorandum of Association and Articles of Association of the Company.

RESOLVED FURTHER THAT the Equity Shares so issued shall in all respects rank pari passu with the existing Equity Shares of the Company and shall be listed with the Stock Exchanges, where the Company's existing equity shares are listed.

RESOLVED FURTHER THAT the Board be and is hereby authorised to appoint merchant bankers, underwriters, depositories, custodians, registrars, trustees, bankers, lawyers, advisors and all such agencies as may be involved or concerned in the issue and to remunerate them by way of commission, brokerage, fees or the like (including reimbursement of their actual expenses) and also to enter into and execute all such arrangements, contracts/agreements, memorandum, documents, etc., with such agencies, to seek the listing of Securities on one or more recognized Stock

Exchange(s), to affix common seal of the Company on any arrangement(s), contract(s)/agreement(s), memorandum, document(s), etc. as may be required.

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board be and is hereby authorised in consultation with the Merchant Banker(s), Advisor(s) and/or other intermediaries as may be appointed in relation to the issue of Securities to take all actions and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, desirable or expedient for the issue and allotment of Securities and listing thereof with the Stock Exchanges or otherwise as may be required in relation to the issue and to resolve and settle all questions and difficulties that may arise in the issue, offer and allotment of Securities, including finalization of the number of Securities to be issued in each tranche thereof, form, terms and timing of the issue of Securities including for each tranche of such issue of Securities, identification of the investors to whom Securities are to be offered, utilization of the proceeds and other related, incidental or ancillary matters as the Board may deem fit at its absolute discretion, to make such other applications to the concerned statutory or regulatory authorities as may be required in relation to the issue of Securities and to agree to such conditions or modifications that may be imposed by any relevant authority or that may otherwise be deemed fit or proper by the Board and to do all acts, deeds, matters and things in connection therewith and incidental thereto as the Board in its absolute discretion deems fit and to settle any questions, difficulties or doubts that may arise in relation to the any of the aforesaid or otherwise in relation to the issue of Securities.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate [to the extent permitted by law] all or any of the powers herein conferred to any Committee formed for the purpose or to an Officer of the Company."

17. To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution for increasing the Authorised Share Capital of the Company: -

"**RESOLVED THAT** pursuant to the provisions of Sections 13, 61, 64 and any other applicable provisions of the Companies Act, 2013 ('Act') and Rules made thereunder, including any statutory amendment(s) or re-enactment(s) thereof, and subject to such other approvals as may be necessary, consent and approval of the Company be and is hereby accorded for increasing the Authorized Share Capital of the Company from existing ₹ 1,000,000,000/- (Rupees One Thousand million) divided into 500,000,000 (Five Hundred million) Equity Shares of ₹ 2/- each to ₹ 2,000,000,000/- (Rupees Two Thousand million) divided into 1,000,000,000 (One Thousand million) Equity Shares of ₹ 2/- each by creation of additional 500,000,000 (Five Hundred million) Equity Shares of ₹ 2/- each ranking pari passu in all respects with the existing Equity Shares of the Company.

RESOLVED FURTHER THAT the Memorandum of Association of the Company be altered by replacing the existing Clause V of the Memorandum of Association with the following new Clause V:

- V. The Authorised Share Capital of the Company is ₹ 2,000,000,000/- (Rupees Two Thousand million) divided into 1,000,000,000 (One Thousand million) Equity Shares of ₹ 2/- each (Rupees Two) each with rights, privileges and conditions attached thereto as are provided by the Articles of Association of the Company for the time being, with power to increase and reduce the capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify or abrogate any such rights, privileges or conditions in such manner as may for the time being be provided by the Articles of Association of the Company.

RESOLVED FURTHER THAT the Board of Directors ('the Board', which term shall be deemed to mean and include any Committee constituted by the Board) be and is hereby authorised to take such steps as may be necessary to increase the Authorised Share Capital and carry out necessary alterations in Memorandum of Association and give effect to this Resolution."

Notes:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIM/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. IN ORDER TO BE EFFECTIVE, THE PROXY, DULY COMPLETED AND SIGNED, MUST BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING.
Proxies submitted on behalf of limited companies, societies, etc. must be supported by appropriate resolutions/authority, as applicable. A person can act as proxy on behalf of Members not exceeding 50 and holding in the aggregate not more than 10% of the total share capital of the Company. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the Company, then such proxy shall not act as a proxy for any other person or shareholder.
2. An Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013 ('Act') in respect of Item nos. 4 to 16 is annexed and forms part of this Notice.
3. The Register of Members and the Share Transfer Register will be closed from Thursday, July 16, 2015 to Thursday, July 23, 2015, (both days inclusive).
4. Dividend for the year ended March 31, 2015, if declared, at the AGM, shall be paid to those Members, whose names appear: -
 - a. as beneficial owners at the end of business hours on Wednesday, July 15, 2015 as per lists furnished by Central Depository Services (I) Limited (CDSL) and National Securities Depository Limited (NSDL) in respect of shares held in electronic form and
 - b. on the Register of Members of the Company as on Wednesday, July 15, 2015, after giving effect to valid transfers in respect of transfer requests lodged with the Company on or before the close of business hours on Wednesday, July 15, 2015 in respect of shares held in physical form.
5. Members holding shares in dematerialised form are requested to intimate all particulars of bank mandates, nominations, power of attorney, change of address, change of name, e-mail address, contact numbers, etc. to their Depository Participant (DP). Members holding shares in physical form are requested to intimate such details to the Company.

In order to enable the Company to remit dividend electronically through National Electronic Clearing Service (NECS), National Electronic Funds Transfer (NEFT), etc. Members are requested to provide/update details of their bank accounts indicating the name of the bank, branch, account number and the nine-digit MICR code and IFSC code (as appearing on the cheque) along with photocopy of the cheque/cancelled cheque. The said

information should be submitted to the Company if the shares are held in physical form and to the concerned DP, if the same are held in electronic form.

6. The Securities and Exchange Board of India has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are requested to submit their PAN to their DPs. Members holding shares in physical form are requested to submit their PAN to the Company.
7. Members who have not encashed their dividend warrants for the year ended March 31, 2008 or any subsequent year(s) are requested to lodge their claims with the Company at the earliest.
8. Pursuant to the provisions of Section 205A of the Companies Act, 1956, which is in force as Section 124 of the Companies Act, 2013 has not yet been notified, the amounts of dividend remaining unclaimed/unpaid for a period of seven years are required to be transferred to the 'Investor Education and Protection Fund'. Accordingly, unpaid dividend up to the year ended March 31, 2007, has already been transferred to the said Fund. Since amounts once transferred to the said Fund cannot be claimed, you are advised to encash your dividend warrants promptly.
9. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act and the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act will be available for inspection by the Members at the AGM.
10. Pursuant to the provisions of Sections 101 and 136 of the Act read with relevant Rules made thereunder, companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their email addresses either with their DP or the Company. The Notice of the AGM along with Annual Report for the year ended March 31, 2015 is being sent by electronic mode to those Members whose email addresses are registered with the Company/Depositories, unless a Member has requested for a physical copy of the same. Physical copies of the Annual Report are being sent by the permitted mode to those Members who have not registered their email addresses. The Annual Report for the year ended March 31, 2015 circulated to the Members is available on the Company's website www.lupin.com.
11. In compliance with the provisions of Section 108 of the Act and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015, Company is pleased to provide its Members, the facility to exercise their right to vote at the AGM by electronic means and the business may be transacted through e-Voting platform provided by NSDL on all resolutions set-forth in this Notice. The 'process and manner for availing e-voting facility' is explained in the annexure which forms part of this Notice.
12. Members holding shares in physical form in single name are advised to avail of nomination facility. Nomination forms can be downloaded from the Company's website www.lupin.com or obtained from the Investors' Services Department of the Company.
13. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.
14. Members are requested to: -
 - a. Quote ledger folio numbers/DP ID and Client ID numbers in all their correspondence.
 - b. Approach the Company for consolidation of multiple ledger folios into one.
 - c. To avoid inconvenience, get the shares transferred in joint names, if they are held in a single name and/or appoint a nominee and
 - d. Bring with them at the meeting, their copy of the Annual Report and Attendance Slip.
15. NRI Members are requested to inform the Company immediately of: -
 - (i) Change in their residential status and address in India on their return to India for permanent settlement.
 - (ii) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
16. Members desirous of obtaining any information concerning the accounts and operations of the Company are requested to address their communications to the Registered Office of the Company, so as to reach at least seven days before the date of the meeting, so that the required information can be made available at the meeting, to the extent possible.
17. Members, who hold shares in electronic form, are requested to notify their DP and Client ID numbers at the AGM for easier identification.
18. As shares of the Company are traded under compulsory demat for all investors, Members are requested to dematerialize their shareholding to avoid inconvenience.

By Order of the Board of Directors

R. V. SATAM

Company Secretary & Compliance Officer

Mumbai, June 22, 2015

Registered Office:

159, C.S.T. Road, Kalina,
Santacruz (East),
Mumbai - 400 098.

Corporate Identity Number: L24100MH1983PLC029442

Tel: +91 22 6640 2402/2403, **Fax:** +91 22 2652 8806.

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Website: www.lupin.com

EXPLANATORY STATEMENT PURSUANT TO THE PROVISIONS OF SECTION 102 OF THE COMPANIES ACT, 2013.

ITEM NO.4

A brief profile of Ms. Vinita Gupta and names of companies in which she is a director are given in the Corporate Governance Report, which forms part of the Annual Report.

Ms. Vinita Gupta holds 51,600 fully paid-up equity shares of ₹ 2/- each in the Company.

Ms. Vinita Gupta and Dr. Desh Bandhu Gupta, Mrs. M. D. Gupta and Mr. Nilesh Gupta who are related to her are interested in the said Resolution. None of the other Directors/Key Managerial Personnel or their relatives are interested in or concerned with the said Resolution.

The Board recommends passing of the said Resolution.

ITEM NO.5

This Explanatory Statement is provided though strictly not required pursuant to the provisions of Section 102 of the Companies Act, 2013 ('Act').

At the 32nd Annual General Meeting (AGM), the Members appointed Deloitte Haskins & Sells LLP, Chartered Accountants, as Statutory Auditors of the Company, for a period of two years from the conclusion of the 32nd AGM till the conclusion of the 34th AGM, subject to ratification by the Members at the 33rd AGM.

The Audit Committee has recommended ratifying the appointment of Deloitte Haskins & Sells LLP, as Statutory Auditors of the Company, from the conclusion of the 33rd AGM till the conclusion of the 34th AGM or any adjournment thereof.

The Company has received a Certificate from Deloitte Haskins & Sells LLP, pursuant to the provisions of Section 139(1) of the Act, certifying that if they are appointed as Auditors; their appointment would be as per the conditions prescribed by the said Section.

None of the Directors/Key Managerial Personnel of the Company or their relatives are interested in or concerned with the said Resolution.

The Board recommends passing of the said Resolution.

ITEM NO.6

The present tenure of Dr. Desh Bandhu Gupta as the Executive Chairman of the Company is up to December 31, 2015.

Dr. Gupta is a prominent personality in the pharmaceutical industry. He is the promoter of the Company with diverse business experience and expertise; responsible for the overall management of business and the corporate strategies. Dr. Gupta had displayed leadership of exceptionally high order and provided the Company, the benefit of his insight into the pharmaceutical industry, business acumen and vast experience. Under his stewardship, the Company has grown exponentially and is poised to seek newer heights in performance in the years to come. It is therefore, necessary to continue to avail of his services and guidance for the future progress of the Company.

At its meeting held on May 13, 2015, the Board of Directors re-appointed Dr. Gupta as Executive Chairman of the Company, for a period of five years w.e.f. January 1, 2016 subject to terms and conditions as mentioned herein below: -

ABSTRACT OF THE TERMS OF RE-APPOINTMENT AND REMUNERATION OF DR. DESH BANDHU GUPTA AS EXECUTIVE CHAIRMAN:

Salary and allowances:

- a) Basic ₹ 18,000,000/- per annum;
- b) Management Allowance ₹ 9,600,000/- per annum;
- c) House Maintenance Allowance ₹ 4,200,000/- per annum; and
- d) Leave Travel Allowance ₹ 500,000/- per annum.

Commission:

@ 1% of the net profit calculated in accordance with the provisions of Sections 197 and 198 of the Act.

Others:

Dr. Gupta shall be entitled to chauffeur-driven cars, telephones, computers and other communication facilities at residence, as may be required in keeping with his stature. He would be entitled to actual medical expenses incurred in India and/or abroad, including hospitalisation and surgical charges. He shall be entitled to provident fund, superannuation, gratuity and leave with full pay and encashment thereof as prescribed under the Company Rules. He shall also be entitled to membership, including life membership fees of clubs as may be required.

Subject to overall ceiling on remuneration, Dr. Gupta shall be entitled to annual increments not exceeding 25% of his last drawn fixed cost to the Company.

Explanation:

Perquisites shall be evaluated in accordance with Income Tax Rules, wherever applicable, and in the absence of any such rules, at actual cost.

Overall remuneration:

The overall remuneration of Dr. Gupta in any one financial year shall not exceed the limits prescribed by Section 197, Schedule V and other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any amendments or enactments thereof, as may from time to time be in force.

Minimum remuneration:

In the event of loss or inadequacy of profits in any financial year during the currency or tenure of his service, the payment of salary, perquisites and other allowances shall be governed by the limits prescribed under Schedule V of the Act, including any amendments or enactments thereof, as may from time to time be in force.

The above terms of remuneration for Dr. Gupta were recommended by the Nomination and Remuneration Committee at its meeting held on May 12, 2015.

Considering Dr. Gupta's experience, expertise, leadership qualities, responsibilities shouldered by him, volume of the Company's business and profits earned by it, the terms of his remuneration are reasonable.

Dr. Gupta holds 2,160,330 fully paid-up equity shares of the face value of ₹ 2/- each in the Company.

Pursuant to the provisions of Section 190 of the Act, the terms of re-appointment and remuneration of Dr. Gupta shall be open for inspection by any member without payment of fee.

Dr. Desh Bandhu Gupta and Mrs. M. D. Gupta, Mrs. Vinita Gupta and Mr. Nilesh Gupta who are related to him are interested in the said Resolution. None of the other Directors/Key Managerial Personnel or their relatives are interested in or concerned with the said Resolution.

The Board recommends passing of the said Resolution.

ITEM NO.7

The present tenure of Dr. Kamal K. Sharma as Vice Chairman of the Company is up to September 28, 2015.

Dr. Sharma is a chemical engineer from the Indian Institute of Technology (IIT), Kanpur, with a post-graduate diploma in industrial management from the Jamnalal Bajaj Institute of Management Studies, Mumbai, and a Ph.D. in Economics from IIT, Mumbai. He also completed an advanced management programme from Harvard Business School, Boston. Dr. Sharma has vast industry experience spanning over four decades and has held a range of senior management positions in the fields of projects, operations, corporate development and general management in pharma and chemical industries. Under the able leadership of Dr. Sharma, the Company made all round progress and recorded consolidated turnover and profit of ₹ 126932.2 million and ₹ 24032.4 million respectively, for the year ended March 31, 2015.

Dr. Sharma has effectively led the team and as Vice Chairman, he is involved in setting vision of the Company, building strategy and mentoring the management team.

At its meeting held on May 13, 2015, the Board of Directors re-appointed Dr. Sharma as Vice Chairman of the Company, for a period of two years w.e.f. September 29, 2015 subject to terms and conditions as mentioned herein below: -

ABSTRACT OF THE TERMS OF RE-APPOINTMENT AND REMUNERATION OF DR. KAMAL K. SHARMA AS VICE CHAIRMAN:

Salary and allowances:

- a) Basic ₹ 61,949,629/- per annum;
- b) Management Allowance ₹ 18,013,577/- per annum;
- c) House Maintenance Allowance ₹ 1,800,000/- per annum;
- d) Leave Travel Allowance ₹ 100,000/- per annum;
- e) Reimbursement of Medical expenses for self and family ₹ 150,000/- per annum; and
- f) Hard Furnishing ₹ 450,000/- per annum.

Performance-linked incentive:

An amount not exceeding 50% of the fixed cost to the Company, as may be determined by the Board of Directors ('the Board', which term shall be deemed to mean and include any Committee constituted by the Board) at the end of each financial year.

Others:

Dr. Sharma shall be entitled to two chauffeur driven cars, telephones, computers and other communication facilities at residence, as may be required. He will be entitled to 50,000 Stock Options every year @50% of the market price on the date of the grant. The tax liability upon exercise of these ESOPs will be borne by the Company. He shall also be entitled to provident fund, superannuation, gratuity, medical claim, accident and life insurance coverage and leave with full pay and encashment thereof as prescribed under the Company Rules. Dr. Sharma shall be entitled to membership fees, including life membership for maximum two clubs and other minor memberships, as may be decided by the Board.

Subject to overall ceiling on remuneration, Dr. Sharma may be given annual increments not exceeding 25% of his last drawn fixed cost to the Company and any other allowances, benefits and perquisites as the Board may decide from time to time. The next increment will be effective from July 1, 2016, in line with the Company's annual increment cycle.

Explanation:

Perquisites shall be evaluated as prescribed under the Income Tax Rules, wherever applicable, and in the absence of any such rules, at actual cost.

Overall remuneration:

The overall remuneration of Dr. Sharma in any one financial year shall not exceed the limits prescribed by Section 197, Schedule V and other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any amendments or enactments thereof, as may from time to time be in force.

Minimum remuneration:

In the event of loss or inadequacy of profits in any financial year during the currency or tenure of his service, the payment of salary, perquisites and other allowances shall be governed by the limits prescribed under Schedule V of the Act, including any amendments or enactments thereof, as may from time to time be in force.

The above terms of re-appointment and remuneration for Dr. Sharma were recommended by the Nomination and Remuneration Committee at its meeting held on May 12, 2015.

Considering Dr. Sharma's experience, qualifications, expertise, responsibilities shouldered by him, volume of the Company's business and profits earned by it, the terms of his remuneration are reasonable.

Dr. Sharma holds 107,400 fully paid-up equity shares of the face value of ₹ 2/- each in the Company.

Pursuant to the provisions of Section 190 of the Act, the terms of re-appointment and remuneration of Dr. Sharma shall be open for inspection by any member without payment of fee.

Dr. Sharma is interested in the said Resolution. None of the other Directors/Key Managerial Personnel or their relatives are interested in or concerned with the said Resolution.

ITEM NO.8

The present tenure of Mrs. M. D. Gupta as Executive Director of the Company is up to December 31, 2015.

Mrs. Gupta is one of the promoters of the Company with intimate knowledge of the working of the Company. She is on the various Committees of the Board. Mrs. Gupta is also involved in the CSR activities of the Company.

At its meeting held on May 13, 2015, the Board of Directors re-appointed Mrs. Gupta as Executive Director of the Company, for a period of five years w.e.f. January 1, 2016 subject to terms and conditions as mentioned herein below: -

ABSTRACT OF THE TERMS OF RE-APPOINTMENT AND REMUNERATION OF MRS. M. D. GUPTA AS EXECUTIVE DIRECTOR:

Salary and allowances:

Basic ₹ 3,600,000/- per annum; and

Leave Travel Allowance ₹ 200,000/- per annum.

Others:

Mrs. Gupta shall be entitled to chauffeur-driven cars, telephones, computers and other communication facilities at residence, as may be required. She would be entitled to actual medical expenses incurred in India and/or abroad, including hospitalisation and surgical charges. She shall be entitled to provident fund, superannuation, gratuity and leave with full pay and encashment thereof as per Company Rules. She shall also be entitled to membership, including life membership fees of clubs as may be required.

Subject to overall ceiling on remuneration, Mrs. Gupta shall be entitled to annual increments not exceeding 25% of her last drawn fixed cost to the Company.

Explanation:

Perquisites shall be evaluated as prescribed under the Income Tax Rules, wherever applicable, and in the absence of any such rules, at actual cost.

Overall remuneration:

The overall remuneration of Mrs. Gupta in any one financial year shall not exceed the limits prescribed by Section 197, Schedule V and other applicable provisions of the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 including any amendments or enactments thereof as may from time to time be in force.

Minimum remuneration:

In the event of loss or inadequacy of profits in any financial year during the currency of tenure of her service, the payment of salary, perquisites and other allowances shall be governed by the limits prescribed under Schedule V of the Act, including any amendments or enactments thereof as may from time to time be in force.

The above terms of remuneration for Mrs. Gupta were recommended by the Nomination and Remuneration Committee at its meeting held on May 12, 2015.

Considering Mrs. Gupta's experience, expertise, volume of the Company's business and profits earned by it, the terms of her remuneration are reasonable.

Mrs. Gupta holds 3,491,820 fully paid-up equity shares of the face value of ₹ 2/- each in the Company.

Pursuant to the provisions of Section 190 of the Act, the terms of re-appointment and remuneration of Mrs. Gupta shall be open for inspection by any member without payment of fee.

Mrs. M. D. Gupta and Dr. Desh Bandhu Gupta, Mrs. Vinita Gupta and Mr. Nilesh Gupta who are related to her are interested in the said Resolution. None of the other Directors/Key Managerial Personnel or their relatives are interested in or concerned with the said Resolution.

The Board recommends passing of the said Resolution.

ITEM NOS.9 to 13

At the 32nd AGM of the Company held on July 30, 2014, Dr. Vijay Kelkar, Mr. R. A. Shah, Mr. Richard Zahn, Dr. K. U. Mada and Mr. Dileep Choksi were appointed as Independent Directors of the Company for a period of one year till the conclusion of the 33rd AGM.

Pursuant to the provisions of Sections 149(10) and 149(11) of the Act, an Independent Director shall hold office for a term up to five consecutive years on the Board of a company and shall be eligible for re-appointment on passing of a Special Resolution by the Members. Further, no Independent Director shall hold office for more than two consecutive terms.

Pursuant to Clause 49(II)(B)(2)(a) of the Listing Agreement, a person shall not serve as an Independent Director in more than seven listed companies.

Pursuant to the provisions of Sections 149, 152, read with Schedule IV and any other applicable provisions of the Act and the Rules made thereunder including any statutory amendment(s) or re-enactment(s) thereof and Clause 49 of the Listing Agreement, it is proposed to appoint Dr. Kelkar, Mr. Shah, Mr. Zahn, Dr. Mada and Mr. Choksi as Independent Directors, for a fresh term of five years, by passing Special Resolutions at the forthcoming AGM.

Pursuant to the provisions of Section 149(8) of the Act, the Independent Directors shall abide with the provisions of Code for Independent Directors specified in Schedule IV of the Act.

The Company has received the following from Dr. Kelkar, Mr. Shah, Mr. Zahn, Dr. Mada and Mr. Choksi: -

- Consent letters in Form DIR-2 pursuant to the provisions of Section 152(5) of the Act read with Rule 8 of Companies (Appointment and Qualification of Directors) Rules, 2014;

- Certificates in Form DIR-8 pursuant to the provisions of Section 164(2) of the Act, read with Rule 14(1) of Companies (Appointment and Qualification of Directors) Rules, 2014, certifying that they are not disqualified from acting as directors of the Company; and
- Declarations pursuant to the provisions of Section 149(7) of the Act, confirming that they meet the criteria of independence enumerated in Section 149(6) of the Act.

In the opinion of the Board of Directors, Dr. Kelkar, Mr. Shah, Mr. Zahn, Dr. Mada and Mr. Choksi, fulfill the conditions specified in the Act and Rules made thereunder and are independent of the management. The terms and conditions of their appointment are posted on the Company's website: www.lupin.com and are open for inspection by the Members at the Registered Office of the Company during normal business hours on working days.

Brief profiles of Dr. Kelkar, Mr. Shah, Mr. Zahn, Dr. Mada and Mr. Choksi and names of companies in which they are directors are given in the Corporate Governance Report, which forms part of the Annual Report.

Mr. R. A. Shah holds 32,000 and Dr. K. U. Mada 3,500 fully paid-up equity shares of ₹ 2/- each in the Company. Dr. Vijay Kelkar, Mr. Richard Zahn and Mr. Dileep C. Choksi do not hold any shares in the Company.

Dr. Kelkar, Mr. Shah, Mr. Zahn, Dr. Mada and Mr. Choksi, being appointees, are interested in their respective Resolutions as set out at Items Nos.9 to13. Also, their relatives may be concerned with or interested in their respective Resolutions. No other Director/Key Managerial Personnel of the Company and their relatives are interested in or concerned with the said Resolutions set out at Items Nos.9 to13. This Explanatory Statement may also be regarded as a disclosure under Clause 49 of the Listing Agreement with the Stock Exchange.

The Board considers that the continued association of Dr. Kelkar, Mr. Shah, Mr. Zahn, Dr. Mada and Mr. Choksi would immensely benefit the Company and that it is desirable to continue to avail of their services. Accordingly, the Board recommends the passing of Resolutions set out at Items Nos.9 to13.

ITEM NO.14

In appreciation of the valuable advice, support and guidance rendered by the non-executive directors, the Board, had at its meeting held on November 1, 2010, approved the payment of commission not exceeding in the aggregate 0.5% p.a. of the net profit of the Company, computed in the manner laid down by Sections 198, 349 and 350 of the Companies Act, 1956, for a period of five years commencing from April 1, 2010. Approval of the Members was obtained vide postal ballot the result of which, was announced on December 21, 2010. The said approval was up to March 31, 2015.

The Company continues to greatly benefit from the invaluable inputs provided by the non-executive directors, who have vast experience, expertise and wisdom in various fields of business. The non-executive directors are Members of various Committees constituted by the Board and offer expert advice and guidance. In appreciation of the valuable support and guidance rendered by them, it is proposed to pay them commission in such proportion as may be decided by the Board from time to time.

At its meeting held on May 13, 2015, the Board of Directors approved the payment of commission not exceeding in the aggregate 0.5% p.a. of the net profit of the Company, for a period of five years commencing from April 1, 2015, computed in the manner laid down by Sections 197, 198 and other applicable provisions, if any, of the Act and Rules made thereunder including any statutory amendment(s) or re-enactment(s) thereof.

It is proposed to approve payment of commission to non-executive directors for a period of five years commencing from April 1, 2015. Your approval is sought for the same which would also constitute approval pursuant to the Clause 49(II)(C) of the Listing Agreement.

All Non-Executive Directors are interested in the said Resolution. None of the other Directors/Key Managerial Personnel or their relatives are interested in or concerned with the said Resolution.

The Board recommends passing of the said Resolution.

ITEM NO.15

The Board of Directors, on the recommendation of the Audit Committee, approved the appointment and remuneration of Mr. S. D. Shenoy (FCMA, Membership No.8318), practicing cost accountant, Cost Auditor, to conduct the audit of the cost records of the Company for the year ending March 31, 2016. In accordance with the provisions of Section 148 of the Companies Act, 2013 read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration of ₹ 500,000/- plus applicable taxes and out of pocket expenses payable to the Cost Auditor as approved by the Board of Directors, needs to be ratified by the Members.

Consent of the Members is being sought for ratifying the remuneration payable to the Cost Auditor for the year ending March 31, 2016.

None of the Directors/Key Managerial Personnel or their relatives are interested in or concerned with the said Resolution.

The Board recommends passing of the said Resolution.

ITEM NO.16

The Company wishes to pursue organic and inorganic growth for further accelerating its progress and expanding its presence in select geographies. Indian and global pharma markets are offering renewed optimism and exciting growth opportunities. Internally accrued funds are not adequate to completely meet the requirements of the Company's growth plans, thus, there is a need to augment the long-term finance resources to fund the same.

It would be prudent for the Company to have in place, requisite enabling approvals for meeting the fund requirements for making acquisitions, capital expenditure, working capital, as also other corporate purposes. Having requisite approvals in advance, will enable the Company to move quickly and take effective actions in capitalizing and seizing opportunities, the moment they are available. The requirement of funds is proposed to be met from the combination of debt and equity. Pursuant to the provisions of Section 62(1) of the Companies Act, 2013 ('Act') and Rules made thereunder, the Company can issue equity shares to any person(s) other than existing shareholder(s), whether or not such persons are shareholders, if it is so authorized by the shareholders by a Special Resolution.

The Board of Directors, at their meeting held on June 22, 2015, decided to seek consent and approval of the shareholders through a Special Resolution to authorise the Board of Directors or any Committee of the Board to raise funds through issuance of Equity Shares and/or Global Depository Receipts ('GDRs') and/or American Depository Receipts ('ADRs') and/or Convertible Bonds/or any equity-linked instruments ('Securities') as may be appropriate, who may or may not be the existing shareholders, through public issue and/or private placement and/or Qualified Institutional Placement ('QIP') and/or any other permitted modes at a price to be determined as per the SEBI (Issue of Capital and Disclosure Requirement) Regulations or as per other applicable

rules and regulations, for an amount not exceeding ₹ 75,000 million [Rupees Seventy Five Thousand Million Only] or an equivalent amount in any foreign currency, under Section 62 read with Section 179 of the Act and other applicable laws. It is proposed to offer, create, issue and allot Equity Shares to investors, in one or more tranches. The Board may offer a discount of not more than 5% on the price calculated for the QIP or such other discount as may be permitted under said SEBI Regulations. While no specific instrument of Securities has been identified at this stage, the Board may opt for an appropriate instrument in the best interest of the Company.

Such an issue shall be subject to the provisions of the Act and Rules made thereunder, Articles of Association of the Company, Securities and Exchange Board of India [Issue of Capital & Disclosure Requirement] Regulations and other applicable laws. Pursuant to the provisions of Sections 42 and 62 of the Act read with Rule 14 of the Companies [Prospectus and Allotment of Securities] Rules, 2014, a Company offering or making an invitation to subscribe aforesaid Equity Shares is required to obtain prior approval of the shareholders by way of a Special Resolution. Equity shares proposed to be issued, shall in all respects rank pari passu with the existing Equity Shares of the Company.

Accordingly, approval of the shareholders through a Special Resolution is being sought for raising funds as stated above and authorizing the Board of Directors (including any Committee thereof authorized for the purpose) to complete all the formalities in connection with the issuance of Securities.

None of the Directors/Key Managerial Personnel or their relatives are interested in or concerned with the said Resolution.

The Board recommends passing of the said Resolution.

ITEM NO.17

At present, the Authorised Share Capital of the Company is ₹ 1,000,000,000/- (Rupees One Thousand million) divided into 500,000,000 (Five Hundred million) Equity Shares of ₹ 2/- each. The Paid-up Capital as on March 31, 2015 was ₹ 898,976,670/- (Rupees Eight Hundred Ninety Eight million Nine Hundred Seventy Six Thousand and Six Hundred Seventy) comprising 449,488,335 (Four Hundred Forty Nine million Four Hundred Eighty Eight Thousand and Three Hundred Thirty Five) Equity Shares of ₹ 2/- each.

The Company wishes to pursue organic and inorganic growth for further accelerating its progress and expanding its presence in select geographies. Indian and global pharma markets are offering renewed optimism and exciting growth opportunities. Internally accrued funds are not adequate to completely meet the requirements of the Company's growth plans, thus, there is a need to augment the long-term finance resources to fund the same.

It is proposed to increase the Authorised Share Capital to ₹ 2,000,000,000/- (Rupees Two Thousand million) divided into 1,000,000,000 (One Thousand million) Equity Shares of ₹ 2/- each by creation of additional 500,000,000 (Five Hundred million) Equity Shares of ₹ 2/- each which would rank pari passu in all respects with the existing Equity Shares of the Company.

At their meeting held on June 22, 2015, the Board of Directors approved the proposal and decided to seek consent and approval of the shareholders for increasing the Authorised Share Capital of the Company.

It would be prudent for the Company to have in place the said approval for meeting the fund requirements for making acquisitions, capital expenditure, working capital, as also other corporate purposes.

The Company will be required to suitably alter its Memorandum of Association by altering the existing Clause V to give effect to the proposed increase in the Authorised Share Capital.

None of the Directors/Key Managerial Personnel or their relatives are interested in or concerned with the said Resolution.

The Board recommends passing of the said Resolution.

By Order of the Board of Directors

R. V. SATAM
Company Secretary & Compliance Officer

Mumbai, June 22, 2015

Registered Office:

159, C.S.T. Road, Kalina,
Santacruz (East),
Mumbai - 400 098.

Corporate Identity Number: L24100MH1983PLC029442

Tel: +91 22 6640 2402/2403, Fax: +91 22 2652 8806.

E-mail: investorservices@lupin.com

Website: www.lupin.com

LUPIN LIMITED

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**ATTENDANCE SLIP**

(To be handed over at the entrance of the meeting venue)
33rd ANNUAL GENERAL MEETING - Thursday, July 23, 2015 at 2.30 p.m.

Folio No. _____ DP ID No. _____ Client ID No. _____
 Name of the Member _____ Signature _____
 Name of the Proxyholder _____ Signature _____

1. Only Member/Proxyholder can attend the Meeting.
2. Interested joint members may obtain attendance slips from the Registered Office of the Company.
3. Members/joint members/proxies are requested to bring this slip with them. Duplicate slips will not be issued at the entrance of the Auditorium.
4. Member/Proxyholder should bring his/her copy of the Annual Report for reference at the Meeting.

Please Cut Here

LUPIN LIMITED

Registered Office: 159, C.S.T. Road, Kalina, Santacruz (East), Mumbai - 400 098.
 Corporate Identity Number: L24100MH1983PLC029442
 Tel: +91 22 6640 2402/2403, Fax: +91 22 2652 8806.
 Email: investorservices@lupin.com Website: www.lupin.com

**PROXY FORM**

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2015]

Name of the Member(s): _____
 Registered address: _____
 E-mail Id: _____
 Folio No. _____ DP ID No. _____ Client ID No. _____

I / We, being the member(s) of _____ Equity Shares of Lupin Limited, hereby appoint

1. Name: _____ E-mail Id: _____
 Address: _____
 Signature: _____
 or failing him/her
2. Name: _____ E-mail Id: _____
 Address: _____
 Signature: _____
 or failing him/her
3. Name: _____ E-mail Id: _____
 Address: _____
 Signature: _____

as my/our proxy to attend and vote for me/us and on my/our behalf at the 33rd Annual General Meeting of the Company to be held at Rang Sharda Natyamandir, Bandra Reclamation, Bandra (West), Mumbai - 400 050, on Thursday, July 23, 2015 at 2.30 p.m. and at any adjournment thereof in respect of resolutions as indicated below: -

1. Adoption of the Standalone audited financial statements including Balance Sheet as at March 31, 2015, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the reports of the Board of Directors and Auditors thereon.
2. Adoption of the Consolidated audited financial statements including Balance Sheet as at March 31, 2015, Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the report of the Auditors thereon.
3. Declaration of dividend at ₹ 7.50 per equity share for the year ended March 31, 2015.
4. Appointment of a director in place of Ms. Vinita Gupta, who retires by rotation and being eligible, offers herself, for re-appointment.
5. Ratifying the appointment of Deloitte Haskins & Sells LLP, Chartered Accountants, Statutory Auditors to hold office from the conclusion of the 33rd AGM till the conclusion of the 34th AGM and to fix their remuneration.
6. Re-appointment of Dr. Desh Bandhu Gupta as Executive Chairman of the Company, for a period of five years w.e.f. January 1, 2016 and the payment of remuneration (Special Resolution).
7. Re-appointment of Dr. Kamal K. Sharma as Vice Chairman of the Company, for a period of two years w.e.f. September 29, 2015 and the payment of remuneration.
8. Re-appointment of Mrs. M. D. Gupta as Executive Director of the Company, for a period of five years w.e.f. January 1, 2016 and the payment of remuneration (Special Resolution).
9. Appointment of Dr. Vijay Kelkar as Independent Director of the Company for a term of five years from the conclusion of the 33rd AGM till the conclusion of the 38th AGM (Special Resolution).
10. Appointment of Mr. R. A. Shah as Independent Director of the Company for a term of five years from the conclusion of the 33rd AGM till the conclusion of the 38th AGM (Special Resolution).
11. Appointment of Mr. Richard Zahn as Independent Director of the Company for a term of five years from the conclusion of the 33rd AGM till the conclusion of the 38th AGM (Special Resolution).
12. Appointment of Dr. K. U. Mada as Independent Director of the Company for a term of five years from the conclusion of the 33rd AGM till the conclusion of the 38th AGM (Special Resolution).
13. Appointment of Mr. Dileep Choksi as Independent Director of the Company for a term of five years from the conclusion of the 33rd AGM till the conclusion of the 38th AGM (Special Resolution).
14. Payment of commission to the Non-Executive Directors of the Company for a period of five years commencing April 1, 2015.
15. Ratifying the remuneration payable to Mr. S. D. Shenoy, Cost Auditor, for conducting cost audit for the year ending March 31, 2016.
16. Authorising the Board of Directors of the Company to raise funds for an amount not exceeding ₹ 75000 million through issue of Securities i.e. Equity shares, GDRs, ADRs, convertible bonds etc. (Special Resolution).
17. Increasing the Authorised Share Capital of the Company from ₹ 1000 million to ₹ 2000 million.

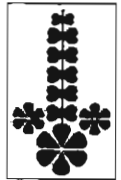
Signed this _____ day of _____ 2015

Signature of shareholder _____ Signature of Proxyholder(s) _____

Revenue
Stamp
₹ One

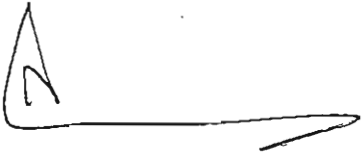

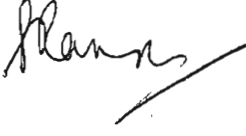





NOTE: This Proxy Form in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

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LUPIN

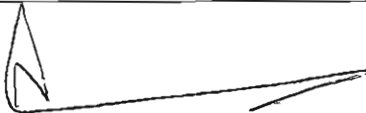







FORM A

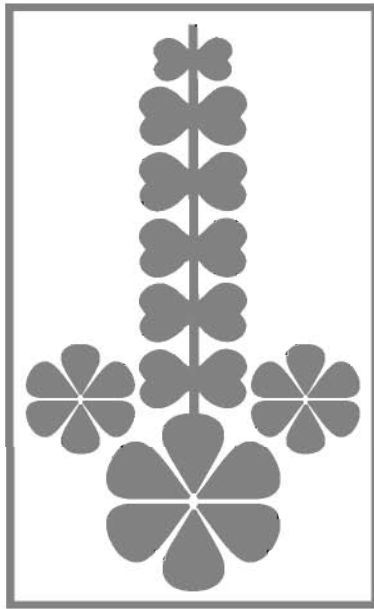
1.	Name of the Company:	Lupin Limited
2.	Annual financial statements for the year ended	March 31, 2015
3.	Type of Audit observation	Unqualified
4.	Frequency of observation	Not Applicable
5.	Signed by-	
	For LUPIN LIMITED Nilesh Gupta Managing Director	 
	For LUPIN LIMITED Ramesh Swaminathan Chief Financial Officer	 
	For LUPIN LIMITED Dr. K. U. Mada Chairman - Audit Committee	 
	Auditor of the Company	Refer our Audit Report dated May 13, 2015 on the Standalone Financial Statements of Lupin Limited. For DELOITTE HASKINS & SELLS LLP Chartered Accountants (Firm Registration No.117366W/W-100018)  (K.A. Katki) (Partner) (Membership No. 038568) Mumbai, July 13 2015. 



LUPIN

FORM A

1.	Name of the Company:	Lupin Limited
2.	Annual financial statements for the year ended	March 31, 2015
3.	Type of Audit observation	Unqualified
4.	Frequency of observation	Not Applicable
5.	Signed by-	
	For LUPIN LIMITED Nilesh Gupta Managing Director	 
	For LUPIN LIMITED Ramesh Swaminathan Chief Financial Officer	 
	For LUPIN LIMITED Dr. K. U. Mada Chairman - Audit Committee	 
	Auditor of the Company	Refer our Audit Report dated May 13, 2015 on the Consolidated Financial Statements of Lupin Limited. For DELOITTE HASKINS & SELLS LLP Chartered Accountants (Firm Registration No.117366W/W-100018)  (K.A. Katki) (Partner) (Membership No. 038568) Mumbai, July 13 2015. 



LUPIN

Annual Report
2015

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We are committed to care, to grow,
to nurture and to share.

Dear Shareholders,

I have always believed that great companies that are founded with a strong vision and built on solid values are the ones that thrive and live on.

These are the companies that overcome challenges and excel beyond the competition, beyond economic cycles and eventually beyond lifetimes and generations. These are businesses that make their customers and society the reason why they exist, serving social needs while still delivering performance, growth and numbers.

At Lupin, we have created a culture of growth, of creative optimism, of caring for people and our communities. That is the Lupin spirit. This is what has helped us innovate and deliver strong performance year after year consistently. We are committed to care, to grow, to nurture and to share.

This for me is Lupin; Growth and beyond.

Warm regards,

Dr. Desh Bandhu Gupta
Founder & Chairman
Lupin Limited

CORPORATE INFORMATION

Directors

Dr. Desh Bandhu Gupta, *Chairman*
Dr. Kamal K. Sharma, *Vice Chairman*
Ms. Vinita Gupta, *Chief Executive Officer*
Mr. Nilesh Gupta, *Managing Director*
Mrs. M. D. Gupta, *Executive Director*
Dr. Vijay Kelkar, *Independent Director*
Mr. R. A. Shah, *Independent Director*
Mr. Richard Zahn, *Independent Director*
Dr. K. U. Mada, *Independent Director*
Mr. Dileep C. Choksi, *Independent Director*

Company Secretary & Compliance Officer

Mr. R. V. Satam

Auditors

Deloitte Haskins & Sells LLP
Chartered Accountants

Internal Auditors

Ernst & Young LLP
KPMG

Audit Committee

Dr. K. U. Mada, *Chairman*
Dr. Kamal K. Sharma
Mr. Dileep C. Choksi

Stakeholders Relationship Committee

Dr. Vijay Kelkar, *Chairman*
Dr. K. U. Mada

Nomination and Remuneration Committee

Dr. K. U. Mada, *Chairman*
Mr. R. A. Shah
Mr. Richard Zahn

Corporate Social Responsibility Committee

Dr. Desh Bandhu Gupta, *Chairman*
Dr. Kamal K. Sharma, *Vice Chairman*
Mr. Nilesh Gupta, *Managing Director*
Dr. Vijay Kelkar

Risk Management Committee

Dr. Kamal K. Sharma, *Vice Chairman*
Ms. Vinita Gupta, *Chief Executive Officer*
Mr. Nilesh Gupta, *Managing Director*
Mr. Ramesh Swaminathan, *Chief Financial Officer*
Mr. Sunil Makharia, *President - Finance*

Bankers

Central Bank of India
Bank of Baroda
State Bank of India
Citibank N.A.
The Hongkong and Shanghai Banking Corporation Limited
Standard Chartered Bank
ICICI Bank Limited
Kotak Mahindra Bank Limited
JP Morgan Chase Bank, N.A.

Senior Management Team

Dr. Desh Bandhu Gupta, *Chairman*
Dr. Kamal K. Sharma, *Vice Chairman*
Ms. Vinita Gupta, *Chief Executive Officer*
Mr. Nilesh Gupta, *Managing Director*
Mr. Shakti Chakraborty, *Group President - India Region Formulations*
Mr. Vinod Dhawan, *Group President - AAMLA & Business Development*
Mr. Ramesh Swaminathan, *Chief Financial Officer*
Dr. Rajender Kamboj, *President - Novel Drug Discovery & Development*
Mr. Naresh Gupta, *President - API & Global TB*
Mr. Divakar Kaza, *President - Human Resources*
Mr. Alok Ghosh, *President - Technical Operations*
Dr. Cyrus Karkaria, *President - Biotechnology*
Mr. Paul McGarty, *President - Lupin Pharmaceuticals Inc., USA*
Dr. Maurice Chagnaud, *President - Europe and Head of Inhalation Strategy*

Dr. Sofia Mumtaz, *Head - Pipeline Management and Legal*
Mr. Sunil Makharia, *President - Finance*
Mr. Debabrata Chakravorty, *President - Global Sourcing*
Mr. Ray Tsunoda, *President - Japan*

Registered Office

159, C.S.T. Road, Kalina,
Santacruz (East), Mumbai - 400 098.
Tel: + 91 22 6640 2323
Fax: + 91 22 2652 8806

Corporate Office

Laxmi Towers, 'B' Wing,
Bandra Kurla Complex,
Bandra (East),
Mumbai - 400 051.
Tel: + 91 22 6640 2222
Fax: + 91 22 6640 2130

Website

www.lupin.com

E-mail

info@lupin.com

Corporate Identity Number

L24100MH1983PLC029442

Key Contacts

Mr. Pradeep Bhagwat,
General Manager, Investors' Services
Email: pradeepbhagwat@lupin.com

Mr. Alpesh Dalal,
Head - Investor Relations
Email: alpeshdalal@lupin.com

Mr. Shamsher Gorawara,
Head - Corporate Communications
Email: shamshergorawara@lupin.com

AWARDS 2014-15

INCLUDED IN BSE 30
OR SENSEX

Included in the Standard & Poor's Bombay Stock
Exchange Sensitive Index - BSE's flagship index

CNBC-TV18
INDIA BUSINESS
LEADER
AWARDS,
2014-15

Outstanding Company of
the Year

WORLD'S MOST
POWERFUL
COMPANIES -
FORBES GLOBAL
2000

#1,580 Global 2000
#1,495 in Profit
#819 in Market value

DUN &
BRADSTREET
CORPORATE
AWARDS 2015

Top Indian Company in
the Pharmaceuticals sector

FORBES ASIA
FAB 50

Asia - Pacific's 50 biggest
listed companies 2014

ICICI & CNBC
INDIA RISK
MANAGEMENT
AWARDS 2015

Risk Management Firm
of the Year (Pharma)

GREAT PLACE
TO WORK

Best Companies to Work
for, 2015, India

ICAI
AWARDS FOR
EXCELLENCE
IN FINANCIAL
REPORTING

Winner of Gold Shield
under Manufacturing
sector

FORBES ASIA
POWER 50
BUSINESS
WOMEN

Ms. Vinita Gupta



Our ability to change, adapt and improvise shall remain the key to our growth.

Dear Shareowners,

At Lupin, we are engaged in continuously sharpening our competitive advantage. In the rapidly changing landscape of technology and commerce in business, it is essential to continuously fine tune our growth engine. We are laying renewed emphasis on bringing superior products, designing innovative processes and building people's capabilities. Our people remain at the center stage of our growth story. The Company crossed USD 2 billion in revenues this fiscal and I am happy to note that the growth has largely been organic rather than inorganic. Everyone at Lupin looks at this milestone more as a platform to build and work towards the Lupin of tomorrow.

Over the last decade, Lupin has emerged as the benchmark for sustained performance and value creation across sectors, which explains our inclusion in the S&P BSE SENSEX (S&P Bombay Stock Exchange Sensitive Index).

We realize that with growth comes responsibility and accountability. We must manage expectations of all stakeholders and commit to deliver superior performance each time. There is a need to continuously raise the bar and reinvent ourselves. We must focus beyond performance and intended outcomes. We are continuously evaluating various aspects of our business and how they impact our preparedness to achieve our objectives. Our ability to change, adapt and improvise shall remain the key to our growth initiative. Lupin is relentless in its effort to improve, to transform and determined to strive for the better every day; we are committed to outperform. Lupin is poised for growth, naturally.

Best regards,

Dr. Kamal K. Sharma
Vice Chairman
Lupin Limited



We are committed to building a world-class research driven, quality specialty and generics powerhouse second to none.

Dear Shareholders,

We have had another strong year of growth be it revenues, margins and enhanced profitability. The Company continues to strengthen its position as an innovation-led transnational pharmaceutical company, which reinforces our belief that a strong business model, the right business practices, like-minded people, a lucrative pipeline and investments in strategic growth pays rich dividends even in the face of increased consolidation, competition and a volatile economic environment.

In FY 2015, all our key markets delivered and we continued to improve on operational performance, which resulted in robust revenues and profits. Lupin's Net sales grew by 13.6% to ₹ 125,997 million (USD 2.06 billion), EBITDA grew by 23.7% to ₹ 38,593 million and our Net Profits grew by 30.9% to ₹ 24,032 million during FY 2015. Over the last 5 years, the Company has delivered a Compounded Annual Growth Rate (CAGR) of 21.4% in Sales, 31.1% in EBITDA and 28.7% in Net Profits.

Today, we are the 7th largest generic pharmaceutical company globally by market capitalization and the 10th largest generic pharmaceutical company globally by sales (Bloomberg, June 2015). Lupin is the 6th largest pharmaceutical player in the US, the 3rd largest Indian pharmaceutical company by revenues and the 8th largest generic pharmaceutical company in Japan.

FY 2015 saw us intensify our research efforts to address opportunities in difficult-to-do generics, dermatology, inhalation, complex injectables and the biosimilars space, thus opening up new avenues of growth in key markets such as US, Europe, Japan, Canada and in the Emerging Markets. Our investments in Novel Drug Discovery and Development

and Biosimilars are starting to pay off with targets progressing through various stages of clinical trials in Europe and Japan. In the next two years, we will make meaningful progress and have multiple filings in each of these areas. We have also been very active in forging new alliances. We entered into a distribution agreement with Salix Pharmaceuticals Inc., USA to exclusively market, distribute and sell Zaxine[®], Relistor[®] and other gastroenterology products for Canada, heralding our entry into the Canadian Brands market. The Company completed its acquisition of Pharma Dynamics, South Africa and further consolidated its presence in the fast growing African market.

Going forward, meaningful acquisitions are going to be vital to our growth strategy and we are targeting geographies, complementary product portfolios and therapies that we feel are missing from our current portfolio. We are investing in people, processes, technology and systems. Over the coming years, we envision a new Lupin, replete with differentiated products and strong market presence; a complex generics and specialty pharmaceutical major, nimble and agile; innovating and evolving every step of the way.

We are committed to building a world-class research driven, quality specialty and generics powerhouse second to none. That for us is the Lupin of tomorrow. We have always stood for Growth. That is the foundation we are built on. We are now looking beyond.

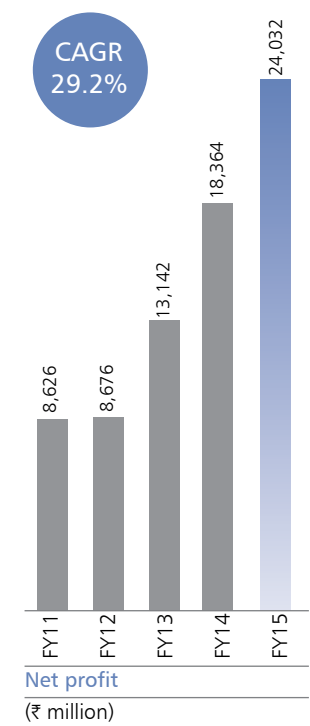
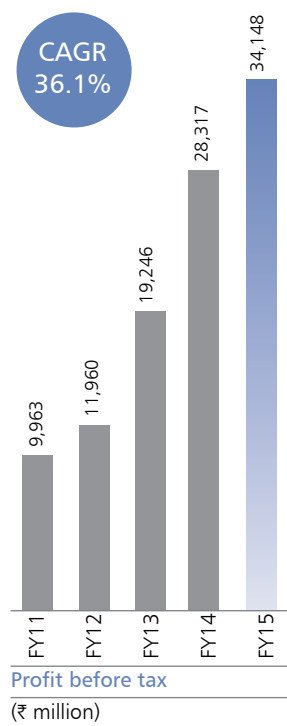
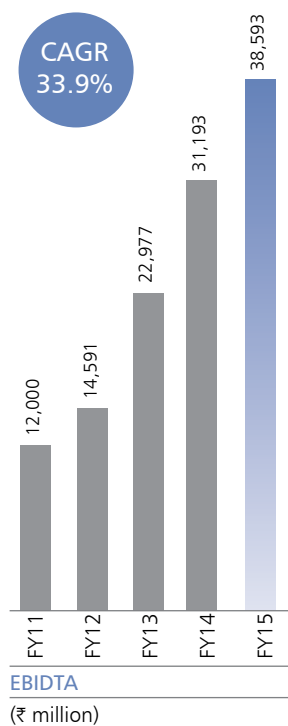
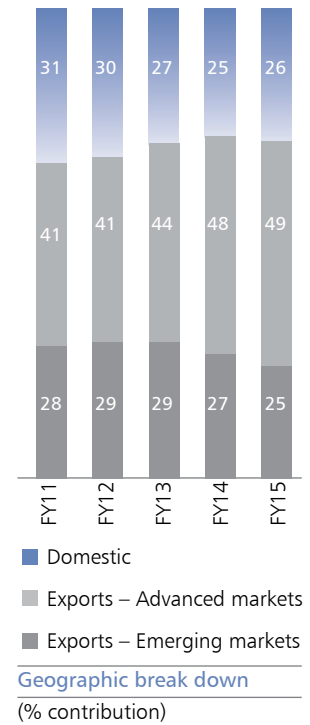
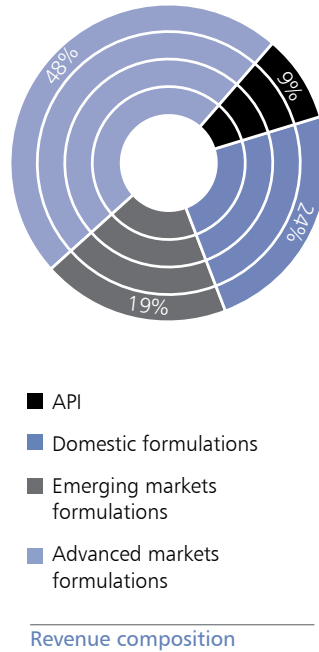
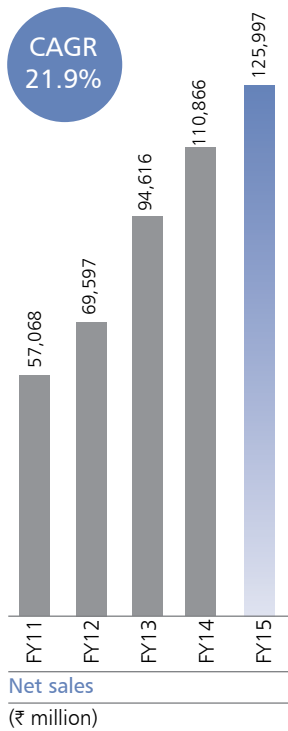
Best Regards,

Vinita Gupta
Chief Executive Officer
Lupin Limited

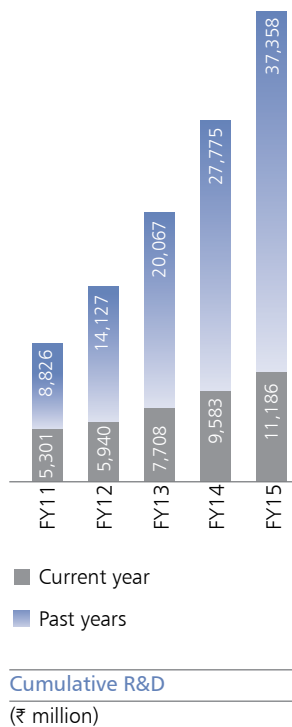
Nilesh Gupta
Managing Director
Lupin Limited

FINANCIAL HIGHLIGHTS 2015

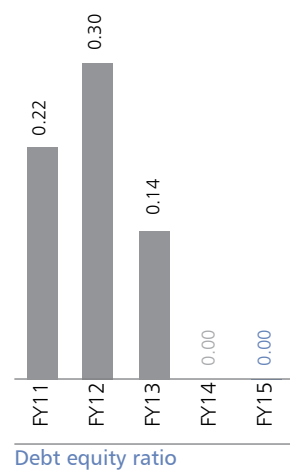
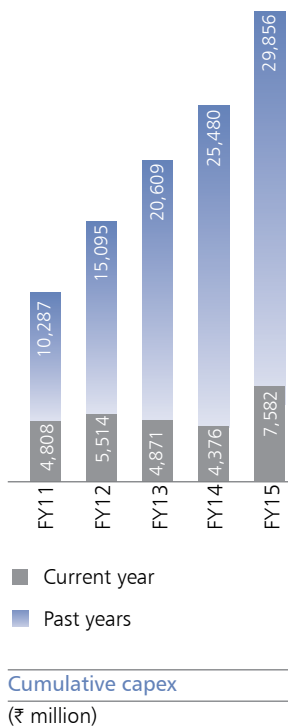
Business analysis – revenue and profitability



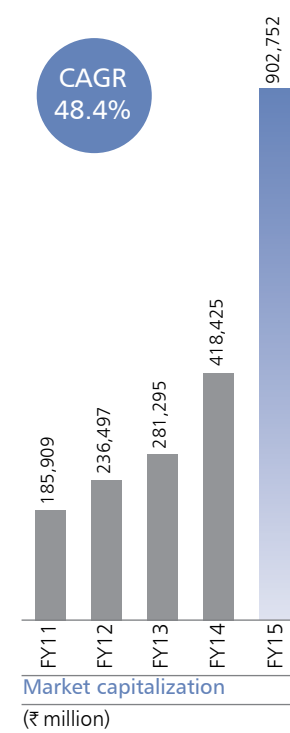
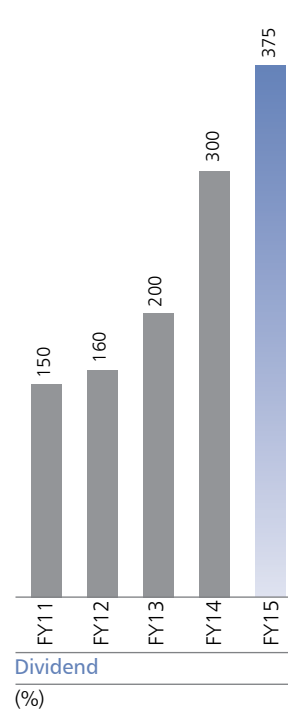
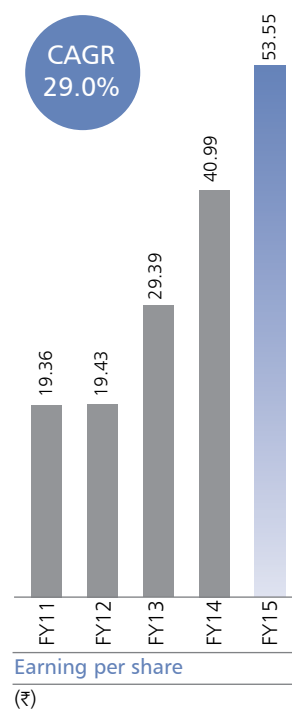
Business critical investments



Financial leverage



Shareholder value growth





Lupin's US Headquarters, Baltimore

45%

CONTRIBUTION TO
LUPIN'S GLOBAL
REVENUES

6th

LARGEST GENERIC
PHARMACEUTICAL COMPANY
IN THE US BY PRESCRIPTION

16%

SALES GROWTH

UNITED STATES

THE UNITED STATES IS LUPIN'S LARGEST MARKET AND CONTRIBUTED 45% OF THE COMPANY'S REVENUES DURING FY 2015.

The US continues to be the principal growth engine for the Company and our performance in the US over the last 10 years has been one of the most exciting growth stories in the pharmaceutical industry; that of the creation of a top 10 global generic powerhouse and an emerging specialty pharmaceutical player.

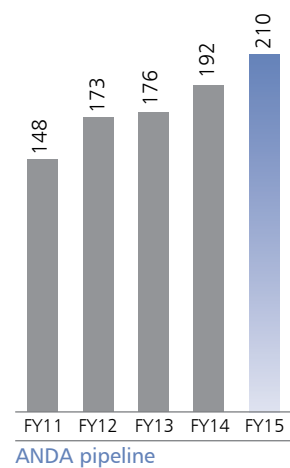
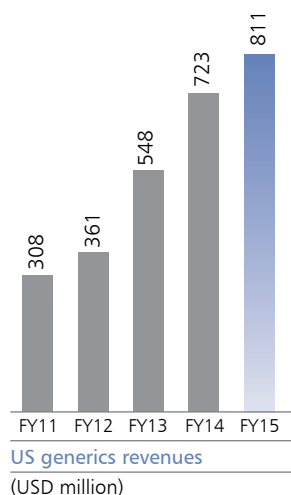
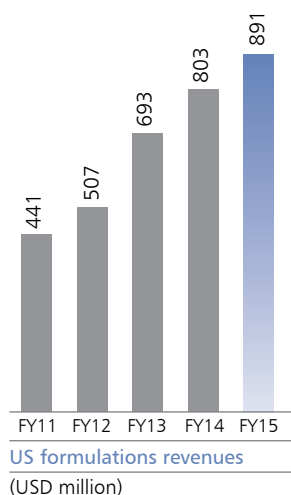
The Company's US subsidiary, Lupin Pharmaceuticals, Inc. (LPI), is dedicated to delivering high-quality, branded and generic medicines trusted by healthcare professionals and patients across the US. LPI today is recognized as a preferred supplier of quality generics into the United States servicing large US wholesale and retail channel partners. In addition, the Company has over the last decade built a highly differentiated and profitable Branded Business which enjoys strong brand equity amongst Pediatric specialists and primary care physicians in the US. Today, our strong marketing and sales capabilities, an enviable product pipeline ably delivered by a world-class research and manufacturing operation, serviced by a 24x7 global supply chain all ensure that Lupin is delivering quality formulations be it brands or generics to the American Healthcare system.

Lupin today is the 6th largest and the fastest growing top 10 pharmaceutical corporations in the US; 4.3% market share growing at 9% (market share by prescriptions-IMS Health Table 1).

Our US revenues grew by 12% to ₹54,532 million (USD 891 million) during FY 2015, up from ₹48,532 million (USD 803 million) in FY 2014. The US Brands business contributed ₹4,908 million (USD 80 million) or 9% of total US sales during FY 2015 while the Generics business contributed ₹49,624 million (USD 811 million) or 91% of total US sales.

US Generics

Lupin's US generic sales grew by 12% as compared to the 4.5% overall growth of the US generic industry (IMS Health) during FY 2015. This growth was in the backdrop of industry challenges like heightened pricing pressures resulting from rapid customer consolidation; increased generic competition on previously launched exclusive and semi-exclusive products as well as a visible slowdown of product approvals in the US. The Company clocked in generic revenues of



USD 811 million during FY 2015, up from USD 723 million the previous fiscal. We launched 11 new products, including the successful commercialization of generic versions of Monodox[®] 75mg and Celebrex[®] to name two high profile exclusive and semi-exclusive launches.

It wasn't just new launches that helped us maintain our growth trajectory but also our ability to increase market shares for existing products and grow our base business. 30 of the 77 generic products marketed by LPI in the US are ranked No. 1 by market share and 55 of these 77 are in the top 3 by Market share (IMS Health). Lupin is the 6th largest generics company in the US with 5.5% market share by prescriptions (unbranded generics Table 2).

The Company filed 18 ANDAs for the US market during FY 2015 and now has 99 ANDAs pending for approval and launch addressing a total market size of over USD 62 billion. Of these, 34 ANDAs are first-to-file addressing a market size of over USD 8 billion. We have 15 exclusive first-to-file ANDAs addressing a market size of USD 2.5 billion approximately.

US Brands

FY 2015 was a year of building and consolidation for one of our key differentiators - our US Brands business. Not only did we expand our Brands product portfolio but we were also able to stem declining sales during FY 2014 arising out of generic competition for Antara[®] (Fenofibrate Capsules 43mg and 130mg). Despite the entry of a 3rd generic into the market, LPI not only maintained a 62% market share for Antara[®] (Fenofibrate Capsules 43mg and 130mg) but we

were also able to grow branded Antara[®] revenues on the back of the launch of Antara[®] 90mg, which is an exclusive strength. Our Suprax[®] branded franchise held steady during FY 2015 as we completed the transition of the tablet business to the capsule dosage form which we launched during FY 2014.

The Company's 160 strong specialty sales force made new inroads into the pediatric diarrhea market with Alinia[®] (Nitazoxanide) for oral suspension for which we acquired exclusive rights in the US in FY 2014. Prescriptions for Alinia[®] grew by more than 40% during FY 2015.

LPI also launched the all new InspiraChamber[®] Anti-Static Valved Holding Chamber (VHC) under a strategic licensing agreement with InspiRX Inc. (InspiRX). The agreement grants Lupin exclusive rights to promote, distribute and market InspiraChamber[®] VHC in the United States. LPI began promotion of InspiraChamber[®] VHC through marketing programs and physician detailing in February 2015. We are very excited with the product given the market potential. The InspiraChamber[®] VHC is designed to enhance delivery of aerosol medication from most pressurized metered dose inhalers. Several clinical and laboratory studies have shown that InspiraChamber[®] VHC is superior to the leading VHCs in the market.

As we move into FY 2016, the Company remains committed to continue to strengthen its branded portfolio with the launch of additional products by not only creating alliances but also developing its own pipeline and making strategic brand acquisitions.

Dispensed TRx US Pharmaceutical Industry

Table 1 : Dispensed TRx Total US Industry, MAT, April 2015

Lupin is ranked 6th in the US Industry standings of all pharmaceuticals

Leading corporations	MAT, April 2015		
	TRxs mn	% Market Share	% Growth
US Industry	4,608	100.0	3
1 Teva	527	11.4	-2.4
2 Mylan Labs Inc.	335	7.3	-6.2
3 Sandoz (Novartis)	322	7.0	6.4
4 Actavis US	306	6.6	-4.6
5 Endo Pharm Inc.	254	5.5	2.0
6 Lupin Pharma	200	4.3	9.0

Table 2 : Dispensed TRx US unbranded Generics, MAT, April 2015

Lupin is ranked 6th in the US industry standings of unbranded generics

Leading corporations	MAT, April 2015		
	TRxs mn	% Market Share	% Growth
US Industry	3,592	100	4.5
1 Teva	458	12.8	-3.2
2 Mylan Labs Inc.	327	9.1	-6.9
3 Sandoz (Novartis)	257	7.2	14.8
4 Actavis US	233	6.5	-5.2
5 Endo Pharm Inc.	208	5.8	1.9
6 Lupin Pharma	198	5.5	8.7



24%

CONTRIBUTION TO
LUPIN'S GLOBAL SALES

3.25%

OVERALL MARKET SHARE
OF THE IPM (IMS TSA
MAT, MAY 2015)

5,500+

SPECIALTY FIELD FORCE

INDIA

FOR INDIA, THE COMPANY'S 2ND LARGEST MARKET IN TERMS OF REVENUES, FY 2015 WAS UNDERLINED BY ITS CONCENTRATED PUSH TOWARDS EMERGING AS A MARKET LEADER.

India is a critical part of Lupin's ambitious growth plans and contributed 24% to the Company's global revenues. Emerging from the shadows of a tumultuous FY 2014 where the entire industry and the Indian Pharmaceutical Market (IPM) were adversely affected by changes in the Drug Price Control Order (DPCO), Lupin's domestic formulations business emerged stronger in FY 2015, clocking in revenues of ₹30,295 million, a growth of 20.5% over the previous year, outpacing and outperforming the IPM which grew by 12.1% (IMS MAT, March 2015).

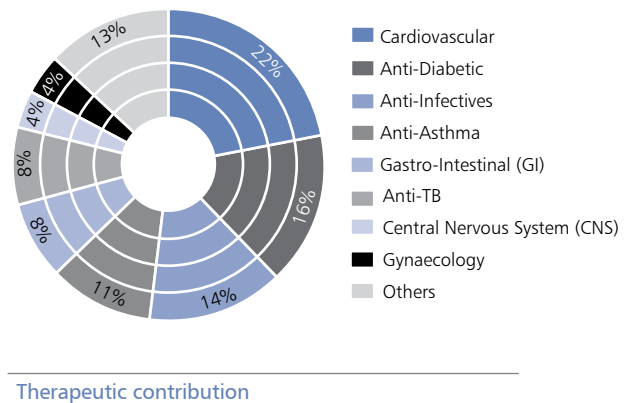
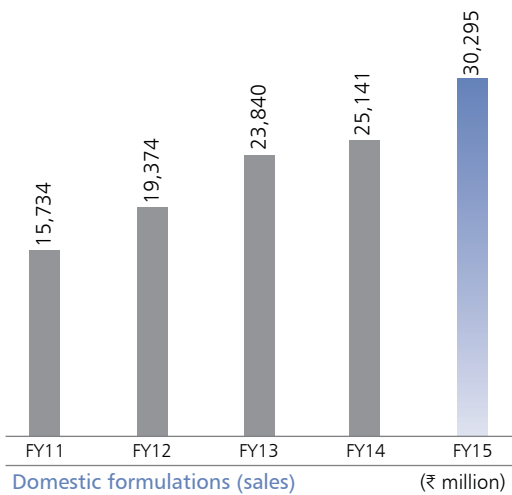
This translates into a CAGR of 18% for the last 4 years. Chronic therapies contributed 66% of India revenues in FY 2015 (44% in FY 2008). Our performance is also a reflection of our ability to combat and respond to an intensely competitive, fragmented and dynamic business environment; testimony to the commitment and passion of our 5500+ medical sales & marketing team. Our flawless

execution that has made us a key player in fast growing therapies such as Cardiology, Central Nervous System (CNS), Diabetes, Anti-Asthma, COPD, Gastro-intestinal (GI) and Gynaecology.

Proportion of revenues derived from key segments

	Acute Therapies	Chronic Therapies
2014-15	34%	66%
2007-08	56%	44%

We continue to be the market leader in the Anti-TB market and are the 3rd largest player in Cardiology and Anti-Asthma segments. We grew our market share in therapies such as Diabetology on the back of new product launches. A marked improvement from being the 7th largest player in FY 2014. The Company has been constantly fine tuning its product portfolio by adding innovative new products, which



explains why Lupin has one of the fastest growing and largest portfolios of young high growth brands. We now have 26 brands with sales upwards of ₹ 300 million, 4 out of which have sales exceeding ₹ 1,000 million (Gluconorm, Huminsulin, Tonact and Rablet).

Our existing associations with global think tanks and institutions like American College of Cardiology (ACC), American College of Chest Physicians (ACCP); the Ian Donald School; the European Society of Cardiology (ESC); the European Society of Cardiology – Heart Failure Association (ESC HFA) and European Association for Neurological Societies (EANS) to name a few have gone a long way in bringing the latest technical know-how and advances to the medical community within the IPM. Spreading awareness, patient education and meaningful care has always been a key focus for the Company and we continue to educate patients and society at large on diagnosis and preventive care across the country, be it our Spirometry and CO monitoring camps which have helped diagnose Asthma / COPD; BMD Camps for detection of osteoporosis and related disorders; or the special Diabetes (HB1AC) camps

and hypertension & lipid profile campaigns that we have conducted.

The Company is focused on nurturing and developing its 5,500+ specialty product marketing and sales force by providing structured training and technology inputs to ensure that we are in tune with new innovations; that we are not only leveraging our size to launch new products and grow but also the fact that we are garnering market shares by expanding coverage and reach meaningfully with speed and agility.

In-licensing products through strategic alliances to widen our product portfolio and to enter new therapies has also been a key contributor to Lupin's strong growth in the IPM. The Company has in-licensed 27 products over the last 5 years, out of which 4 were a first for the IPM. We have emerged as a preferred partner for multinational companies looking to enter the IPM and also grow existing market shares in India.

We are at the cusp of an interesting growth journey where Lupin's India formulations business is all set to emerge as a billion dollar enterprise within the next 5 years.

Therapy growth matrix - Lupin vs IPM

Therapy Area	IPM Growth Rate*	Lupin Growth Rate	Market Share	Market Rank
Anti-TB	2.5%	16.1%	53.2%	1
Cardiology	10.2%	17.6%	5.9%	3
Anti-Asthma	12.3%	27.6%	10.6%	3
Diabetology	16.6%	25.0%	5.9%	5
Central Nervous System	11.1%	20.2%	2.3%	10
Anti-Infectives	9.1%	13.4%	2.9%	13

*IMS MAT, March 2015

Our top brands

Brand	Therapy Area	Brand Growth	Market Growth*
Gluconorm	Anti-Diabetic	27.2%	21.8%
Tonact	Cardiovascular	12.5%	14.5%
Rablet	Gastro-Intestinal	25.0%	15.2%
Budamate	Anti-Asthma	28.5%	15.4%
Telekast	Anti-Asthma	35.5%	17.8%
Rcinex	Anti-TB	17.5%	11.6%
Clopitab	Cardiovascular	14.2%	10.4%
Telista	Cardiovascular	17.1%	15.2%
Ramistar	Cardiovascular	5.8%	4.8%
Akt	Anti-TB	11.3%	3.8%

*IMS MAT, March 2015



Scientists at Kyowa Research Center, Japan

8th

LARGEST GENERIC
PLAYER IN JAPAN

4th

LARGEST GENERIC PLAYER
IN SOUTH AFRICA

730

NUMBER OF
PRODUCTS FILED IN
ROW MARKETS

REST OF THE WORLD MARKETS & EUROPE

LUPIN'S REST OF THE WORLD (ROW) AND EUROPEAN MARKETS ARE THE 3RD LARGEST CONTRIBUTOR TO THE COMPANY'S REVENUES GLOBALLY AND OUR YOUNGEST AND FASTEST GROWING BUSINESS.

Lupin's ROW business caters to markets in Asia-Pacific including Japan, the Middle-East, Philippines, Australia, South Africa, Mexico and Latin America. Europe covers our businesses in the UK, Germany, France and Russia.

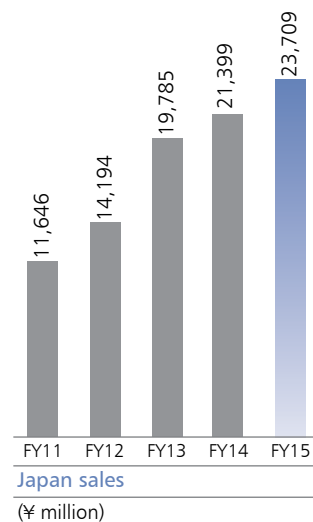
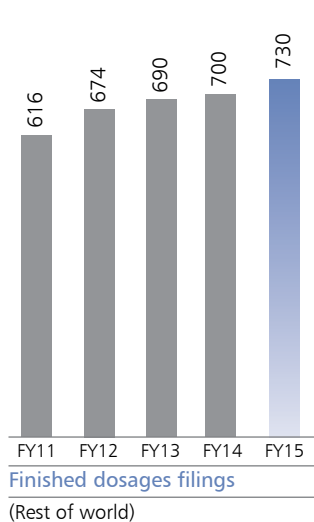
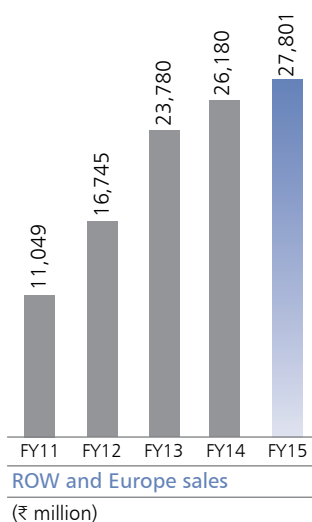
Rest of the World Markets

Lupin's ROW markets including South Africa and Japan, clocked in revenues of ₹24,522 million during FY 2015, a growth of 6% and contributed 19% to the Company's global consolidated revenues.

These markets are the fastest growing growth opportunity in the global pharmaceutical market and are expected to grow to USD 400 billion by FY 2020. Our growing presence and leadership credentials in markets like Japan, South Africa and Mexico coupled with our efforts to enter new markets with meaningful acquisitions are going to help us address these growth opportunities.

Japan

Japan is the 2nd largest pharmaceuticals market in the world with sales of over USD 115 billion. Generics accounts for 49% of total pharmaceutical volumes in Japan. The Japanese Government has a target of 80% generic penetration by 2020 which translates into an additional 35-40% of overall pharmaceutical volumes going generic. Add to this, patent expiries valued at over USD 14-16 billion by 2018 and all of this amounts to one of the largest growth opportunities for Lupin globally. The Company has been streamlining its business operations and integration and renaming of I'rom Pharmaceuticals to Kyowa CritiCare Co. Ltd., (KCC) with Kyowa Pharmaceuticals (Kyowa) our Japanese flagship was one such measure. We also plan to set up a new dedicated manufacturing site for oral solids in Japan and a new injectable line in KCC. Lupin's dedicated Japan block at Goa will be operational in the next fiscal and will increase our ability to supply from India significantly.



Japan remains the 3rd largest market for the Company globally and contributed 11% to our global revenues. It is also the largest market within Lupin's ROW business contributing about 54% of ROW revenues. During FY 2015, our Japanese businesses Kyowa including KCC generated revenues of JPY 23,709 million (₹ 13,239 million), a growth of 11% over the previous year. Lupin remains the 8th largest generic pharmaceutical player in the Japanese market with a strong presence in the Neurology, Cardiovascular, Gastroenterology and Injectables segments.

South Africa

The South African pharmaceutical market is valued at about USD 3.5 billion with generics growing at 9% by value and 4% by volumes during FY 2015. Lupin's South African subsidiary Pharma Dynamics (PD) recorded revenues of ZAR 760 million (₹ 4,218 million), clocking in growth of 19% over the previous year. PD remains the 4th largest generics player & ranks amongst the top 20 pharmaceutical companies in South Africa with leadership in the Cardiovascular segment.

Mexico

Mexico is one of the fastest growing pharmaceutical markets valued at over USD 13.5 billion, growing at 9-10% annually (IMS Health). Lupin completed the integration of Laboratories Grin S.A. de C.V. (Grin) which we had acquired last fiscal. Grin is a specialty pharmaceutical company and the 4th largest ophthalmic player in Mexico. It is also the fastest growing player in the Mexican ophthalmic market and grew 7% by volumes and 16% by value during FY 2015. For 6 months consolidated, Grin registered revenues of MXP 227 million (₹ 984 million) this fiscal.

Australia

FY 2015 witnessed Lupin acquire the balance stake of 9% in Generic Health Pty Limited (GH) which is now a wholly

owned subsidiary of the Company. GH recorded revenues of AUD 26 million (₹ 1,372 million) during FY 2015.

Philippines

The Philippines pharmaceutical market is valued at USD 3.3 billion and grew by over 6% during FY 2015. Lupin's Philippines subsidiary Multicare Pharmaceuticals (Multicare) grew 26% as against the industry growth of 2.5%, generating revenues of PHP 1,148 million (₹ 1,584 million).

Europe

FY 2015 has been a year for new beginnings for Lupin in Europe (EU) with the Company establishing its new headquarters in Zug, Switzerland which would provide a strong central platform to develop and grow our EU business. FY 2015 saw us ramp up hiring and strengthen our EU leadership team across key functions like supply chain and regulatory affairs which are critical to our long-term growth strategy. The Company filed 5 marketing authorization applications and received 4 approvals during FY 2015; cumulative filings with EU authorities now stand at 62 with 52 approvals to date. Lupin's EU business clocked in sales of ₹ 3,279 million during FY 2015 as compared to ₹ 3,054 million the previous year.

ROW key markets

Geography	Currency	FY 2015	FY 2014	Growth
Japan	JPY million	23,709	21,399	11%
South Africa	ZAR million	760	638	19%
Australia	AUD million	26	30	-14%
Philippines	PHP million	1,288	1,336	-4%
Mexico	MXP million	227	NA	NA



Lupinytt at work at our Indore manufacturing facility, India

No.1

IN ANTI-TB SEGMENT
GLOBALLY

9%

CONTRIBUTION TO
OVERALL COMPANY
REVENUES

90%

CAPTIVE
CONSUMPTION OF APIs

GLOBAL ACTIVE PHARMACEUTICAL INGREDIENTS BUSINESS

THE GLOBAL API INDUSTRY IS ON THE UPSWING WITH FACTORS SUCH AS INCREASED GENERIC PENETRATION, PATENT EXPIRIES AND RISE IN OVERALL PHARMACEUTICAL CONSUMPTION.

The Indian pharmaceutical industry ranks amongst the top 5 API producers globally and accounts for over 30% of global production. India is one of the most preferred supplier of quality APIs globally given our rich research heritage, focus on cost optimization and strong quality track record.

Lupin's API legacy spans over four decades of having serviced the world's largest pharmaceutical companies. Deep vertical integration, scale and more importantly our investments in research, manufacturing and quality have helped us build a quality product pipeline. Coupled with better efficiencies, this has helped us sustain our leadership

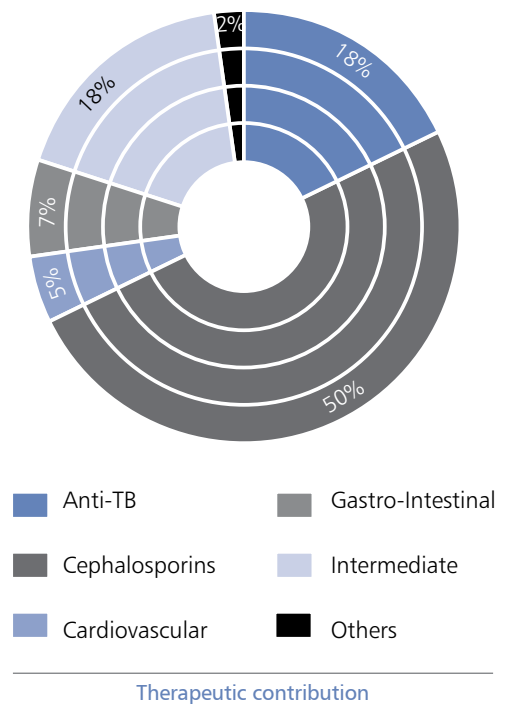
in key API segments globally and also grow our business meaningfully. Lupin's global API business generated revenues of ₹ 11,941 million during FY 2015 contributing 9% to global revenues. Exports constitute more than 65% of the total API sales by the Company.

FY 2015 saw the Company significantly expand its research product pipeline and invest in building new API facilities to address global demand. Lupin today is adopting green chemistry technologies with a focus on improving efficiencies, ensuring better quality and protecting the environment.



Lupinytt at work at our Tarapur manufacturing facility, India

The Company's API division has also made rapid progress in growing its value-added formulation business, its Principal-to-Principal (P2P) business as well as its Global Institutional Business (GIB). Lupin's P2P business leverages our expertise in API research and formulations development. The Company's P2P business launched several first-to-market products in India and emerged as a strong reliable supplier partner. The Company continues to be a leading supplier of Anti-TB products to the World Health Organization's Global Drug Facility (WHO). We have the unique distinction of being the only company to have both our APIs and formulations for TB products pre-qualified by the WHO. Lupin is also actively engaged with other global healthcare and development institutions such as Global Fund, PAHO, UNFPA, Stop-TB partnership and MSF to ensure access to effective and affordable medicines in high disease burden countries across Africa and Asia. We see our institutional business expanding in the future to include other therapeutic areas as we grow our partnerships with these global institutions to address healthcare challenges globally.





Scientist at Lupin Research Park near Pune, India

₹48,544

MILLION CUMULATIVE R&D SPEND OVER THE LAST 8 YEARS

10

PIPELINE OF NDDD/NCE PROGRAMS IN VARIOUS PHASES OF DRUG DISCOVERY & DEVELOPMENT

2,197

PATENTS FILED AS ON 31 MARCH, 2015

RESEARCH & DEVELOPMENT

Our investments in Research & Development of meaningful complex generics and areas such as Novel Drug Discovery & Development (NDDD) and Biotechnology over the last 8 years not only represents our global aspirations but are also an important indicator of the depth that we have been able to create; efforts, investments and innovation that are transformational in nature; heralding and hastening Lupin's ascendancy as a true research driven global pharmaceutical major.

Novel Drug Discovery & Development (NDDD)

Our pipeline of over 10 highly differentiated and innovative new chemical entities in therapies such as CNS disorders, Oncology, Immunology, Pain & Inflammation, Infections, Metabolic / Endocrine disorders continued to

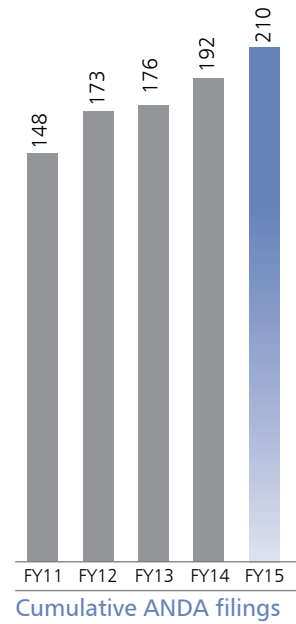
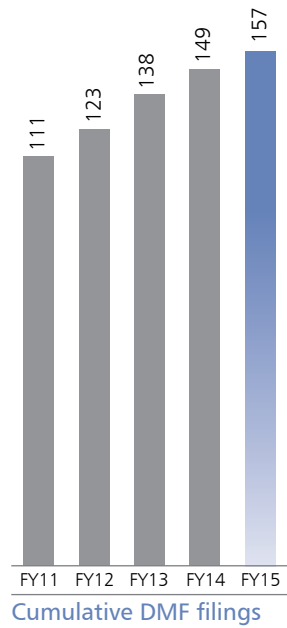
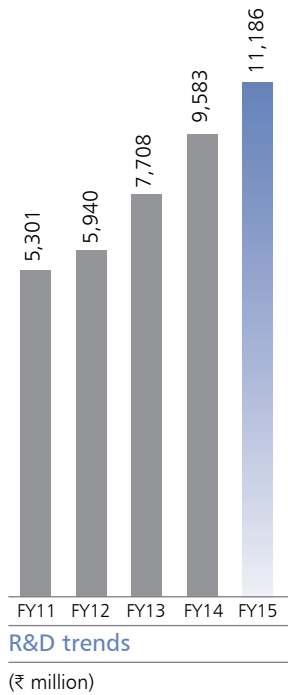
make rapid progress through various stages ranging from discovery to development.

Key Targets & Status

CNS: Symptomatic treatment for dementia with high therapeutic index and potential for disease-modification in long term. With Human safety established, Clinical Phase-II efficacy study in Alzheimer's disease patients ongoing in Europe.

Cancer: Highly differentiated anti-cancer treatment. Clinical translation & excellent safety demonstrated. Clinical Phase-I in progress in Europe in terminally ill patients (Lung Cancer & Colon Cancer).

Endocrine: Best-in-class 2nd generation "Precision Calcimimetic" for Chronic Kidney Disease (CKD) and



Primary Hyperparathyroidism (PHPT). Phase-I study conducted in Europe, successfully completed with approvable primary end-point met. Strong results, confirming good tolerability, excellent PK-PD correlation and good efficacy translation demonstrated.

Biotechnology Development Program

Over the last 7 years, 190 highly-qualified and passionate biotechnologists at the Lupin Biotech group have come a long way in their quest to develop and deliver high quality and affordable biosimilars. Lupin’s biosimilars pipeline today includes 12 blockbuster molecules addressing therapeutic indications such as Oncology, Anti-inflammatory, Anti-virals, Endocrinology, Ophthalmic and Diabetes. Our biotech product development and manufacturing operations conform to EMA, PMDA, WHO and Indian biosimilars guidelines. We are breaking new ground to ensure that we become the first Indian company to launch biosimilars in markets such as Japan; a stepping stone towards our mission of establishing Lupin as a global biosimilars player.

Highlights for FY 2015

- 2 biosimilars ready to launch in India under the brand names Lupifil® (Filgrastim) & Lupifil-P® (Peg-filgrastim)
- Initiated Phase-I clinical studies for 4 products; 2 out of 4 Phase-I studies successfully completed; 2 more studies are currently underway
- Pre-clinical and clinical development of our Etanercept biosimilar endorsed by PMDA (Japan) and EMA. Successfully completed Phase-I clinical trial in Japan. To initiate a multi-centric & comparative Phase-III clinical trials
- Filed 21 Indian patent applications; 13 PCT applications, 26 national phase applications in various regulated markets and published 26 publications

Pharmaceuticals & API Process Research

The Company’s Pharmaceuticals & API research program has been the primary growth driver fuelling Lupin’s

8.9%

R&D EXPENDITURE
OF NET SALES

18

ANDAs FILED
DURING THE YEAR

34

FIRST-TO-FILE PRODUCTS



*In a lab at Lupin Research Park
near Pune, India*

rise as a global generics and specialty pharmaceutical powerhouse. FY 2015 was also a year where we not only operationalized and ramped up infrastructure and resources at our new Inhalation facility in Florida, US, but also added Injectable product development capabilities at our global R&D hub near Pune, India. Existing product development facilities for areas such as Dermatology and Inhalation (MDIs, DPIs and Nasal Sprays) were also further strengthened. These investments not only indicate the Company's focus to create a highly differentiated global pipeline of complex generics and specialty pharmaceuticals but are a key pointer to Lupin's future earnings.

Highlights for FY 2015

- Filed 18 ANDAs, including 5 First-to-File (FTF) products with the US FDA receiving 12 approvals. Cumulative ANDA filings with the US FDA now stand at 210 with 111 approvals received to date. Lupin now has a total

of 34 FTF ANDAs which includes 15 exclusive FTF opportunities

- 5 MAAs filed with European regulators having received 4 approvals. Cumulative filings with European authorities now stand at 62 with the Company having received 52 approvals to date
- Filed 8 US DMFs (cumulative 157), 5 EDMFs, 5 CEP and 1 Japan DMF
- The team achieved further milestone payments of USD 10 million for 2 of its products that are being jointly developed with Medicis Pharmaceuticals Corporation

The Intellectual Property Management Group (IPMG)

One of the key drivers of Lupin's growth has been the ability of our IPMG to create, cultivate, leverage and



secure an ever growing high-value patents, product and research pipeline. Our successful litigations and patent challenges during FY 2015 are a pointer to how well we have been able to ensure that our research and technology assets remain protected. The Company settled 9 pending litigations that led to the eventual launch of the generic versions of Yaz[®], Lunesta[®], Cipro OS[®], Diovan[®], Exforge[®] and Eпивir[®] and the authorized generic for Celebrex[®].

In FY 2015, Lupin also filed 2 Exclusive first to file products for the generic versions of Minastrin[®] and Zorvolex[®] and had 3 shared first to file for the generic versions of Pradaxa[®], Latuda[®], Angeliq[®] (0.25 mg + 0.5 mg).

The Company also entered into a definitive distribution agreement with Salix Pharmaceuticals under which Salix granted Lupin the exclusive right to market, distribute

and sell certain Salix products in Canada. This includes immediate rights to distribute Zaxine[®] (Rifaximin) 550 mg tablets for reduction in risk of overt Hepatic Encephalopathy (HE) recurrence in patients 18 years of age or older, and Relistor[®] Subcutaneous Injection for the treatment of Opioid-Induced Constipation (OIC) in patients. Under the agreement, Lupin also has the option to exclusively market, distribute and sell other gastroenterology products in Salix's Canadian pipeline once approved by Health Canada.

During FY 2015, the Company filed 435 patent applications including 97 new inventions taking the cumulative total to 2,197 patents filed till date in India and other countries. This includes 45 formulations patents, 58 API/Process patents, 18 Biotech and 314 NCE patents. The Company received approvals for 12 formulations patents, 6 API patents, 1 Biotech patent and more importantly 3 NCE patents.



Tablet coating at our Goa manufacturing facility, India

13

MANUFACTURING
FACILITIES GLOBALLY

₹37,438

MILLION CUMULATIVE
CAPITAL EXPENDITURE OVER
THE LAST 8 YEARS

> 6,000

LUPINYTTS ENGAGED IN
MANUFACTURING AND
QUALITY

GLOBAL MANUFACTURING & SUPPLY CHAIN

SUSTAINED GROWTH IN THE PHARMACEUTICAL INDUSTRY IS A DIRECT FUNCTION OF THE QUALITY ONE HAS BEEN ABLE TO INSTILL INTO ONE'S TECHNICAL OPERATIONS BE IT RESEARCH, REGULATORY COMPLIANCE, PROCUREMENT, MANUFACTURING OR SUPPLY CHAIN.

The quality that we have instilled into our technical operations has helped us create a business second to none; one of the key differentiators that has made Lupin the global generics powerhouse it is today. This is a deep Quality ethic that drives 6,000+ Lupinytts spread across 13 world-class facilities in India, Japan & Mexico to deliver quality products globally.

All our manufacturing facilities are inspected and approved by leading pharmaceutical regulatory authorities like the US FDA, World Health Organization, MHRA (UK), TGA (Australia), MHLW (Japan), ANVISA (Brazil) and MCC (South Africa), to name a few. Today, Quality is institutionalized across all Lupin manufacturing facilities through varied mechanisms be it sophisticated systems and automation, training programs or enabling infrastructure. We build in Quality right from product

development to delivery; ensuring that we manufacture robust quality products using sound processes.

Lupin remains committed towards adopting best practices in Environment, Health and Safety for its global manufacturing operations, investing in technologies and initiatives that have helped us reduce, recover and recycle resources and inputs that would enable better environment management. A good example would be the fact that the Company used 51% of its incinerable organic waste as a substitute fuel thus reducing fossil fuel consumption during FY 2015. The Company also installed advanced waste water reverse osmosis units in various facilities to treat and recover around 1,000 kilolitres a day of waste water for utility operations thereby reducing fresh water consumption at our facilities. We continue to



Capsule filling in progress at Goa facility, India



Tablets under production at Mandideep facility, near Bhopal, India

set new formulations and API facilities and also ramp up existing manufacturing facilities and capacities to meet future demand. Capital expenditure for the Company stood at ₹ 7,582 million for FY 2015.

Lupin's Global Supply Chain Organization (GSCO) was set up to ensure that our products not only reach patients and our key customers "on-demand" and "in-time" but also to ensure that we put in place systems and advanced forecasting tools that enable us to plan and build capacities accordingly. Our fill ratios for the US, a key metric of our supply chain's ability to service some of our largest customers are the best in the industry, making Lupin a preferred and reliable supplier of generics to the US.

Highlights for FY 2015

- Lupin successfully cleared four US FDA inspections at our Indore and Aurangabad facilities as well as at our new formulations manufacturing site at Mihan, Nagpur
- The Company's manufacturing sites were also audited and approved by other regulators such as the MHRA (UK), TGA (Australia) and WHO (Geneva) during the year
- Initiated work in setting up new API manufacturing facilities at Vishakapatnam, Andhra Pradesh and added two

new multi-product API plants at our existing manufacturing facility in Dabhasa

- Expanded our new formulations manufacturing facilities in Goa increasing current formulations manufacturing capacities by 50%
- DISHA, the Company's initiative for operational excellence completed its third year. Key highlights:
 - Teams at Lupin's manufacturing plants are currently working on 80+ projects, targeting cost savings in excess of ₹ 1,000 million. These projects have already resulted in significant improvement in yields, reduction in changeover time and savings in utility consumption, etc. Two of our yield improvement projects have been shortlisted for QCI-DL Shah National Award under the Drugs & Pharmaceuticals category, one of the most prestigious operational excellence awards
 - Capability development of employees under DISHA has been a top priority. Through multiple sessions of Lean, Six Sigma, TPM, MOST, Investigator Training, the Company has now trained 48 Black Belts, 62 Green Belts, 9 Lean Experts and 25 Investigators. A total of 961 Lupinytts have been trained under the DISHA Initiative



Lupinytts at manufacturing operations, Jammu facility, India

> 15,000
LUPINYTTS GLOBALLY

31
YEARS - AVERAGE AGE
OF A LUPINYTT

> 3,000
LUPINYTTS COVERED UNDER
THE LUPIN STOCK OPTION PLAN

HUMAN RESOURCES

WITH A CULTURALLY DIVERSE TEAM OF OVER 15,000 EMPLOYEES ACROSS 21 GEOGRAPHIES, LUPIN HAS ESTABLISHED ITSELF AS ONE OF INDIA'S BEST PLACES TO WORK IN THE BIOTECH AND PHARMA SECTOR*.

What defines a successful company? Is it its position in the global market? Or the numbers at the bottom of a balance sheet? At Lupin, we have a different definition of success. We believe that the growth of our employees is the growth of our Company. When we enable them to reach their full potential, we create possibilities, for them, and for us as well. Their success, is our success. Everything else follows, naturally.

Lupin is more than just a company; it is a partnership. A joint effort to learn, grow and develop synergies, thereby pushing the boundaries of progress. We strive towards providing each of our employees the encouragement, support and avenues to realise their potential and achieve more than they thought was possible. This is the vision of our Human Resource function, a

fundamental goal that we pursue with passion. Each of our HR programs has been created to attract the best available talent, develop skills, enhance roles and responsibilities, and shape well-rounded individuals.

Our employee friendly work culture and unique recruitment programs such as Learn and Earn and Parichay, help to efficiently fill staffing gaps through astute sourcing and selection. Our on-boarding and induction initiatives, Udbhav and Buddy, assimilate new joiners faster, enhancing both stability and productivity; while initiatives such as the Spirit of Lupin – Values Program and PLEDGE – Corporate Governance program align our employees with Lupin's inherent value system and high moral standards. The success of these programs exemplify that our index of employee engagement is the unique employee experience that we

* Survey conducted by Great Place to Work institute® and the Economic Times.



create by providing relevant touch points during their early life in Lupin.

While attracting talent is critical, we also place equal emphasis on honing and growing their knowledge and skills and upgrading cross-functional alignment among Lupin's business teams. The industry is constantly evolving, and we want our employees to be the ones setting the pace. We provide employees with several enhancement, enrichment and enlargement opportunities through programs such as the Area Managers' Excellence program, ASCENT Top 100 Managers Leadership and Management Development Programs where we have partnered with leading academic institutions like the Indian Institute of Management, Ahmedabad, Manipal University, SP Jain Institute, Narsee Monjee Institute, and BITS, Pilani. The effectiveness of these programs hinges on their deep integration with business units and their specific requirements, and how they successfully meet these requirements.

We truly believe that our employees are the finest in the industry and they have consistently delivered exceptional performances and results. That is the reason that they are groomed for higher roles and more responsibility within the organisation. For a rapidly expanding company that is diversified both geographically and business-wise, we

need to foresee talent gaps and take pre-emptive measures to build a talent pipeline and make the organization future-ready. We believe that this can be achieved through empowerment of employees. We have developed a sophisticated learning and development process matrix that caters not only to each stage of an employee life-cycle, but is also specific to the requirements of a specific function, role, its nuances and demands. Several novel programs such as 'Leader Plus', 'Managers' Excellence Program' and the 'Business Leaders Program' have thus helped harness untapped potential and create future leaders.

We periodically review and strengthen our People practices, HR programs and Learning initiatives, to maximize organizational performance. Continuous employee development is viewed as a basic business input and is treated on par with investment in technology, research and manufacturing. We are also ensuring that our employees are deeply aligned with our organizational culture and values while never losing focus of our business objectives. Lupin has thus built an enviable talent powerhouse and churned out truly well-rounded individuals.

At Lupin, our constant endeavor is that our people feel invested in, and in turn, they invest in the Company, its growth and its mission.



Rural Woman after harvesting at a LHWRF Funded Agriculture Project

16
CSR CENTRES ACROSS INDIA

7
STATES

20
DISTRICTS

56
BLOCKS

3,463
VILLAGES

2.8
MILLION FAMILIES

CORPORATE SOCIAL OBLIGATION

IN 1988, THE LUPIN HUMAN WELFARE AND RESEARCH FOUNDATION (LHWRF) SET OUT ON ITS JOURNEY TO ALTER THE SOCIO-ECONOMIC LANDSCAPE OF RURAL INDIA BY BUILDING A SUSTAINABLE, REPLICABLE AND ACTIONABLE MODEL OF SOCIAL DEVELOPMENT.

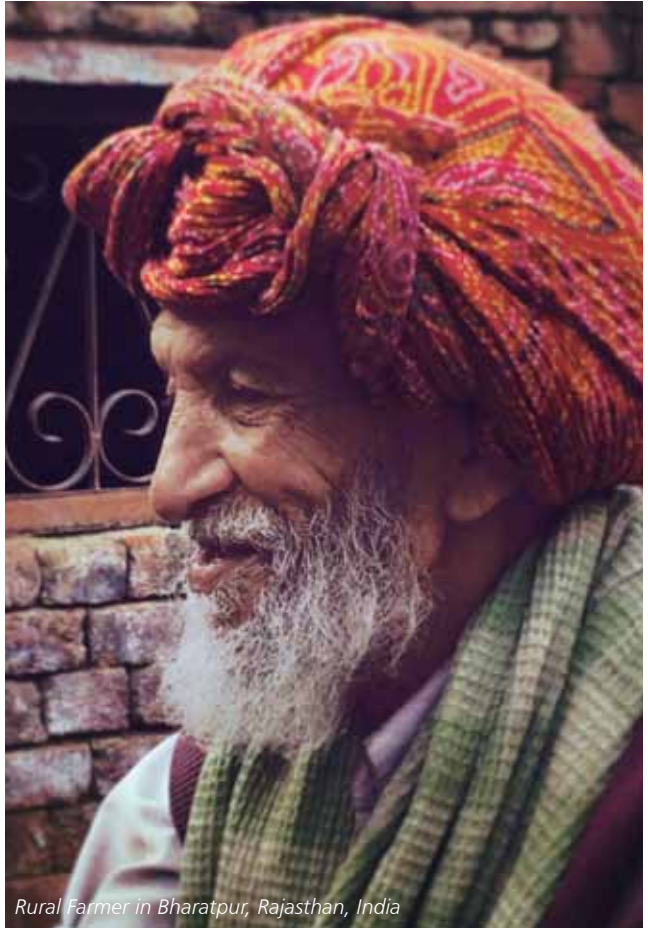
The LHWRF mission is simple, to ensure that we uplift families living below the poverty line in our rural hinterland.

It has been 26 years and we have come a long way. We have created efficient and sustainable programs that have become benchmarks which are being replicated not only by us but by like-minded institutions, governments and corporates through collaborations and partnerships. We are focused on finding ways to improve the Human Development Index (HDI) in the regions we cover with the

program design and timelines guided by the Millennium Development Goals (MDGs), which offer an appropriate framework for action. Today LHWRF reaches out to 2.8 million people living in 3,463 villages located in 56 blocks of 20 districts spread across 7 states. The Foundation operates through 16 hubs; Alwar and Bharatpur in Rajasthan; Nagpur, Tarapur, Aurangabad, Dhule, Nandurbar, Pune and Sindhudurg in Maharashtra; Bhopal and Dhar in Madhya Pradesh; Rishikesh in Uttarakhand; Dhargal in Goa; Dabhasha and Ankleshwar in Gujarat and Jammu in



Girl at a village school funded by LHWRF



Rural Farmer in Bharatpur, Rajasthan, India

Jammu and Kashmir. FY 2015 saw LHWRF not only set up 6 new hubs in areas around Lupin's manufacturing facilities but also further strengthen these by creating necessary manpower, infrastructure, management systems and processes to operationalize the same.

The key areas of focus for the LHWRF program are:

- Agriculture Development
- Promoting Livestock Development
- Rural Industries Promotion through Livelihood Hubs and Skill Development
- Leadership Development amongst Women through their Empowerment
- Providing Quality Health Services in remote areas
- Innovative interventions to make education effective
- Infrastructure Development and Natural Resource Management

Partners in Progress

We believe that transforming rural communities cannot be achieved by one organization or individual. Knowing that we need a much larger scale of operation to make meaningful impact, LHWRF works closely with government programs and other like-minded institutions. Over the years, we have been able to forge strong partnerships that have helped us reach out to more villages and rural families. From measures such as renovating Public Health Centres (PHCs) and Community Health Centres (CHCs), to working with the schools and education department for developing health and sanitation programs, LHWRF seeks out partners that it can align in its goals. These partnerships and programs are not only ensuring that progress and development reaches rural communities but also that we are taking the right steps along with the right partners in our journey towards a poverty free and progressive rural India.



Dear Shareowners,

Business Performance & Balance Sheet Highlights

FY 2015 was a strong year for Lupin where we not only continued to clock robust growth across key markets but also improved profitability and the overall quality of our business; a year of unlocking and delivering value for all our stakeholders. Consistent financial performance and value-creation that has not only made Lupin a benchmark across sectors but the best performing stock within the CNX NIFTY 50. The Company was also included in the Standard & Poor's Bombay Stock Exchange Sensitive Index (BSE SENSEX) which is recognition of the sustained value creation that we have done. Also called the BSE 30 or simply the SENSEX; it is a free-float market-weighted stock market index of 30 well-established and financially sound companies listed on BSE Limited.

- The Company recorded consolidated net revenues of ₹125,997 million in FY 2015, a CAGR of 21% over the last 5 years
- Earnings Before Interest, Tax, Depreciation and Amortization (EBITDA) grew by 24% to ₹38,593 million in FY 2015, a CAGR of 31% over the last 5 years
- Profit Before Tax (PBT) grew by 21% to ₹34,148 million during FY 2015, a CAGR of 33% over the last 5 years
- Net profit grew to ₹24,032 million in FY 2015; a CAGR of 29% over the last 5 years
- Our Reserves & Surplus increased to ₹87,842 million during FY 2015
- Net operating working capital increased to ₹30,980 million as on 31st March, 2015 as against ₹28,158 million in the previous year
- The Company continues to enjoy a debt-free status

Earnings per share, Dividend & Taxation

The Company recorded Earnings per Share (EPS) of ₹53.55 during FY 2015, up 31% from the previous year. The Board of Directors recommended a dividend of 375%.

We are happy to report that our sustained growth performance and our focus on operational excellence and cost leadership resulted in Lupin delivering outstanding shareholder returns of 116% during FY 2015 outperforming the BSE Sensex (25%) & BSE Healthcare Index (71%). The Company's market capitalization has more than doubled in the last 12 months.

The Company's effective tax rate for FY 2015 was 28% as compared to 34% for FY 2014.

Capital Allocation – Investing in our future

Capital Expenditure

We continue to invest in creating new manufacturing facilities and infrastructure as well as ramping up existing manufacturing facilities globally to build capacities to meet future demand. We are also investing in technology, automation and IT infrastructure to protect and ensure seamless business operations globally. The Company invested ₹ 7,909 million on capital expenditure during FY 2015.

Research & Development

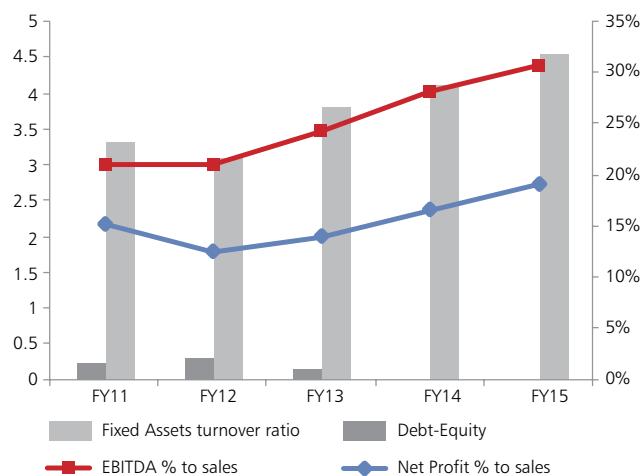
We believe in Research. Revenue expenditure on R&D increased to ₹ 10,988 million, 8.7% of Lupin's net sales globally, which in itself is an indicator of the value that we seek to create by investing in a global, quality pipeline of NCE's, Biosimilars and complex generic formulations.

Internal Control Systems & Information Technology (IT)

The Company continues to calibrate and fine-tune its business process & operations framework to build better efficiencies. These include automated internal business workflow and controls which integrate key functions such as research, technical operations, manufacturing, supply chain, integrating them with key support functions like marketing, sales, finance, regulatory affairs and HR. A key initiative launched during the year was the Lupin Enhanced Analytical Platform (LEAP), a program enabling enhanced reporting and analytics in real-time. The LEAP program is the implementation of Qlikview on Amazon cloud, which is an advanced new-generation Business Intelligence (BI) software platform. All of this backed up by a strong internal audit framework which monitors and controls all systems and processes and business groups ensuring compliance to financial norms and procedures, building financial control, accountability and integrity within our business ecosystem. We are ably assisted by Ernst and Young who are our internal auditors.

Risks, Concerns & Threats

Managing risk, be it competitive, financial or geo-political risks and navigating through an increasingly unpredictable and volatile economic environment globally has been the most business critical task for the financial services group within Lupin. Our continued investments in business intelligence, financial reporting, analysis and



Key financial ratios

forecasting systems has helped us identify such risks and come up with measures that have ensured business continuity and sustainability, while creating incremental value for shareholders and protecting company assets and intellectually property at the same time.

Lupin is a net exporter with over 70% of our revenues coming from exports to other markets and as such FY 2015 was a specially challenging year given foreign exchange fluctuations and volatility in oil prices, which have a direct bearing on input costs for us as an API and formulations manufacturer. Our hedging strategy for the short, mid and the long-term through forward exchange contracts helped minimize exchange volatility risk. We also had to tackle Industry challenges like rapid consolidation, heightened M&A activity within the generic and the pharmaceutical industry; a visible slowdown in product approvals and rapid customer consolidation in key markets like the US leading to additional price erosion. Our efforts at continuously de-risking global procurement; our ability to increase market shares for generics in key markets such as the US and our ability to service key customers globally not only helped us tackle these risks but enabled us to consolidate and build on our leadership credentials and sustain our growth momentum.

We are disciplined, we are responsible and we are committed to ensuring and delivering an increasingly "fail-safe" business; Ensuring that growth is not only protected but delivered by design.

Regards,

Ramesh Swaminathan
Chief Financial Officer
Lupin Limited

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EIGHT YEARS FINANCIAL SUMMARY

CONSOLIDATED BALANCE SHEET

₹ in million

As at March 31,	2008	2009	2010	2011	2012	2013	2014	2015
SOURCES OF FUNDS								
Shareholders' funds								
Equity Share Capital	820.8	828.2	889.4	892.4	893.3	895.1	896.8	899.0
Reserves and Surplus	11,976.0	13,420.0	24,788.9	31,918.4	39,235.6	51,146.7	68,418.9	87,841.6
	12,796.8	14,248.2	25,678.3	32,810.8	40,128.9	52,041.8	69,315.7	88,740.6
Minority Interest	94.5	142.5	254.9	515.1	722.9	594.5	669.4	241.0
Loan Funds								
Secured Loans	7,080.6	7,569.2	8,722.4	7,885.9	8,161.2	6,369.2	1,195.6	1,059.1
Unsecured Loans	4,948.2	4,663.5	2,676.1	3,738.0	8,229.8	5,275.7	5,341.8	4,312.1
	12,028.8	12,232.7	11,398.5	11,623.9	16,391.0	11,644.9	6,537.4	5,371.2
Deferred Tax Liabilities (net)	1,248.0	1,387.2	1,630.4	1,791.8	1,910.1	2,336.8	2,486.6	2,024.1
TOTAL	26,168.1	28,010.6	38,962.1	46,741.6	59,152.9	66,618.0	79,009.1	96,376.9
APPLICATION OF FUNDS								
Fixed Assets								
Gross Block	14,858.8	18,200.3	22,937.1	26,388.5	36,878.4	41,768.9	46,260.3	50,529.8
Less : Depreciation and Amortisation	4,697.5	6,188.3	7,072.2	9,075.1	14,421.8	16,840.4	19,283.0	23,329.0
Net Block	10,161.3	12,012.0	15,864.9	17,313.4	22,456.6	24,928.5	26,977.3	27,200.8
Capital Work-in-Progress (incl. Capital Advances)	963.8	2,239.7	3,578.7	5,319.3	4,973.7	3,909.0	4,110.2	6,745.3
	11,125.1	14,251.7	19,443.6	22,632.7	27,430.3	28,837.5	31,087.5	33,946.1
Goodwill on Consolidation	1,872.3	3,173.7	3,196.8	3,254.9	5,040.0	5,073.2	6,578.7	16,481.1
Investments	58.2	215.6	264.3	31.5	28.0	20.6	20.6	25.1
Deferred Tax Assets (net)	141.2	222.8	195.4	380.5	467.8	704.4	708.1	842.0
Other Assets								
Inventories	7,893.4	9,571.6	9,714.9	11,999.6	17,326.7	19,489.3	21,294.5	25,035.6
Receivables	7,439.0	9,179.7	11,265.7	12,556.4	17,800.1	21,869.9	24,641.0	26,565.7
Cash and Cash Equivalents (incl. Current investments)	2,741.8	777.7	2,015.3	4,201.4	4,024.7	4,348.8	9,739.1	21,372.4
Others	2,367.0	2,779.7	4,758.6	6,186.6	7,704.6	8,794.9	7,990.8	7,109.4
	20,441.2	22,308.7	27,754.5	34,944.0	46,856.1	54,502.9	63,665.4	80,083.1
Other Liabilities								
Liabilities	6,018.8	10,334.8	9,663.4	11,779.3	16,730.5	17,836.4	18,272.3	27,637.6
Provisions	1,451.1	1,827.1	2,229.1	2,722.7	3,938.8	4,684.2	4,778.9	7,362.9
	7,469.9	12,161.9	11,892.5	14,502.0	20,669.3	22,520.6	23,051.2	35,000.5
Net Other Assets	12,971.3	10,146.8	15,862.0	20,442.0	26,186.8	31,982.3	40,614.2	45,082.6
TOTAL	26,168.1	28,010.6	38,962.1	46,741.6	59,152.9	66,618.0	79,009.1	96,376.9

CONSOLIDATED STATEMENT OF PROFIT AND LOSS

₹ in million

Year ended March 31,	2008	2009	2010	2011	2012	2013	2014	2015
INCOME								
Sales (Gross)	29,007.4	38,428.9	48,009.5	57,421.7	70,017.2	95,235.3	111,671.2	126,932.2
Less : Excise Duty	666.4	479.0	273.2	353.5	420.2	619.0	804.8	935.1
Sales (net)	28,341.0	37,949.9	47,736.3	57,068.2	69,597.0	94,616.3	110,866.4	125,997.1
Other Operating Income	575.9	637.1	762.5	1,121.5	1,232.1	1,796.7	1,999.3	1,703.0
Other Income	211.3	125.5	351.1	221.9	143.5	278.5	1,164.8	2,397.5
Total Income	29,128.2	38,712.5	48,849.9	58,411.6	70,972.6	96,691.5	114,030.5	130,097.6
EXPENDITURE								
Cost of Materials	11,638.0	16,043.1	19,694.2	22,379.3	26,039.0	35,485.0	38,173.8	41,570.4
Employee Benefits Expense	3,076.0	4,871.3	5,871.5	7,675.6	9,695.3	12,666.2	14,646.5	17,473.4
Manufacturing and Other Expenses	7,991.2	10,359.2	13,303.3	16,356.4	20,647.7	25,562.9	30,017.5	32,460.4
Total Expenses	22,705.2	31,273.6	38,869.0	46,411.3	56,382.0	73,714.1	82,837.8	91,504.2
Profit before Interest, Depreciation and Tax	6,423.0	7,438.9	9,980.9	12,000.3	14,590.6	22,977.4	31,192.7	38,593.4
Finance Cost	373.5	498.6	384.9	344.8	354.7	409.5	266.5	98.1
Depreciation and Amortisation	647.4	879.9	1,239.1	1,711.8	2,275.2	3,321.9	2,609.7	4,347.0
Profit before Tax	5,402.1	6,060.4	8,356.9	9,943.7	11,960.7	19,246.0	28,316.5	34,148.3
Current Tax	1,022.6	727.0	1,109.8	1,176.3	2,756.2	5,829.0	9,536.0	10,041.6
Deferred Tax	180.6	106.2	250.4	(26.5)	329.4	12.6	85.5	(337.6)
Fringe Benefit Tax	114.8	149.8	-	-	-	-	-	-
Net Profit before Minority Interest and Share of Loss in Associates	4,084.1	5,077.4	6,996.7	8,793.9	8,875.1	13,404.4	18,695.0	24,444.3
Minority Interest	1.3	28.6	111.6	148.4	198.6	262.8	331.3	411.9
Share of Loss in Associates	0.3	33.4	68.8	20.0	-	-	-	-
Net Profit	4,082.5	5,015.4	6,816.3	8,625.5	8,676.5	13,141.6	18,363.7	24,032.4

Note : Figures are suitably regrouped to make them comparable.

DIRECTORS' REPORT

To the members

Your Directors have pleasure in presenting their report on the business and operations of your Company for the year ended March 31, 2015.

Financial Results

	(₹ in million)			
	Standalone		Consolidated	
	2014-15	2013-14	2014-15	2013-14
Sales (Gross)	97050.5	88576.6	126932.2	111671.2
Profit before interest, depreciation and tax	35538.8	33277.1	38593.4	31192.7
Less: Interest and finance charges	49.0	209.9	98.1	266.5
Less: Depreciation and amortisation	3367.9	1676.3	4347.0	2609.7
Profit before tax	32121.9	31390.9	34148.3	28316.5
Less: Provision for taxation (including deferred tax)	8148.4	8148.7	9704.0	9621.5
Net Profit before Minority Interest	23973.5	23242.2	24444.3	18695.0
Less: Minority Interest	-	-	411.9	331.3
Net Profit	23973.5	23242.2	24032.4	18363.7
Add: Surplus brought forward from previous year	46646.6	28539.2	44401.0	31172.1
Amount available for Appropriation	70620.1	51781.4	68433.4	49535.8
Appropriations:				
Depreciation adjustment on transition to Schedule II of the Companies Act, 2013	610.8	-	610.8	-
Transfer to General Reserve	-	2500.0	-	2500.0
Interim Dividend on Equity Shares	-	1345.0	-	1345.0
Proposed final dividend on Equity Shares	3371.2	1345.1	3371.2	1345.1
Dividend on Equity Shares for previous year	0.5	1.1	0.5	1.1
Reversal of Corporate Tax on Final Dividend for previous years (In terms of Section 115-O/115BBD of the Income Tax Act, 1961)	-	(304.2)	-	(304.2)
Corporate Tax on dividend	686.4	247.8	686.4	247.8
Balance carried to Balance Sheet	65951.2	46646.6	63764.5	44401.0
	70620.1	51781.4	68436.7	49535.8

Performance Review

Your Company touched new heights in terms of sales and profits for the year ended March 31, 2015. Consolidated sales clocked ₹ 126932.2 million as against ₹ 111671.2 million of the previous year, higher by 13.7%. International markets accounted for 73% of sales. Profit before interest, depreciation and tax increased by 23.7% at ₹ 38593.4 million as against ₹ 31192.7 million in the previous year. Profit before tax was ₹ 34148.3 million, higher by 20.6% over the previous year. After providing for taxes and minority interest, net profit was ₹ 24032.4 million, higher by 30.9% over the previous year. Earnings per share was ₹ 53.54.

Dividend

Your Directors are pleased to recommend dividend at ₹ 7.50 per equity share of ₹ 2/- each, absorbing an amount of ₹ 3371.2 million. Corporate tax on the proposed dividend was ₹ 686.3 million and ₹ 0.1 million on dividend for the previous year.

Share Capital

During the year, the paid-up equity share capital of your Company rose by ₹2.2 million consequent to the allotment of 1,112,531 equity shares of ₹2/- each to eligible employees on exercise of stock options under the 'Lupin Employees Stock Option Plan 2003', 'Lupin Employees Stock Option Plan 2005', 'Lupin Subsidiary Companies Employees Stock Option Plan 2005', 'Lupin Employees Stock Option Plan 2011' and 'Lupin Subsidiary Companies Employees Stock Option Plan 2011'.

Credit Rating

ICRA Limited (ICRA) had assigned the rating "ICRA A1+" (pronounced 'ICRA A one Plus') for the Company's short-term credit facilities of ₹13100 million and "ICRA AA+" (pronounced 'ICRA double A Plus') for long-term credit facilities of ₹1900 million. During the year, ICRA upgraded the rating of long-term credit facilities from "ICRA AA+" to "ICRA AAA" (pronounced 'ICRA triple A'), indicating the highest degree of safety regarding timely servicing of financial obligations. The outlook on the long-term rating is 'Stable'. ICRA affirmed the rating of "ICRA A1+" for short-term credit facilities which is the highest rating.

ICRA had assigned the rating "ICRA AA+" to the Company's Non-Convertible Debenture programme of ₹1000 million. ICRA also upgraded the same from 'ICRA AA+' to 'ICRA AAA', indicating the highest degree of safety regarding timely servicing of financial obligations. The outlook on the rating is 'Stable'.

Acquisitions

In its strategy to pursue inorganic growth for further accelerating its progress and expanding its presence in select geographies, the following acquisitions were made: -

Lupin acquired the entire shareholding of Laboratorios Grin, S.A. de C.V., Mexico, ('Lab Grin'), a 60-year old company specializing in ophthalmics. Lab Grin was ranked 4th in the ophthalmics segment in the Mexican market, commanding 11% market share with a CAGR of 10%. It has superior brand recognition, an outstanding reputation with the medical community, a state-of-the-art manufacturing facility, highly regarded management team and attractive profit margins. The acquisition would add value in the ophthalmic pharmaceutical and ophthalmic vision care segments.

The Company held 60% stake in Pharma Dynamics (Proprietary) Ltd., South Africa (Pharma Dynamics), a subsidiary of the

Company. The balance 40% was held by the 'Anley Group' which had a 'Put Option' to sell its stake to the Company. The minority shareholders exercised their 'Put Option' and accordingly, Pharma Dynamics has become a wholly-owned subsidiary of the Company as on March 31, 2015. Payment under 'Put Option' is based on the audited financials as on March 31, 2015, reconciliation of the EBIDTA and net cash as also subject to due diligence. This acquisition represents significant foreign investment into South Africa and is a major vote of confidence in the business. It would add additional global muscle to the operations of Pharma Dynamics and support the next phase of growth for the Company.

Subsidiary Companies/Joint Venture

As on March 31, 2015, the Company had 23 subsidiaries and a joint venture.

On April 23, 2014, the Company through its wholly-owned subsidiary entered into a joint venture, YL Biologics Ltd., Japan, with Yoshindo Inc., Japan, for clinical development of Biosimilars. Max Pharma Pty Ltd., Australia, was liquidated on December 17, 2014.

Pursuant to the first proviso to Section 129(3) of the Companies Act, 2013 and Rules 5 and 8(1) of the Companies (Accounts) Rules, 2014, the salient features of the financial statements, performance and financial position of each subsidiary and a joint venture is given in Form AOC - 1 as **Annexure 'A'** to this Report.

The Company has framed a policy for determining material subsidiaries, which has been uploaded on the Company's website (web link: http://www.lupin.com/pdf/Policy_for_determining_material_subsidiaries.pdf).

Management Discussion and Analysis

A detailed Management Discussion and Analysis forms part of this Annual Report.

Corporate Governance

A Report on Corporate Governance forms part of this Annual Report. The Auditors' certificate certifying compliance with the conditions of Corporate Governance under Clause 49 of the Listing Agreement is also annexed to this Report.

Business Responsibility Report

In compliance with Clause 55 of the Listing Agreement, the

Business Responsibility Report forms part of this Annual Report.

Corporate Social Responsibility

Long before the Corporate Social Responsibility (CSR) concept formally came into vogue, the Company, through its CSR arm, Lupin Human Welfare and Research Foundation (LHWRF), has been promoting numerous sustainable rural development programmes across chosen geographies with a view to improve the human development indices. LHWRF which was set up in 1988 has collaborated with various institutions, governments, individuals, visionaries and domain experts on multiple projects to ensure growth and progress of the rural poor.

Pursuant to the provisions of Section 135 of the Companies Act, 2013 read with Companies (Corporate Social Responsibility Policy) Rules, 2014, during the year, the Company ought to have spent ₹396 million on CSR activities. The actual spend was ₹126 million. The Company broadly undertakes the following CSR activities: -

- Rural development activities at various locations (including local areas near the plants of the Company);
- Learn and Earn programme which is aimed at providing opportunity to worthy students who are not financially capable of pursuing their graduation; and
- TB detection.

The Board is committed to help the poorest of the poor and the marginalised sections of the society at large and has plans to increase CSR expenses especially in the areas of TB detection, medical camps, etc. The Company also intends to undertake deeper and sustainable long-term projects such as Hospitals or Universities or similar institutions which shall increase its CSR spend manifold in the coming years.

Details of CSR activities are given in **Annexure 'B'** to this Report. The policy on CSR as approved by the Board has been uploaded on the Company's website www.lupin.com.

Directors' Responsibility Statement

Pursuant to the provisions of Section 134(3)(c) of the Companies Act, 2013 (Act), your Directors confirm: -

- i) that in the preparation of the annual financial statements for the year ended March 31, 2015, the applicable accounting standards have been followed along with proper explanations relating to material departures;
- ii) they had selected such accounting policies and applied

them consistently and made judgments and estimates that are reasonable and prudent so as to give a true and fair view of the state of affairs of your Company at the end of the financial year March 31, 2015 and of the profit of your Company for that year;

- iii) that proper and sufficient care has been taken for the maintenance of adequate accounting records in accordance with the provisions of the Companies Act, 2013 for safeguarding the assets of the Company and for preventing and detecting fraud and other irregularities;
- iv) that the annual financial statements have been prepared on a going concern basis;
- v) that they had laid down proper internal financial controls and that the same are adequate and were operating effectively; and
- vi) they had devised proper systems to ensure compliance with the provisions of all applicable laws and that such systems were adequate and operating effectively.

Directors

The Company, led by the Board of Directors and a strong senior management team, is poised to enter higher orbits of growth. In this direction, the Board at its meeting held on May 13, 2015, re-appointed Dr. Desh Bandhu Gupta, Chairman, for a period of five years, effective January 1, 2016, Dr. Kamal K. Sharma, Vice Chairman, for a period of two years, effective September 29, 2015 and Mrs. M. D. Gupta, Executive Director, for a period of five years, effective January 1, 2016, on such terms and conditions as may be finalised and subject to approvals of the Members and such approvals as may be necessary.

Dr. Gupta has displayed leadership of exceptionally high order and provided the Company, the benefit of his insight into the pharmaceutical industry, business acumen and vast experience. Under his stewardship, the Company has grown exponentially and is poised to seek newer heights in the years to come. Dr. Sharma has effectively led the team and as Vice Chairman, is involved in setting vision of the Company, building strategy and mentoring the management team. Mrs. Gupta is one of the promoters of the Company with intimate knowledge of the working of the Company, wide business experience and expertise.

Pursuant to the provisions of Section 152 of the Companies Act, 2013, ('Act') Ms. Vinita Gupta, Director, retires by rotation at the forthcoming Annual General Meeting and is eligible for re-appointment.

Pursuant to the provisions of Sections 149, 152 read with Schedule IV of the Act and Rules made thereunder, Dr. Vijay Kelkar, Mr. R. A. Shah, Mr. Richard Zahn, Dr. K. U. Mada and Mr. Dileep C. Choksi are being appointed as Independent Directors of the Company for a fresh term of five years by passing Special Resolutions. Dr. Kelkar, Mr. Shah, Mr. Zahn, Dr. Mada and Mr. Choksi have given declarations that they meet the criteria of independence as prescribed under Section 149(6) of the Act and Clause 49 of the Listing Agreement.

During the year, four Board meetings were held viz. on May 7, 2014, July 30, 2014, October 28, 2014 and February 3, 2015, the details of which are given in the Corporate Governance Report.

Board Evaluation

In compliance with the provisions of Section 134(3)(p) of the Companies Act, 2013, the Board carried out an annual evaluation of its own performance and individual directors. It also evaluated the performance of the Audit, Nomination & Remuneration, Stakeholders Relationship and Corporate Social Responsibility Committees. The evaluation inter alia covered different aspects viz. composition of the Board and its Committees, qualifications, experience, expertise, leadership qualities, attendance at the meetings, contribution, responsibilities shouldered etc. In compliance with Clause 49(1)(D)(2)(i) of the Listing Agreement, the Board monitors and reviews the Board evaluation framework.

Audit Committee

The Audit Committee comprises Dr. K. U. Mada, Chairman and Mr. Dileep C. Choksi, independent directors, and Dr. Kamal K. Sharma, Vice Chairman of the Company. The functions performed by the Audit Committee and the particulars of meetings held and attendance thereat are given in the Corporate Governance Report.

Nomination and Remuneration Policy

The Company has a Nomination and Remuneration Policy. In compliance with the provisions of Sections 134(3)(e) and 178 of the Companies Act, 2013 and Clauses 49(II)(B) (5) and 49(IV)(B) of the Listing Agreement, the Nomination & Remuneration Committee:

- i) has formulated criteria for determining qualifications, positive attributes and independence of a director;
- ii) identifies persons who are qualified to become directors or may be appointed in Senior Management in accordance

with criteria laid down and recommend to the Board their appointment and removal;

- iii) recommends to the Board, Policy relating to remuneration for directors, KMP and other employees;
- iv) has formulated the evaluation criteria for performance evaluation of independent directors and the Board;
- v) carries out evaluation of every director's performance and the Board; and
- vi) devises a policy on Board diversity.

Related Party Transactions

All related party transactions entered into during the financial year were on an arm's length basis and in the ordinary course of business. No related party transaction was in conflict with the interest of the Company. Material related party transactions were entered into by the Company only with its subsidiaries. No materially significant related party transaction was made by the Company with the Key Managerial Personnel. As prescribed by Section 134(3)(h) of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014, particulars of related party transactions are given in Form AOC-2, as **Annexure 'C'** to this Report. The policy on Related Party Transactions as approved by the Board has been uploaded on the Company's website www.lupin.com and web link for which is http://www.lupin.com/pdf/POLICY-RELATED_PARTY_TRANSACTIONS.pdf.

Risk Management

In terms of Clause 49(VI) of the Listing Agreement, the Board constituted a Risk Management Committee. The details of the Committee and its terms of reference are set out in the Corporate Governance Report. Ernst & Young LLP were appointed to assist the Company in implementing the Risk Management framework in a formal manner.

We are pleased to inform you that your Company has been awarded 'Firm of the Year' in the pharmaceutical sector at the India Risk Management awards by ICICI Lombard and CNBC - TV18.

Particulars of loans/guarantees/investments/securities

Pursuant to the provisions of Section 134(3)(g) of the Companies Act, 2013 (Act), particulars of loans/guarantees/investments/securities given under Section 186 of the Act are given in the notes to the Financial Statements forming part of the Annual Report.

Conservation of Energy, Technology Absorption and Foreign Exchange Earnings and Outgo

The particulars as prescribed by Section 134(3)(m) of the Companies Act, 2013 read with Rule 8 of the Companies (Accounts) Rules, 2014 relating to conservation of energy, technology absorption and foreign exchange earnings and outgo are given in **Annexure 'D'** to this Report.

Human Resources

Human Resources are invaluable assets of the Company. In the survey conducted by 'Great Place to Work®' and 'The Economic Times', for four years in a row, your Company has been rated amongst the **TOP TWO 'Best Companies to Work for in the Biotechnology and Pharmaceutical Sector'**. It also achieved the distinction of being included in the list of **India's TOP 50 Best Companies to Work for** across all industries for the last two years. This recognition is a true testimony of superior people practices, pride of the employees as also overall employee orientation. The Company firmly believes that people are its most valued resource and their efficiency plays a key role in achieving set goals and building a competitive work environment. The Company regularly conducts several programmes across various levels which include development programmes and employee-friendly policies, in order to attract, retain and develop best available talents.

Employees Stock Options

Pursuant to the provisions of the Securities and Exchange Board of India (Share-Based Employee Benefits) Regulations, 2014, the details of stock options granted by the Company during the year ended March 31, 2015 are given in **Annexure 'E'** to this Report.

Vigil Mechanism/Whistleblower Policy

In compliance with the provisions of Section 177(9) of the Companies Act 2013 read with Rule 7 of the Companies (Meetings of Board and its Powers) Rules, 2014 and Clause 49(II)(F) of the Listing Agreement, your Company has in place a 'Whistleblower Policy,' which provides an opportunity to the directors and employees to raise concerns about unethical and improper practices or any other wrongful conduct in or in relation to the Company. The details of the Whistleblower Policy are stated in the Corporate Governance Report and the said Policy has been uploaded on the Company's website www.lupin.com.

Particulars of Employees

Particulars of employees required to be furnished pursuant to

the provisions of Section 197 of the Companies Act, 2013 (Act), read with Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given as an Annexure to this Report. However, pursuant to the provisions of Section 136 of the Act, the Report and Accounts are being sent to all the Members excluding the aforesaid Annexure. Members, who are interested in the information, may write to the Company Secretary at the registered office of the Company.

The statement of particulars of appointment and remuneration of managerial personnel pursuant to Rule 5 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 are given in **Annexure 'F'** to this Report.

Auditors

At the 32nd Annual General Meeting (AGM), the Members appointed Deloitte Haskins & Sells LLP, Chartered Accountants, as Statutory Auditors of the Company, for a period of two years till the conclusion of the 34th AGM, subject to ratification by the Members at the 33rd AGM.

Pursuant to the provisions of Sections 139(1) and 141 of the Companies Act, 2013 (Act), the Company has received a Certificate from Deloitte Haskins & Sells LLP, certifying that if they are appointed as Auditors, their appointment would be as per the conditions prescribed by the said Sections.

Pursuant to the provisions of Section 139 of the Act read with Rule 6 of the Companies (Audit and Auditors) Rules, 2014, the Members will ratify the appointment of Deloitte Haskins & Sells LLP, as Statutory Auditors of the Company, from the conclusion of the 33rd AGM till the conclusion of the 34th AGM or any adjournment thereof.

Internal Audit

Ernst & Young LLP, Mumbai, are the Internal Auditors of the Company. During the year, the Company appointed KPMG to conduct internal audit of a few of its international subsidiaries.

The Company has also appointed local Chartered Accountants firms as Internal Auditors to conduct audit of Carrying & Forwarding Agents and Central Warehouses.

Cost Auditors

Pursuant to the provisions of Section 148 of the Companies Act, 2013 read with the Companies (Cost Records and Audit) Amendment Rules, 2014, the cost audit records are required to be audited. Your Directors, on the recommendation of the Audit Committee, appointed Mr. S. D. Shenoy, practising Cost

Accountant (FCMA, Membership No.8318), to audit the cost accounts of the Company for the financial year 2015 -16 on a remuneration of ₹500,000/- plus applicable taxes and out of pocket expenses. In terms of Rule 14 of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the Members. Accordingly, a Resolution seeking ratification by the Members for the remuneration payable to Mr. Shenoy has been included in the Notice convening the 33rd Annual General Meeting.

Pursuant to Rule 5 of the Companies (Cost Audit Report) Rules, 2011, the Cost Audit Report (in XBRL mode) for 'Pharmaceutical Products' and 'Prepared Food Products', for the year ended March 31, 2014, was filed with the Central Government on September 24, 2014, well within the prescribed time.

Secretarial Audit

Pursuant to the provisions of Section 204 of the Companies Act, 2013 and Rule 9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company appointed Ms. Neena Bhatia, Company Secretary in Practice, to undertake the Secretarial Audit of the Company.

The Secretarial Audit Report is given in **Annexure 'G'** to this Report. There is no qualification in the said Report.

Extract of Annual Return

Pursuant to the provisions of Section 92 (3) of the Companies Act, 2013, extract of the Annual Return in Form MGT-9 is given in **Annexure 'H'** to this Report.

Acknowledgements

Your Directors commend all employees of the Company for their hard work, continued dedication, commitment and significant contributions. Your Directors also wish to express their gratitude to the Central and State governments, members, analysts, banks, financial institutions, business associates, customers, medical professionals, distributors and suppliers, for their continued and whole-hearted support.

For and on behalf of the Board of Directors

Dr. Desh Bandhu Gupta
Chairman
Mumbai, May 13, 2015

ANNEXURE 'A' TO THE DIRECTORS' REPORT

FORM NO. AOC - 1

Statement containing salient features of the financial statement of subsidiaries/associate companies/joint ventures [Pursuant to the first proviso to sub-section (3) of Section 129 read with Rule 5 of Companies (Accounts) Rules, 2014].

Part 'A' Subsidiaries

(₹ in million)

Name of the Subsidiary	Lupin Pharmaceuticals Inc., U.S.A.	Lupin Pharmaceuticals Inc., U.S.A.	Kyowa Pharmaceutical Industry Co., Limited, Japan	Lupin Australia Pty Limited, Australia	Lupin B.V., Netherlands	Lupin Holdings B.V., Netherlands	Pharma Dynamics (Proprietary) Limited, South Africa	Pharma GmbH, Germany	Hormosan Pharma GmbH, Germany	Multicare Pharmaceuticals Inc., Philippines	Lupin (Europe) Limited, U.K.	Lupin Canada Limited, Canada	Generic Health Pty Limited, Australia	Bellweather Pharma Pty Limited, Australia	Max Pharma Pty Limited, Australia	Lupin Mexico S.A. de C.V., Mexico	Lupin Philippines Inc., Philippines	Lupin Health Limited, India	Generic Health SDN. BHD., Malaysia	Kyowa CritCare Co., Limited, Japan	Lupin Middle East FZ-LLC, U.A.E.	Lupin Inc., U.S.A.	Lupin GmbH, Switzerland	Lupin Farmaceutica do Brasil Ltda, Brazil (formerly known as Farma World Importacao E Exportacao De Medicamentos Ltda-EPP, Brazil)	Nanami B.V., Netherlands	Laboratorios Grin S.A. de C.V., Mexico (w.e.f October 1, 2014)	
Reporting period for the subsidiary concerned, if different from the holding company's reporting period	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	April 1, 2014 to December 17, 2014	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	September 30, 2014 to March 31, 2015
Reporting currency and Exchange rate as on the last date of the relevant Financial year in the case of foreign subsidiaries	US \$ and Exchange Rate is INR 62.50 for 1 US \$	AU \$ and Exchange Rate is INR 47.54 for 1 AU \$	JPY and Exchange Rate is INR 52.13 for 100 JPY	AU \$ and Exchange Rate is INR 47.54 for 1 AU \$	AU \$ and Exchange Rate is INR 47.54 for 1 AU \$	AU \$ and Exchange Rate is INR 47.54 for 1 AU \$	ZAR and Exchange Rate is INR 5.12 for 1 Euro ZAR 1	Euro and Exchange Rate is INR 67.19 for 1 Euro	Euro and Exchange Rate is INR 67.19 for 1 Euro	PHP and Exchange Rate is INR 1.40 for PHP 1	US \$ and Exchange Rate is INR 62.50 for 1 US \$	GBP and Exchange Rate is INR 92.47 for 1 GBP	CAD and Exchange Rate is INR 49.03 for 1 CAD	AU \$ and Exchange Rate is INR 47.54 for 1 AU \$	AU \$ and Exchange Rate is INR 52.18 for 1 AU \$ as on December 17, 2014	MXN \$ and Exchange Rate is INR 4.10 for MXN \$ 1	PHP and Exchange Rate is INR 1.40 for PHP 1	INR	RM and Exchange Rate is INR 16.88 for RM 1	JPY and Exchange Rate is INR 52.13 for 100 JPY	AED and Exchange Rate is INR 17.02 for AED 1	US \$ and Exchange Rate is INR 62.50 for 1 US \$	US \$ and Exchange Rate is INR 62.50 for 1 US \$	BRL and Exchange Rate is INR 19.22 for BRL 1	Euro and Exchange Rate is INR 67.19 for 1 Euro	MXN \$ and Exchange Rate is INR 4.10 for MXN \$ 1	
Share Capital	624.2	33.3	34.9	33.3	6720.3	0.5	8.1	163.7	8.1	105.5	115.9	20.0	155.5	1344.3	264.5	125.1	52.1	59.9	26.2	3.6	124.3	32.3	3.1	1.3	57.0	1.6	854.2
Reserves and Surplus	548.5	6629.7	13815.3	2.19	15905.9	1908.7	715.8	871.4	715.8	385.8	6159.0	160.5	190.1	1218.6	272.9	125.1	41.0	14.5	52.6	1586.5	24.5	1743.8	96.3	71.5	132.9	(190.4)	
Total Assets	24544.8	23372.1	7150.7	0.5	6153.6	578.0	871.4	871.4	871.4	1079.3	12488.2	544.8	46.8	663.9	Nil	Nil	11.2	88.7	78.8	3283.0	8.6	3611.7	266.5	74.9	2037.9	110.7	
Total Liabilities	23372.1	7150.7	0.5	0.5	6153.6	578.0	871.4	871.4	871.4	588.0	6223.3	685.3	81.4	538.2	8.4	Nil	0.1	43.3	0.0	1572.2	0.8	1864.8	168.9	89.4	299.5	1050.8	
Investments (Other than in subsidiaries and jointly controlled entities)	Nil	0.2	Nil	Nil	Nil	Nil	0	0	0	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	0.2	Nil	Nil	Nil	Nil	Nil	Nil	
Turnover	53647.1	10222.0	430.8	4218.1	1061.0	236.7	236.7	236.7	236.7	1584.3	1998.1	519.3	Nil	1371.5	Nil	Nil	Nil	192.6	Nil	3100.9	Nil	954.2	456.3	Nil	50.9	984.1	
Profit/(Loss) before Taxation	1198.1	1396.4	563.7	1147.6	236.7	236.7	236.7	236.7	236.7	256.8	3027.3	10.3	68.6	203.7	Nil	5.7	12.0	5.3	0.4	90.1	11.2	980.0	9.2	60.5	145.6	(205.9)	
Provision for taxation	542.4	487.4	200.0	336.8	Nil	336.8	Nil	336.8	336.8	73.9	0.1	2.8	0.9	Nil	Nil	Nil	Nil	1.8	Nil	37.0	Nil	184.0	6.4	Nil	44.4	Nil	
Profit/(Loss) after Taxation	655.7	909.0	363.7	810.8	236.7	236.7	236.7	236.7	236.7	182.9	3027.4	13.1	69.5	203.7	Nil	5.7	12.0	3.5	0.4	53.1	11.2	1164.0	2.8	60.5	101.2	(205.9)	
Proposed Dividend	1235.4	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	
% of shareholding	100%	100%	100%	100%	100%	100%	100%	100%	100%	51%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%	100%

Notes:

- 1) Lupin Mexico S.A. de C.V., Mexico, Lupin Healthcare Limited, India, Generic Health SDN. BHD., Malaysia, Lupin Middle East FZ-LLC, U.A.E., Lupin Farmaceutica Do Brasil LTDA, Brazil have not yet commenced commercial operations.
- 2) Max Pharma Pty Limited, Australia was liquidated w.e.f. December 17, 2014.
- 3) The shares of Lupin Pharmaceuticals Inc., U.S.A. are held by Lupin Inc., U.S.A. (97 %) and Lupin Limited (3 %).
- 4) The entire shareholding in Lupin Pharma Canada Limited, Canada, Generic Health Pty Limited, Australia, Pharma Dynamics Pty Limited, South Africa, Lupin Mexico S.A. de C.V., Mexico, Kyowa Pharmaceutical Industries Co., Limited, Japan, Hormosan Pharma GmbH, Germany, Generic Health SDN. BHD., Malaysia, Lupin Farmaceutica do Brasil LTDA, Brazil (formerly known as Farma World Importacao E Exportacao De Medicamentos Ltda- EPP, Brazil) and Lupin Philippines Inc., Philippines are held by Lupin Holdings B.V., Netherlands, the wholly-owned subsidiary of the Company.
- 5) Lupin Holdings B.V., Netherlands, the wholly-owned subsidiary of the Company holds 51% shares of Multicare Pharmaceutical Philippines Inc., Philippines.
- 6) The shares of Bellwether Pharma Pty Limited, Australia are held by Generic Health Pty Limited, Australia, a wholly-owned subsidiary of the Company.
- 7) The shares of Kyowa Criticare Co., Limited, Japan (formerly known as Irom Pharmaceutical Co., Limited) are held by Kyowa Pharmaceutical Industries Co., Limited, Japan, a wholly-owned subsidiary of the Company.
- 8) The entire shareholdings in Lupin Inc., U.S.A., Lupin GmbH, Switzerland, Nanomi B.V., Netherlands and Laboratorios Grin S.A. de C.V., Mexico are held by Lupin Atlantis Holdings SA, Switzerland, the wholly-owned subsidiary of the Company.

For and on behalf of the Board of Directors

Dr. Desh Bandhu Gupta
Chairman

Ramesh Swaminathan
Chief Financial Officer

R. V. Satam
Company Secretary

Mumbai, May 13, 2015

Part 'B' Associates and Joint Ventures

Statement pursuant to Section 129(3) of the Companies Act, 2013 related to associate companies and joint ventures.

(₹ in million)

Name of the Joint Venture	YL Biologics Limited, Japan
1) Latest Audited Balance Sheet Date	March 31, 2015
2) Shares of the Joint Venture held by the Company on the year end * (Refer note below)	
Number	450 Common Shares of JPY Nil
Amount of investment in the Joint Venture	33.0
Extent of Holding %	45%
3) Description of how there is significant influence	N.A.
4) Reason why the joint venture is not consolidated	N.A.
5) Networth attributable to Shareholding as per latest audited Balance Sheet	33.1
6) Profit/Loss for the year (from April 23, 2014 to March 31, 2015)	
(i) Considered in Consolidation (after inter company adjustment)	(93.4)
(ii) Not Considered in Consolidation	12.6

* Note: Shares are held by Lupin Atlantis Holdings SA, Switzerland, a wholly-owned subsidiary of the Company.

For and on behalf of the Board of Directors

Dr. Desh Bandhu Gupta
Chairman

Ramesh Swaminathan
Chief Financial Officer

R. V. Satam
Company Secretary

Mumbai, May 13, 2015

ANNEXURE 'B' TO THE DIRECTORS' REPORT

ANNUAL REPORT ON CORPORATE SOCIAL RESPONSIBILITY (CSR) INITIATIVES PURSUANT TO RULE 8 OF COMPANIES (CORPORATE SOCIAL RESPONSIBILITY POLICY) RULES, 2014.

1. A brief outline of the Company's CSR policy, including overview of projects or programs proposed to be undertaken and reference to the web-link to the CSR Policy and projects or programs.

The CSR Policy aims at:

- Building and replicating sustainable, evolving, dynamic models of social, economic, infrastructure and natural resource development models of macro, micro and mini scales in partnership with government bodies and other stakeholders at national, regional, district, block and village level.
- Providing services and solutions to address social issues with highest social priority for the poor, marginalized and under-privileged in line with the business philosophy of providing affordable medicines for most prevalent diseases.
- Planning and executing programmes that would benefit the communities in and around Company's work-sites, factory and plant locations and adopted-areas with low Human Development Indices - scores in order to enhance the quality of life of the community in general and the poor in particular.
- Act as a catalyst, integrating diverse resources through direct intervention and social investment, to address the immediate needs of the poor as also long-term development concerns.
- Respond to natural and anthropogenic disasters,

calamities and provide relief, reconstruction and rehabilitation support.

- Setting up deeper sustainable institutional projects for the long-term welfare of the nation.

Weblink: <http://www.lupin.com/pdf/LupinCSR-Policy.pdf>.

2. **The Composition of the CSR Committee:**

- i) Dr. Desh Bandhu Gupta - *Chairman*
- ii) Dr. Kamal K. Sharma - *Vice Chairman*
- iii) Mr. Nilesh Gupta - *Managing Director*
- iv) Dr. Vijay Kelkar - *Independent Director*

3. **Average net profit of the Company for last three financial years:**

The average net profit of the Company for the last three financial years as calculated in accordance with the provisions of Section 198 of the Companies Act, 2013 was ₹ 19817 million.

4. **Prescribed CSR Expenditure (two percent of the amount as in item 3 above):**

₹ 396.3 million.

5. **Details of CSR spent during the financial year:**

- (a) **Total amount to be spent for the financial year:**

₹ 396.3 million.

- (b) **Amount unspent, if any:**

₹ 270.5 million.

(c) Manner in which the amount spent during the financial year is detailed below:

(₹ in million)

1.	2.	3.	4.	5.	6.	7.	8.
Sl. No.	CSR project/ activity identified	Sector in which the Project is covered	Projects/Programs (1) Local area or other (2) Specify the State and district where projects/ programs were undertaken	Amount outlay (budget) project/ program-wise	Amount spent on the projects/ programs Sub-heads: (1) Direct Expenditure on projects/ programs (2) Overheads	Cumulative expenditure up to the reporting period	Amount spent: Direct/through implementing agency*
1.	Rural Support Programme	Social and Economic Development	Bharatpur, Alwar (Rajasthan), Pune, Sindhudurg (Maharashtra) and Bhopal (Madhya Pradesh)	80.0	83.1	83.1	LHWRF*/ MSGDJSN**
2.	Rural Support Programme	Social and Economic Development	Factory locations: Ankleshwar, Dabhasa (Gujarat), Aurangabad, Nagpur, Tarapur (Maharashtra), Mandideep, Indore (Madhya Pradesh) and Goa.	40.0	21.3	21.3	LHWRF
3.	Learn & Earn Programme	Social Development	Aurangabad, Tarapur (Maharashtra), Indore (Madhya Pradesh) and Goa.	11.1	11.1	11.1	LHWRF
4.	Tuberculosis Eradication	Health	Mumbai	2.5	1.8	1.8	LHWRF
5.	Salary and Administrative Expenses	-	-	6.0	6.0	6.0	Direct
6.	Others	-	-	-	2.5	2.5	Direct
Total:				139.6	125.8	125.8	

*LHWRF: Lupin Human Welfare & Research Foundation

**MSGDJSN: Mata Shree Gomati Devi Jan Seva Nidhi

6. The actual spend of the Company on CSR was less than 2% of the average net profit for the last three years. The Company has plans to increase the expenses in the coming years especially in the areas of TB detection, medical camps and also sustainable long term projects such as Hospitals and Universities.

7. The implementation and monitoring of the CSR Policy is in compliance with the CSR objectives and Policy of the Company.

For and on behalf of the Board of Directors

Dr. Desh Bandhu Gupta
Chairman

Nilesh Gupta
Managing Director

Mumbai, May 13, 2015

ANNEXURE 'C' TO THE DIRECTORS' REPORT

FORM NO. AOC - 2

Disclosure of particulars of contracts/arrangements entered into by the Company with related parties referred to in sub-section (1) of Section 188 of the Companies Act, 2013 including certain arm's length transactions under third proviso thereto.

[Pursuant to Clause (h) of sub-section (3) of Section 134 of the Companies Act, 2013 and Rule 8(2) of the Companies (Accounts) Rules, 2014].

- No contracts or arrangements or transactions were entered into by the Company with related parties during the year ended March 31, 2015, which were not at arm's length basis.
- Details of material contracts or arrangement or transactions at arm's length basis:

Sl. No.	Name of the related party and nature of relationship	Nature of contracts/ arrangements/ transactions	Duration of the contracts/ arrangements/ transactions	Salient terms of the contracts or arrangements or transactions including the value (₹ in million)	Date(s) of approval by the Audit Committee/ Board	Amount paid as advances
1.	Lupin Pharmaceuticals Inc., U.S.A., (wholly-owned subsidiary)	Sale - Goods	Ongoing	Based on Transfer Pricing Guidelines. ₹44008.6	July 30, 2014 October 28, 2014 February 2, 2015 and May 13, 2015	Nil
2.	Lupin Atlantis Holdings SA, Switzerland (wholly-owned subsidiary)	Sale - Research Services	March 17, 2015	Based on Transfer Pricing Guidelines. ₹1003.2	May 13, 2015	Nil
3.	Lupin Atlantis Holdings SA, Switzerland (wholly-owned subsidiary)	R&D Services provided	Ongoing	Based on Transfer Pricing Guidelines. ₹664.1	July 30, 2014 October 28, 2014 February 2, 2015 and May 13, 2015	Nil
4.	Lupin Pharmaceuticals Inc., U.S.A., (wholly-owned subsidiary)	Services Received	Ongoing	Based on Transfer Pricing Guidelines. ₹1254.2	July 30, 2014 October 28, 2014 February 2, 2015 and May 13, 2015	Nil

For and on behalf of the Board of Directors

Dr. Desh Bandhu Gupta
Chairman

Ramesh Swaminathan
Chief Financial Officer

R. V. Satam
Company Secretary

Mumbai, May 13, 2015

ANNEXURE 'D' TO THE DIRECTORS' REPORT

CONSERVATION OF ENERGY, TECHNOLOGY ABSORPTION AND FOREIGN EXCHANGE EARNINGS AND OUTGO PURSUANT TO PROVISIONS OF SECTION 134 OF THE COMPANIES ACT, 2013 READ WITH THE COMPANIES (ACCOUNTS) RULES, 2014.

(A) Conservation of energy:

- (i) steps taken or impact on conservation of energy;
- Installed 3-way modulating auto control valves in AHUs for chilled and hot water applications.
 - Replaced DAT blowers with high-efficient root blowers.
 - Replaced multiple AHUs with single AHU.
 - Installed heat pump in OSD HVAC system.
 - Installed variable frequency drives for optimizing pumps head and flow.
 - Installed CFL fixtures with electronic ballast.
 - Replaced fluorescent tubes with LED ones.
 - Shifted chilled water load on screw compressor from reciprocating compressor.
 - Installed GPS based digital clocks.
 - Reduced consumption in steam ejectors and candle filters cleaning and undertook network survey for detecting leakages.
 - Installed capacitors at motor end.
 - Installed auto power factor capacitor bank across the load side.
 - Installed variable refrigerant volume which lowered energy consumption.
 - Installed occupancy and motion sensors in certain operating areas.
 - Installed efficient cooling towers.
 - Installed lighting voltage transformer for street lighting.
 - Replaced re-winded motors with EEF1 high-efficiency ones.
- (ii) steps taken by the Company for utilising alternate sources of energy;
- Used solar energy for street lighting.
 - Steam boilers running on fossil fuel were replaced with agro waste thereby saving precious fossil fuel.

(iii) capital investment on energy conservation equipments;

- Falling Film EVAPSS316SH/TI-TUBE ₹ 3.9 million.
- Forced CIR EVAP SS316-SH/TI-TUBE ₹ 3.2 million.
- Falling Film EVAPSS316SH/TI-TUBE ₹ 2.6 million.
- KRIS CRSW 1400 2HP ₹ 2.0 million.
- Variable Speed Drive 40 OHP ₹ 0.2 million.
- Variable Speed Drive 75 OHP ₹ 0.1 million.

(B) Technology absorption:

- (i) efforts made towards technology absorption;
- The Company continues to invest ahead of the curve and FY 2015 was no different. Investments were made not only in Research but also assimilating and absorbing new technologies and systems which have been the key to the Company's ascendancy as a global emerging pharmaceutical powerhouse. The Company operationalized its research facilities for inhalation and complex injectables and added new injectable product designs and development capabilities.
- (ii) benefits derived like product improvement, cost reduction, product development or import substitution;
- The pipeline of highly differentiated and innovative research targets in therapies continued to make rapid progress through various stages ranging from discovery to development. The product pipeline includes blockbuster molecules addressing niche therapeutic indications. Two biosimilar molecules are ready to be launched in India. While two out of four Phase-I studies were successfully completed, three molecules are ready to enter clinical studies. Scale of operations of Biotech manufacturing was augmented to meet global demands. Product development was supported by innovative and proprietary expression systems, innovative process designs and novel formulations. Milestone payments were received for products that are being jointly developed. The Company settled pending litigations and affected

smart settlements. All of this resulted in the Company filing 435 new Patents including 97 new inventions during FY 2015, taking the cumulative total to 2197 Patents. This included 45 Formulation Patents, 58 API Process Patents, 18 Biotech Patents and 314 NCE Patents. The Company further received approval for 12 Formulation Patents, 1 Biotech Patent, 3 NCE Patents and 6 API Process Patents.

(iii) in case of imported technology (imported during the last three years reckoned from the beginning of the financial year):-

(a) details of technology imported;

Technology with an advanced technique for identification of microorganisms used for microbiological investigation purpose, in case of any failure, was imported. It is used for preparation of in-house microorganisms library 'House flora' used for different types of microbiological validation.

(b) the year of import;

FY 2014-15.

(c) whether the technology been fully absorbed;

Yes.

(d) If not fully absorbed, areas where absorption has not taken place, and the reasons therefor.

N.A.

(iv) expenditure incurred on Research & Development;

(₹ in million)

a.	Capital	₹ 974.1
b.	Recurring (excluding depreciation of ₹ 776.5)	₹ 10211.3
	Total:	₹ 11185.4

(C) Foreign Exchange Earnings and Outgo:

Foreign exchange earned in terms of actual inflows and foreign exchange outgo in terms of actual outflows during the year.

(₹ in million)

Foreign Exchange earned in terms of actual Inflows	₹ 62556.2
Foreign Exchange outgo in terms of actual Outflows	₹ 16163.0

For and on behalf of the Board of Directors

Dr. Desh Bandhu Gupta
Chairman

Mumbai, May 13, 2015

ANNEXURE 'E' TO THE DIRECTORS' REPORT

DETAILS OF STOCK OPTIONS AS ON MARCH 31, 2015

The disclosure envisaged under Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014, the particulars of options on March 31, 2015 were as under: -

No.	Description	Details	
a)	Options granted during the year	Plan	No. of options
		ESOP 2003	161000
		ESOP 2005	40500
		SESOP 2011	449210
		ESOP 2011	669250
		ESOP 2014	260022
	Total:	1579982	
b)	The pricing formula	<ul style="list-style-type: none"> • Exercise price for 1269960 options is the market price of the share, as defined under the SEBI Regulations. • Exercise price for 260022 options is the face value of the equity shares of the Company. • Exercise price for 50000 options is 50% of the market price of the share, as defined under the SEBI Regulations. 	
c)	Options vested during the year	Plan	No. of options
		ESOP 2003	186750
		ESOP 2005	53125
		SESOP 2005	33850
		SESOP 2011	98124
		ESOP 2011	722538
	Total:	1094387	
d)	Options exercised during the year	Plan	No. of options
		ESOP 2003	343389
		ESOP 2005	82975
		SESOP 2005	130377
		SESOP 2011	17016
		ESOP 2011	538774
	Total:	1112531	
e)	Total number of shares arising as result of exercise of options	Plan	No. of options
		ESOP 2003	343389
		ESOP 2005	82975
		SESOP 2005	130377
		SESOP 2011	17016
		ESOP 2011	538774
	Total:	1112531	

f)	Options lapsed during the year	Lapsed on account of resignation of employees:		
		Plan		No. of options
		ESOP 2003		14000
		ESOP 2005		6750
		SESOP 2005		220
		SESOP 2011		61283
		ESOP 2011		159664
		ESOP 2014		5783
Total:		247700		
g)	Variation in terms of options	There has been no variation in terms of the options granted during the year, from those approved by the shareholders.		
h)	Money realised by exercise of options	Plan		Amount (₹)
		ESOP 2003		80284162.03
		ESOP 2005		18261497.50
		SESOP 2005		28400021.91
		SESOP 2011		8888241.55
		ESOP 2011		277125335.95
		Total:		412959258.94
i)	Total no. of options in force	Plan		No. of options
		ESOP 2003		343000
		ESOP 2005		445304
		SESOP 2005		233536
		SESOP 2011		799944
		ESOP 2011		2715051
		ESOP 2014		254239
Total:		4791074		
j)	Employee-wise details of options granted to: -			
	i. Senior Managerial Personnel		No. of options	Plan
	Dr. Kamal K. Sharma	4000		ESOP 2003
		4000		ESOP 2005
		42000		ESOP 2011
	Total:	50000		
	ii. Employees to whom options granted amounting to 5% or more, of the total options granted during the year.	Nil		
	iii. Employees to whom options equal to or exceeding 1% of the issued capital have been granted during the year.	Nil		
k)	Diluted earnings per share (EPS) pursuant to issue of shares on exercise of options during the year and options outstanding as on 31.03.2015, calculated in accordance with Accounting Standard (AS) 20 'Earnings per share'	Diluted earnings per share as on 31.03.2015 - ₹ 53.07 Options outstanding as on 31.03.2015 - 4791074 shares		

l)	Where the company has calculated the employee compensation cost using the intrinsic value of the stock options, the difference between the employee compensation cost so computed and the employee compensation cost that shall have been recognized if it had used the fair value of the options, shall be disclosed. The impact of this difference on profits and on EPS of the company shall also be disclosed	Net Income would be lower by - ₹ 444.7 million. Adjusted EPS: Standalone - Basic : ₹ 52.42 - Diluted : ₹ 52.09 Consolidated - Basic : ₹ 52.55 - Diluted : ₹ 52.22
m)	Weighted average exercise prices and weighted average fair values of options disclosed separately for options whose exercise price either equals or exceeds or is less than the market price of the stock	(i) Weighted average exercise price of options granted during the year whose:- a. Exercise price equals market price : ₹ 1177.06 b. Exercise price is greater than market price : N.A. c. Exercise price is less than the market price : ₹ 118.552 (ii) Weighted average fair value of options granted during the year whose:- a. Exercise price equals market price : ₹ 552.93 b. Exercise price is greater than market price : N.A. c. Exercise price is less than the market price : ₹ 1336.15
n)	Description of the method and significant assumptions used during the year to estimate the fair values of the options, including the following weighted average information: <ul style="list-style-type: none"> • Fair value calculated by using Black-Scholes option pricing model. • Stock price: The closing price on NSE as on the date of grant has been considered for valuing the options granted. • Expected Volatility: The historical volatility of the stock till the date of grant has been considered to calculate the fair value of the options. • Risk free interest rate: The risk free interest rate on the date of grant considered for the calculation is the interest rate applicable for a maturity equal to the expected life of the options based on the zero coupon yield curve for Government Securities. • Time to Maturity / Expected Life: Time to Maturity / Expected Life of option is the period for which the Company expects the options to be live. The minimum life of a stock option is the minimum period before which the options cannot be exercised and the maximum life is the period after which the options cannot be exercised. • Expected dividend yield: Expected dividend yield has been calculated as an average of dividend yields for the four financial years preceding the date of the grant. 	

Variables	Weighted Average Information							
	1	2	3	4	5	6	7	8
Plan	ESOP 2003	ESOP 2003	ESOP 2005	ESOP 2005	SESOP 2011	SESOP 2011	SESOP 2011	SESOP 2011
Grant date	14.08.14	20.11.14	14.08.14	20.11.14	02.04.14	13.05.14	02.07.14	05.08.14
Risk free rate (%)	8.72	8.23	8.72	8.23	9.07	8.84	8.66	8.69
Expected life (years)	6.25	5.50	6.25	5.50	6.25	6.25	6.25	6.25
Volatility (%)	30.32	26.93	30.32	26.93	31.71	31.05	30.59	30.37
Dividend yield (%)	0.70	0.70	0.70	0.70	0.70	0.70	0.70	0.70
Stock price (NSE closing rate) ₹	1183.40	1468.60	1183.40	1468.60	958.80	965.10	1074.20	1176.50
Option Fair Value ₹	550.20	959.54	550.20	959.54	459.62	451.81	502.34	539.60

Variables	Weighted Average Information							
	9	10	11	12	13	14	15	16
Plan	SESOP 2011	SESOP 2011	SESOP 2011	SESOP 2011	ESOP 2011	ESOP 2011	ESOP 2011	ESOP 2011
Grant date	14.08.14	11.11.14	20.11.14	11.02.15	26.05.14	14.08.14	08.10.14	20.11.14
Risk free rate (%)	8.72	8.25	8.23	7.75	8.65	8.72	8.55	8.23
Expected life (years)	6.25	6.25	6.25	6.25	6.25	6.25	6.25	5.50
Volatility (%)	30.32	29.52	29.31	28.56	30.96	30.32	29.95	26.93
Dividend yield (%)	0.70	0.70	0.70	0.70	0.70	0.70	0.70	0.70
Stock price (NSE closing rate) ₹	1183.40	1430.40	1468.60	1590.50	909.40	1183.40	1331.25	1468.60
Option Fair Value ₹	550.20	635.43	657.05	689.93	414.46	550.20	590.70	959.54

Variables	Weighted Average Information	
	17	18
Plan	ESOP 2014	ESOP 2014
Grant date	20.11.14	27.01.15
Risk free rate (%)	8.23	7.75
Expected life (years)	6.25	6.25
Volatility (%)	29.31	28.61
Dividend yield (%)	0.70	0.70
Stock price (NSE closing rate) ₹	1468.60	1524.25
Option Fair Value ₹	1404.39	1457.61

- ESOP 2003 - Lupin Employees Stock Option Plan 2003
ESOP 2005 - Lupin Employees Stock Option Plan 2005
SESOP 2005 - Lupin Subsidiary Companies Employees Stock Option Plan 2005
SESOP 2011 - Lupin Subsidiary Companies Employees Stock Option Plan 2011
ESOP 2011 - Lupin Employees Stock Option Plan 2011
ESOP 2014 - Lupin Employees Stock Option Plan 2014

For and on behalf of the Board of Directors

Dr. Desh Bandhu Gupta
Chairman
Mumbai, May 13, 2015

ANNEXURE 'F' TO THE DIRECTORS' REPORT

STATEMENT OF PARTICULARS AS PER RULE 5 OF THE COMPANIES (APPOINTMENT AND REMUNERATION OF MANAGERIAL PERSONNEL) RULES, 2014.

Sl. No.	Name of the Director/Key Managerial Personnel and Designation	Remuneration of Director/Key Managerial Personnel for the year ended March 31, 2015 (₹ in million)	% increase in the remuneration in the year ended March 31, 2015	Ratio of the remuneration of each Director to the median remuneration of the employees	Comparison of the remuneration of the Key Managerial Personnel against the performance of the Company
1.	Dr. Desh Bandhu Gupta, <i>Chairman</i>	375.77	1%	1168	Consolidated Profit after Tax (PAT) increased by 30.9% during the financial year 2014-15.
2.	Dr. Kamal K. Sharma, <i>Vice Chairman</i>	166.07	23%	516	
3.	Mr. Nilesh Gupta, <i>Managing Director</i>	82.35	36%	256	
4.	Mrs. M. D. Gupta, <i>Executive Director</i>	5.05	-	16	
5.	Dr. Vijay Kelkar, <i>Independent Director</i>	3.64	16%	11	
6.	Mr. R. A. Shah, <i>Independent Director</i>	3.68	17%	11	
7.	Mr. Richard Zahn, <i>Independent Director</i>	2.60	-	8	
8.	Dr. K. U. Mada, <i>Independent Director</i>	3.36	17%	10	
9.	Mr. Dileep C. Choksi, <i>Independent Director</i>	3.18	17%	10	
10.	Mr. Ramesh Swaminathan, <i>Chief Financial Officer</i>	100.21	356%	Not Applicable	
11.	Mr. R. V. Satam, <i>Company Secretary</i>	5.90	166%	Not Applicable	

- i) The median remuneration of employees of the Company during the year ended March 31, 2015 was ₹ 0.32 million.
- ii) During the year ended March 31, 2015, there was an increase of 3% in the median remuneration of employees.
- iii) As on March 31, 2015, the Company had 14,198 permanent employees.
- iv) Relationship between average increase in the remuneration and performance of the Company: -
PAT for the year ended March 31, 2015 increased by 30.9% and the median remuneration by 3%.
- v) Comparison of remuneration of the Key Managerial Personnel against the performance of the Company: -
While PAT rose by 30.9% from ₹ 18363.7 million in 2013-14 to ₹ 24032.4 million in 2014-15, the total remuneration of Key Managerial Personnel rose by 21.8% from ₹ 603.83 million in 2013-14 to ₹ 735.35 million in 2014-15.
- vi) Variations in the market capitalisation of the Company, price earnings ratio as at the closing date of the current financial year and previous financial year and percentage increase over decrease in the market quotations of the shares of the Company in comparison to the rate at which the Company came out with the last public offer.

Sr. No.	Particulars	As at March 31, 2015	As at March 31, 2014
1.	Market Capitalisation	BSE ₹ 902145.6 million	BSE ₹ 419634.9 million
		NSE ₹ 902752.4 million	NSE ₹ 418401.9 million
2.	Price Earnings Ratio	BSE 37.5	BSE 22.9
		NSE 37.6	NSE 22.8

The Company came with an Initial Public Offer in August 1993 at the price of ₹ 10/- per equity share of ₹ 10/- each. As on March 31, 2015, the closing price of the Company's share of ₹ 2/- each was ₹ 2007.05 on BSE Limited and ₹ 2008.40 on The National Stock Exchange of India Limited.

- vii) During the financial year 2014-15, there was an average 12.15% increase in the salaries of employees other than the key managerial personnel. Remuneration of the key managerial personnel rose by 21.8% in line with the volume of the Company's business and profits earned by it and their responsibilities.
- viii) The key parameters for any variable component of remuneration availed by the directors: -
 In terms of his appointment, Dr. Desh Bandhu Gupta, Chairman, is entitled to commission @ 1% of the net profit calculated in accordance with the provisions of Sections 197 and 198 of the Companies Act, 2013.
 Similarly, in terms of their appointments, Dr. Kamal K. Sharma, Vice Chairman and Mr. Nilesh Gupta, Managing Director, are eligible to Performance-linked incentives not exceeding 50% of the fixed cost to the Company, as may be determined by the Board including any Committee constituted by the Board.
- ix) During the year ended, March 31, 2015, there was no employee, who is not a director of the Company and received remuneration in excess of the highest paid director of the Company.
- x) We affirm that the remuneration paid is as per the Remuneration policy of the Company.

For and on behalf of the Board of Directors

Dr. Desh Bandhu Gupta
Chairman
 Mumbai, May 13, 2015

ANNEXURE 'G' TO THE DIRECTORS' REPORT

SECRETARIAL AUDIT REPORT FOR THE YEAR ENDED MARCH 31, 2015

[Pursuant to Section 204(1) of the Companies Act, 2013 and Rule No. 9 of the Companies (Appointment and Remuneration Personnel Rules), 2014].

To,
The Members,
Lupin Limited

I have conducted the Secretarial Audit of the compliance with applicable statutory provisions and the adherence to good corporate practices by Lupin Limited (hereinafter called the 'Company'). Secretarial Audit was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing my opinion thereon.

Based on my verification of the Company's books, papers, minutes book, forms and returns filed and other records maintained by the Company and also information provided by the Company, its officers, agents and authorized representatives during the conduct of secretarial audit, I hereby report that in my opinion, the Company has during the audit period covering the financial year ended on March 31, 2015, complied with the statutory provisions listed hereunder and that the Company has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

I have examined the books, papers, minutes book, forms and returns filed and other records maintained by the Company for the financial year ended on March 31, 2015 according to the provisions of:

1. The Companies Act, 2013 and the Rules made thereunder;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the Rules made thereunder;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
4. Foreign Exchange Management Act, 1999 and the Rules and regulations made thereunder to the extent of Foreign Direct Investment;
5. The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'):
 - a. The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992;
 - b. The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999; and
 - c. The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011;

I have also examined compliance with the applicable clauses of the following:

- (i) Secretarial Standards issued by The Institute of Company Secretaries of India. (Not applicable to the Company during the audit period).
- (ii) The Listing Agreements entered into by the Company with BSE Limited and National Stock Exchange of India Limited.

To the best of my understanding, I am of the view that during the period under review, the Company has complied with the provisions of the Acts, Rules, Regulations, Guidelines, Standards, etc. mentioned above.

I further report that

Having regard to the compliance system prevailing in the Company and on examination of the relevant documents and records in pursuance thereof, on test check basis, the Company has complied with the following laws applicable specifically to the Company:

- a. Trademark Act, 1999;
- b. Patents Act, 1970;
- c. Drugs and Cosmetics Act, 1940 and Drugs and Cosmetics Rules 1945;
- d. Drugs and Magic Remedies (Objectionable Advertisement) Act, 1954;
- e. Drugs (Prices Control) Order, 2013;
- f. Narcotics Drugs and Psychotropic Substances Act, 1985;
- g. Factories Act, 1948;
- h. Indian Boilers Act, 1923;
- i. Sexual Harassment of Women at Workplace (Prevention, Prohibition and Redressal) Act, 2013;
- j. Information Technology Act, 2000; and
- k. Standards of Weights and Measures Act, 1976.

I further report that

The Board of Directors of the Company is duly constituted with proper balance of Executive Directors, Non-Executive Directors and Independent Directors. There was no change in the composition of the Board of Directors that took place during the period under review.

Adequate notice is given to all the Directors to schedule the Board Meetings, agenda and detailed notes on agenda are sent at least seven days in advance and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.

Majority decisions are carried through while the dissenting members' views if any are captured and recorded as part of the minutes.

I further report that

There are adequate systems and processes in the Company commensurate with the size and operations of the Company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.

This report is to be read with my letter of even date which is annexed as Annexure - I and forms integral part of this report.

Ms. Neena Bhatia

ACS No: 11950

CP. No.: 2661

Place: Mumbai

Date: May 13, 2015

ANNEXURE 'G'-1

(TO THE SECRETARIAL AUDIT REPORT OF LUPIN LIMITED FOR YEAR ENDED MARCH 31, 2015).

To,
The Members,
Lupin Limited

My report of even date is to be read along with this letter.

1. Maintenance of secretarial records is the responsibility of the management of the Company. My responsibility is to express an opinion on these secretarial records based on my audit.
2. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on test basis to ensure that correct facts are reflected in the secretarial records. I believe that the processes and practices, I followed provide a reasonable basis for my opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, I have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
5. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of Management. My examination was limited to the verification of procedures on test basis.
6. The Secretarial Audit report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the Management has conducted the affairs of the Company.

Ms. Neena Bhatia
ACS No: 11950
CP. No.: 2661

Place: Mumbai
Date: May 13, 2015

ANNEXURE 'H' TO THE DIRECTORS' REPORT

FORM NO. MGT - 9

EXTRACT OF ANNUAL RETURN
as on the year ended March 31, 2015

[Pursuant to Section 92(3) of the Companies Act, 2013, and Rule 12(1) of the Companies (Management and Administration) Rules, 2014].

I. REGISTRATION AND OTHER DETAILS:

(i)	Corporate Identity Number (CIN)	:	L24100MH1983PLC029442
(ii)	Registration Date	:	March 1, 1983
(iii)	Name of the Company	:	LUPIN LIMITED
(iv)	Category/Sub-Category of the Company	:	Company having Share Capital
(v)	Address of the Registered office and contact details	:	159, C.S.T. Road, Kalina, Santacruz (East), Mumbai - 400 098, India Tel. No. + 91 22 6640 2323
(vi)	Whether listed Company	:	Yes
(vii)	Name, address and contact details of Registrar and Transfer Agent, if any	:	The Company has an in-house Investors' Services Department at the Registered Office address. Tel. No. + 91 22 6640 2323 Ext: 2402/2403/2714/2715

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the Business Activities contributing 10% or more of the total turnover of the Company shall be stated:

Name and Description of main Products / Services	NIC Code of the Product / Service	% to total turnover of the Company
Pharmaceuticals	210	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

Sl. No.	Name and address of the Company	CIN / GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1.	Lupin Pharmaceuticals Inc., HarborPlace Tower, 111 South Calvert Street, 21st floor, Baltimore, MD 21202, U.S.A.	N. A.*	Subsidiary	100%	2(87)
2.	Kyowa Pharmaceutical Industry Co., Ltd., Shin - Osaka, MT Building I, Nishinakajima, Yodogawa - ku, Osaka 532-0011, Japan.	N. A.*	Subsidiary	100%	2(87)
3.	Pharma Dynamics (Proprietary) Ltd., 1st Floor, Grapevine House, Steenberg Office Park, Silverwood Close, Westlake, Cape Town, 7945, P.O. Box 30958, South Africa.	N. A.*	Subsidiary	100%	2(87)

Sl. No.	Name and address of the Company	CIN / GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
4.	Hormosan Pharma GmbH, Wilhelmshoher Strabe 106 D-60389, Frankfurt, Germany.	N. A.*	Subsidiary	100%	2(87)
5.	Multicare Pharmaceuticals Philippines, Inc., 26th Floor, Rufino Tower 6784 Ayala Avenue, Makati City, 1226 Philippines.	N. A.*	Subsidiary	51%	2(87)
6.	Generic Health Pty Ltd., Level 1, East/1100-1102, Toorak Road, Camberwell, Victoria 3124, Australia.	N. A.*	Subsidiary	100%	2(87)
7.	Kyowa CritiCare Co., Ltd., (formerly, I'rom Pharmaceutical Co., Ltd., 4-8-29, Asahicho, Atsugi-City, Kanagawa 243-0014, Japan.	N. A.*	Subsidiary	100%	2(87)
8.	Lupin Holdings B.V., Naritaweg 165, Telestone 8, 1043 BW Amsterdam, Netherlands.	N. A.*	Subsidiary	100%	2(87)
9.	Lupin Atlantis Holdings SA, Muhlentalstrasse 2, 8200 Schaffhausen, Switzerland.	N. A.*	Subsidiary	100%	2(87)
10.	Lupin (Europe) Ltd., Suite 1, Victoria Court, Bexton Road, Knutsford, Cheshire, WA 16, OPF, UK.	N. A.*	Subsidiary	100%	2(87)
11.	Lupin Australia Pty Ltd., Level 1, East/1100-1102, Toorak Road, Camberwell, Victoria 3124, Australia.	N. A.*	Subsidiary	100%	2(87)
12.	Lupin Pharma Canada Ltd., 40 King Street West, 2100 Scotia Plaza, Toronto, Canada M5H 3C2.	N. A.*	Subsidiary	100%	2(87)
13.	Lupin Mexico S.A. de C.V., Matias Romera No.216, 5 Piso, Oficina 502, Col. Del Valle, Mexico – 03100.	N. A.*	Subsidiary	100%	2(87)
14.	Bellwether Pharma Pty Ltd., Level 1, East/1100-1102, Toorak Road, Camberwell, Victoria 3124, Australia	N. A.*	Subsidiary	100%	2(87)
15.	Max Pharma Pty Ltd., Level 1, East/1100-1102, Toorak Road, Camberwell, Victoria 3124, Australia. (up to December 17, 2014).	N. A.*	Subsidiary	100%	2(87)
16.	Lupin Philippines, Inc., 1135 Chino Roces Avenue, Makati City, 1231, Philippines.	N. A.*	Subsidiary	100%	2(87)

Sl. No.	Name and address of the Company	CIN / GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
17.	Lupin Healthcare Ltd., 159, C.S. T. Road, Kalina, Santacruz (East), Mumbai - 400 098.	U24100MH2011PLC214885	Subsidiary	100%	2(87)
18.	Generic Health SDN. BHD., Upper Penthouse, Wisma RKT, No.2, Jalan Raja Abdulla, Off Jalan Sultan Ismail, 50300 Kuala Lumpur, Malaysia.	N. A.*	Subsidiary	100%	2(87)
19.	Lupin Middle East FZ-LLC, Executive Office No. 109, Floor No. 1, Block No. 03, Dubai International Academic City, P.O. Box - 345029, Dubai, U.A.E.	N. A.*	Subsidiary	100%	2(87)
20.	Lupin Inc., HarborPlace Tower, 111 South Calvert Street, 21st floor, Baltimore, MD 21202, U.S.A.	N. A.*	Subsidiary	100%	2(87)
21.	Lupin GmbH, Muhlenalstrasse 2, 8200 Schaffhausen, Switzerland.	N. A.*	Subsidiary	100%	2(87)
22.	Lupin Farmaceutica do Brasil LTDA, Alameda Tuca, 150, Sala 02, Jar.din Dos IPES - Cotia - SP CEP 06716-190, Brazil.	N. A.*	Subsidiary	100%	2(87)
23.	Nanomi B.V., Zutphenstraat 51, 7575 EJ OLDEN ZAAL, Netherlands.	N. A.*	Subsidiary	100%	2(87)
24.	Laboratorios Grin, S.A. de C.V., Rodriguez Saro numero 630, Colonial del Valle, Delegacion Benito, Juarez, C.P., 03100, en Mexico D.F., Mexico.	N. A.*	Subsidiary	100%	2(87)

*Incorporated outside India.

IV. SHAREHOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity)

i) Category-wise Shareholding:

Category of shareholders	No. of Shares held at the beginning of the year i.e. as on 01.04.2014				No. of Shares held at the end of the year i.e. as on 31.03.2015				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(A) Promoters									
(1) Indian									
(a) Individuals / HUF	6955570	0	6955570	1.55	6957870	0	6957870	1.55	0.00
(b) Central Government	-	-	-	-	-	-	-	-	-
(c) State Government(s)	-	-	-	-	-	-	-	-	-
(d) Bodies Corporate	201840570	0	201840570	45.02	201840570	0	201840570	44.90	-0.12
(e) Financials Institutions/ Banks	-	-	-	-	-	-	-	-	-
(f) Any other	-	-	-	-	-	-	-	-	-
Sub-Total (A)(1):	208796140	0	208796140	46.57	208798440	0.00	208798440	46.45	-0.12

Category of shareholders	No. of Shares held at the beginning of the year i.e. as on 01.04.2014				No. of Shares held at the end of the year i.e. as on 31.03.2015				% change during the year
	Demat	Physical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
(2) Foreign									
(a) NRIs - Individuals	803800	0	803800	0.18	803800	0	803800	0.18	0.00
(b) Other - Individuals	-	-	-	-	-	-	-	-	-
(c) Bodies Corporate	-	-	-	-	-	-	-	-	-
(d) Banks / FI	-	-	-	-	-	-	-	-	-
(e) Any other	-	-	-	-	-	-	-	-	-
Sub-Total (A)(2):	803800	0	803800	0.18	803800	0	803800	0.18	0.00
Total Shareholding of Promoter and Promoter Group (A) = (A)(1) + (A)(2)	209599940	0	209599940	46.75	209602240	0	209602240	46.63	-0.12
(B) Public shareholding									
(1) Institutions									
(a) Mutual Funds	22366711	34400	22401111	5.00	18741180	30700	18771880	4.18	-0.82
(b) Banks / FI	290278	5100	295378	0.07	169785	5100	174885	0.04	-0.03
(c) Central Government	-	-	-	-	-	-	-	-	-
(d) State Government(s)	-	-	-	-	-	-	-	-	-
(e) Venture Capital Funds	-	-	-	-	-	-	-	-	-
(f) Insurance Companies	28029494	100	28029594	6.25	20013806	100	20013906	4.45	-1.80
(g) FIs	142829271	3600	142832871	31.85	155915326	3600	155918926	34.69	2.83
(h) Foreign Venture Capital Funds	-	-	-	-	-	-	-	-	-
(i) Any other									
Foreign Bodies	7079	0	7079	0.00	7079	0	7079	0.00	0.00
Sub Total: (B) (1)	193522833	43200	193566033	43.17	194847176	39500	194886676	43.36	0.19
(2) Non-Institutions									
(a) Bodies Corporate									
i) Indian	6245021	59110	6304131	1.40	5058015	77800	5135815	1.14	-0.26
ii) Overseas	-	-	-	-	-	-	-	-	-
(b) Individuals -									
i) Individual shareholders holding nominal share capital upto ₹ 1 lakh	19923764	2188399	22112163	4.93	21010609	1932376	22942985	5.10	0.17
ii) Individual shareholders holding nominal share capital in excess of ₹ 1 lakh	14199858	0	14199858	3.17	13733880	0	13733880	3.06	-0.11
(c) Others (specify)									
Non-Resident Indians	984901	37600	1022501	0.23	1667237	21600	1688837	0.38	0.15
Foreign Nationals	49454	0	49454	0.01	111846	0	111846	0.02	0.01
Clearing Members	926304	0	926304	0.21	677658	0	677658	0.15	-0.06
Trusts	595420	0	595420	0.13	708398	0	708398	0.16	0.02
Sub Total: (B) (2)	42924722	2285109	45209831	10.08	42967643	2031776	44999419	10.01	-0.07
Total Public Shareholding (B) = (B)(1) + (B)(2)	236447555	2328309	238775864	53.25	237814819	2071276	239886095	53.37	0.12
(C) Shares held by Custodians for GDRs and ADRs	-	-	-	-	-	-	-	-	-
GRAND TOTAL: (A) + (B) + (C)	446047495	2328309	448375804	100.00	447417059	2071276	449488335	100.00	0.00

ii) Shareholding of Promoters:

Sl. No.	Shareholder's Name	No. of Shares held at the beginning of the year i.e. as on 01.04.2014			No. of Shares held at the end of the year i.e. as on 31.03.2015			% change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1	Zyra Laboratories Ltd.	54960490	12.26	0.00	54960490	12.23	0.00	-0.03
2	Rahas Investments Pvt. Ltd.	45699510	10.19	0.00	45699510	10.17	0.00	-0.03
3	Visiomed Investments Pvt. Ltd.	43514660	9.70	0.00	43514660	9.68	0.00	-0.02
4	Lupin Holdings Pvt. Ltd.	40401000	9.01	0.00	40401000	8.99	0.00	-0.02
5	Lupin Investments Pvt. Ltd.	15401910	3.44	0.00	15401910	3.43	0.00	-0.01
6	Manju D. Gupta	3491820	0.78	0.00	3491820	0.78	0.00	0.00
7	D. B. Gupta	2807910	0.63	0.00	2807910	0.62	0.00	-0.01
8	Lupin International Pvt. Ltd.	1863000	0.42	0.00	1863000	0.41	0.00	0.00
9	Nilesh D. Gupta	625240	0.14	0.00	625240	0.14	0.00	0.00
10	Anuja D. Gupta	622320	0.14	0.00	622320	0.14	0.00	0.00
11	Richa D. Gupta	129880	0.03	0.00	129880	0.03	0.00	0.00
12	Vinita Gupta	51600	0.01	0.00	51600	0.01	0.00	0.00
13	Kavita Gupta	27600	0.01	0.00	27600	0.01	0.00	0.00
14	Veda Nilesh Gupta	2750	0.00	0.00	5050	0.00	0.00	0.00
15	Shefali Nath	250	0.00	0.00	250	0.00	0.00	0.00
	Total:	209599940	46.75	0	209602240	46.63	0	-0.12

iii) Change in Promoters' Shareholding:

Sl. No.	Shareholder's Name	No. of Shares held at the beginning of the year i.e. as on 01.04.2014			No. of Shares held at the end of the year i.e. as on 31.03.2015			% change in shareholding during the year
		No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the Company	% of Shares Pledged / encumbered to total shares	
1	Veda Nilesh Gupta	2750	0.00	0.00	5050	0.00	0.00	0.00
	Total:	2750	0.00	0.00	5050	0.00	0.00	0.00

iv) Shareholding Pattern of Top Ten Shareholders (Other than Directors, Promoters and Holders of GDRs and ADRs):

Sl. No.	Name of the Shareholder			No. of Shares held at the beginning of the year i.e. as on 01.04.2014		Cumulative Shareholding during the year	
		Date	Increase / decrease and reason* for the same	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
1.	Genesis Indian Investment Company Ltd	At the beginning of the year	-	15603832	3.48	-	-
		31.10.2014	(-)1586053	-	-	14017779	3.12
		07.11.2014	(-)371954	-	-	13645825	3.04
		14.11.2014	(-)821544	-	-	12824281	2.86
		21.11.2014	(-)659669	-	-	12164612	2.71
		20.03.2015	(-)125210	-	-	12039402	2.68
		At the end of the year	-	-	-	12039402	2.68

Sl. No.	Name of the Shareholder			No. of Shares held at the beginning of the year i.e. as on 01.04.2014		Cumulative Shareholding during the year	
		Date	Increase / decrease and reason* for the same	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
2.	ICICI Prudential Life Insurance Co. Ltd.	At the beginning of the year	-	9664778	2.16	-	-
		04.04.2014	(+)33079	-	-	9697857	2.16
		11.04.2014	(+)1937	-	-	9699794	2.16
		18.04.2014	(+)7132	-	-	9706926	2.16
		25.04.2014	(+)5282	-	-	9712208	2.17
		02.05.2014	(-)19259	-	-	9692949	2.16
		09.05.2014	(-)113592	-	-	9579357	2.14
		16.05.2014	(-)25673	-	-	9553684	2.13
		23.05.2014	(+)47233	-	-	9600917	2.14
		30.05.2014	(-)63690	-	-	9537227	2.13
		06.06.2014	(-)20247	-	-	9516980	2.12
		13.06.2014	(+)63219	-	-	9580199	2.14
		20.06.2014	(+)28803	-	-	9609002	2.14
		30.06.2014	(+)362	-	-	9609364	2.14
		04.07.2014	(+)53556	-	-	9662920	2.15
		11.07.2014	(+)35494	-	-	9698414	2.16
		22.07.2014	(+)227590	-	-	9926004	2.21
		01.08.2014	(-)55843	-	-	9870161	2.20
		08.08.2014	(+)33203	-	-	9903364	2.21
		15.08.2014	(+)9354	-	-	9912718	2.21
		22.08.2014	(+)24212	-	-	9936930	2.22
		29.08.2014	(-)297594	-	-	9639336	2.15
		05.09.2014	(-)98256	-	-	9541080	2.13
		12.09.2014	(-)1020	-	-	9540060	2.13
		19.09.2014	(-)59585	-	-	9480475	2.11
		30.09.2014	(+)12993	-	-	9493468	2.11
		03.10.2014	(-)1042	-	-	9492426	2.11
		10.10.2014	(-)284270	-	-	9208156	2.05
		17.10.2014	(-)700608	-	-	8507548	1.89
		24.10.2014	(-)30144	-	-	8477404	1.89
		31.10.2014	(-)330942	-	-	8146462	1.81
		07.11.2014	(-)1289	-	-	8145173	1.81
14.11.2014	(-)222159	-	-	7923014	1.76		
21.11.2014	(-)78967	-	-	7844047	1.75		
28.11.2014	(-)18514	-	-	7825533	1.74		
05.12.2014	(+)41413	-	-	7866946	1.75		
12.12.2014	(-)1668	-	-	7865278	1.75		
19.12.2014	(+)76883	-	-	7942161	1.77		
31.12.2014	(+)19610	-	-	7961771	1.77		

Sl. No.	Name of the Shareholder			No. of Shares held at the beginning of the year i.e. as on 01.04.2014		Cumulative Shareholding during the year	
		Date	Increase / decrease and reason* for the same	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
		09.01.2015	(+)27859	-	-	7989630	1.78
		23.01.2015	(+)218507	-	-	8208137	1.83
		30.01.2015	(+)61774	-	-	8269911	1.84
		06.02.2015	(+)21050	-	-	8290961	1.85
		13.02.2015	(+)121	-	-	8291082	1.85
		20.02.2015	(-)6190	-	-	8284892	1.84
		28.02.2015	(-)32313	-	-	8252579	1.84
		06.03.2015	(+)68574	-	-	8321153	1.85
		13.03.2015	(-)10849	-	-	8310304	1.85
		20.03.2015	(-)534069	-	-	7776235	1.73
		31.03.2015	(-)716477	-	-	7059758	1.57
		At the end of the year	-	-	-	7059758	1.57
3.	Rakesh Jhunjunwala	At the beginning of the year	-	7390605	1.65	-	-
		04.04.2014	(+)12500	-	-	7403105	1.65
		11.04.2014	(-)25000	-	-	7378105	1.65
		18.04.2014	(+)200000	-	-	7578105	1.69
		02.05.2014	(-)50000	-	-	7528105	1.68
		16.05.2014	(-)430000	-	-	7098105	1.58
		23.05.2014	(-)62500	-	-	7035605	1.57
		30.05.2014	(+)200000	-	-	7235605	1.61
		06.06.2014	(-)17500	-	-	7218105	1.61
		13.06.2014	(-)382500	-	-	6835605	1.52
		20.06.2014	(+)55000	-	-	6890605	1.54
		30.06.2014	(+)140000	-	-	7030605	1.57
		04.07.2014	(-)100000	-	-	6930605	1.55
		22.07.2014	(-)50000	-	-	6880605	1.53
		01.08.2014	(-)250000	-	-	6630605	1.48
		15.08.2014	(-)65000	-	-	6565605	1.46
		22.08.2014	(+)65000	-	-	6630605	1.48
		12.09.2014	(+)400000	-	-	7030605	1.57
		30.09.2014	(+)122705	-	-	7153310	1.59
		31.10.2014	(+)128600	-	-	7281910	1.62
		14.11.2014	(-)124000	-	-	7157910	1.59
		21.11.2014	(-)35000	-	-	7122910	1.59
		31.12.2014	(+)32500	-	-	7155410	1.59
		09.01.2015	(-)500	-	-	7154910	1.59
		23.01.2015	(-)90000	-	-	7064910	1.57
		30.01.2015	(-)124100	-	-	6940810	1.54
		20.02.2015	(-)175000	-	-	6765810	1.51

Sl. No.	Name of the Shareholder			No. of Shares held at the beginning of the year i.e. as on 01.04.2014		Cumulative Shareholding during the year	
		Date	Increase / decrease and reason* for the same	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
		28.02.2015	(-)281100	-	-	6484710	1.44
		13.03.2015	(-)100000	-	-	6384710	1.42
		20.03.2015	(+)460000	-	-	6844710	1.52
		31.03.2015	(+)323395	-	-	7168105	1.59
		At the end of the year	-	-	-	7168105	1.59
4.	National Westminster Bank Plc	At the beginning of the year	-	5284229	1.18	-	-
		23.05.2014	(+)316340	-	-	5600569	1.25
		30.05.2014	(+)116233	-	-	5716802	1.27
		06.06.2014	(+)70351	-	-	5787153	1.29
		13.06.2014	(+)158444	-	-	5945597	1.33
		08.08.2014	(+)308	-	-	5945905	1.33
		15.08.2014	(+)74595	-	-	6020500	1.34
		14.11.2014	(+)226606	-	-	6247106	1.39
		28.11.2014	(+)846034	-	-	7093140	1.58
		05.12.2014	(+)95254	-	-	7188394	1.60
		At the end of the year	-	-	-	7188394	1.60
5.	Aberdeen Global Indian Equity (Mauritius) Limited	At the beginning of the year	-	4680000	1.04	-	-
		09.05.2014	(-)10000	-	-	4670000	1.04
		30.05.2014	(+)240678	-	-	4910678	1.09
		06.06.2014	(+)30073	-	-	4940751	1.10
		27.03.2015	(-)185000	-	-	4755751	1.06
		31.03.2015	(-)165000	-	-	4590751	1.02
		At the end of the year	-	-	-	4590751	1.02
6.	GMO Emerging Domestic Opportunities Fund	At the beginning of the year	-	3606410	0.80	-	-
		25.04.2014	(+)34179	-	-	3640589	0.81
		02.05.2014	(-)83006	-	-	3557583	0.79
		22.07.2014	(-)145727	-	-	3411856	0.76
		01.08.2014	(-)49450	-	-	3362406	0.75
		14.11.2014	(+)176812	-	-	3539218	0.79
		21.11.2014	(-)24436	-	-	3514782	0.78
		28.11.2014	(-)50000	-	-	3464782	0.77
		05.12.2014	(-)68980	-	-	3395802	0.76
		12.12.2014	(-)70000	-	-	3325802	0.74

Sl. No.	Name of the Shareholder			No. of Shares held at the beginning of the year i.e. as on 01.04.2014		Cumulative Shareholding during the year	
		Date	Increase / decrease and reason* for the same	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
		06.02.2015	(-)153327	-	-	3172475	0.71
		20.02.2015	(-)318735	-	-	2853740	0.64
		27.02.2015	(-)99779	-	-	2753961	0.61
		At the end of the year	-	-	-	2753961	0.61
7.	SBI Life Insurance Co. Ltd.	At the beginning of the year	-	3442940	0.77	-	-
		04.04.2014	(+)24625	-	-	3467565	0.77
		11.04.2014	(+)49701	-	-	3517266	0.78
		18.04.2014	(-)56169	-	-	3461097	0.77
		25.04.2014	(-)15297	-	-	3445800	0.77
		02.05.2014	(+)173787	-	-	3619587	0.81
		09.05.2014	(+)34903	-	-	3654490	0.81
		16.05.2014	(+)56565	-	-	3711055	0.83
		23.05.2014	(-)45792	-	-	3665263	0.82
		30.05.2014	(-)122366	-	-	3542897	0.79
		06.06.2014	(-)41741	-	-	3501156	0.78
		13.06.2014	(-)2129	-	-	3499027	0.78
		20.06.2014	(-)9309	-	-	3489718	0.78
		30.06.2014	(-)311245	-	-	3178473	0.71
		04.07.2014	(-)41219	-	-	3137254	0.70
		11.07.2014	(-)142377	-	-	2994877	0.67
		22.07.2014	(-)96989	-	-	2897888	0.65
		01.08.2014	(+)332343	-	-	3230231	0.72
		08.08.2014	(-)50449	-	-	3179782	0.71
		15.08.2014	(-)140144	-	-	3039638	0.68
		22.08.2014	(-)34492	-	-	3005146	0.67
		29.08.2014	(-)2207	-	-	3002939	0.67
		05.09.2014	(-)42035	-	-	2960904	0.66
		12.09.2014	(-)86475	-	-	2874429	0.64
		19.09.2014	(-)77916	-	-	2796513	0.62
		30.09.2014	(-)45781	-	-	2750732	0.61
		03.10.2014	(+)200	-	-	2750932	0.61
		10.10.2014	(-)67665	-	-	2683267	0.60
		17.10.2014	(+)1097	-	-	2684364	0.60
		24.10.2014	(-)13016	-	-	2671348	0.59
		31.10.2014	(-)5795	-	-	2665553	0.59
		07.11.2014	(+)80320	-	-	2745873	0.61
		14.11.2014	(+)31010	-	-	2776883	0.62
		21.11.2014	(-)19936	-	-	2756947	0.61

Sl. No.	Name of the Shareholder			No. of Shares held at the beginning of the year i.e. as on 01.04.2014		Cumulative Shareholding during the year	
		Date	Increase / decrease and reason* for the same	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
		28.11.2014	(-)179174	-	-	2577773	0.57
		05.12.2014	(-)36432	-	-	2541341	0.57
		12.12.2014	(-)84196	-	-	2457145	0.55
		19.12.2014	(-)18684	-	-	2438461	0.54
		31.12.2014	(+)22575	-	-	2461036	0.55
		09.01.2015	(+)151529	-	-	2612565	0.58
		16.01.2015	(+)758	-	-	2613323	0.58
		23.01.2015	(-)1669	-	-	2611654	0.58
		30.01.2015	(-)63179	-	-	2548475	0.57
		06.02.2015	(-)46854	-	-	2501621	0.56
		13.02.2015	(-)54283	-	-	2447338	0.54
		20.02.2015	(-)121582	-	-	2325756	0.52
		27.02.2015	(-)194989	-	-	2130767	0.47
		06.03.2015	(-)43729	-	-	2087038	0.46
		13.03.2015	(-)29216	-	-	2057822	0.46
		20.03.2015	(-)9509	-	-	2048313	0.46
		27.03.2015	(-)116584	-	-	1931729	0.43
		31.03.2015	(-)23639	-	-	1908090	0.42
		At the end of the year	-	-	-	1908090	0.42
8.	Government of Singapore	At the beginning of the year	-	3218441	0.72	-	-
		04.04.2014	(+)65534	-	-	3283975	0.73
		06.06.2014	(-)65145	-	-	3218830	0.72
		22.07.2014	(-)16146	-	-	3202684	0.71
		01.08.2014	(-)1243	-	-	3201441	0.71
		13.03.2015	(+)1079792	-	-	4281233	0.95
		20.03.2015	(+)143392	-	-	4424625	0.98
		At the end of the year	-	-	-	4424625	0.98
9.	Genesis Asset Mangers, LLP	At the beginning of the year	-	2951581	0.66	-	-
		28.11.2014	(-)118839	-	-	2832742	0.63
		05.12.2014	(-)80064	-	-	2752678	0.61
		19.12.2014	(-)35443	-	-	2717235	0.60
		31.12.2014	(-)64240	-	-	2652995	0.59
		09.01.2015	(-)111822	-	-	2541173	0.57
		16.01.2015	(-)20916	-	-	2520257	0.56
		23.01.2015	(-)19934	-	-	2500323	0.56
		At the end of the year	-	-	-	2500323	0.56

Sl. No.	Name of the Shareholder			No. of Shares held at the beginning of the year i.e. as on 01.04.2014		Cumulative Shareholding during the year	
		Date	Increase / decrease and reason* for the same	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
10.	Vanguard Emerging Markets Stock Index Fund	At the beginning of the year	-	2691878	0.60	-	-
		04.04.2014	(+)13000	-	-	2704878	0.60
		11.04.2014	(+)15925	-	-	2720803	0.61
		18.04.2014	(+)2275	-	-	2723078	0.61
		23.05.2014	(+)781	-	-	2723859	0.61
		11.07.2014	(+)11375	-	-	2735234	0.61
		01.08.2014	(+)46488	-	-	2781722	0.62
		22.08.2014	(+)11175	-	-	2792897	0.62
		12.09.2014	(+)12516	-	-	2805413	0.63
		19.09.2014	(-)80026	-	-	2725387	0.61
		30.09.2014	(-)296220	-	-	2429167	0.54
		28.11.2014	(+)11340	-	-	2440507	0.54
		05.12.2014	(+)10125	-	-	2450632	0.55
		09.01.2015	(-)16605	-	-	2434027	0.54
		16.01.2015	(-)7290	-	-	2426737	0.54
		23.01.2015	(-)6885	-	-	2419852	0.54
		06.02.2015	(-)2025	-	-	2417827	0.54
		13.02.2015	(-)8100	-	-	2409727	0.54
		20.03.2015	(+)118449	-	-	2528176	0.56
		27.03.2015	(+)975796	-	-	3503972	0.78
31.03.2015	(+)340634	-	-	3844606	0.86		
	At the end of the year	-	-	-	3844606	0.86	

* Transfer of shares i.e. Purchase and Sale of Shares were the reasons for Increase/Decrease.

v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Name of the Director / Key Managerial Personnel			No. of Shares held at the beginning of the year i.e. as on 01.04.2014		Cumulative Shareholding during the year	
		Date	Reason for increase / decrease	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
1.	Dr. D. B. Gupta	At the beginning of the year	-	2807910	0.63	-	-
		At the end of the year	-	-	-	2807910	0.62
2.	Mrs. M. D. Gupta	At the beginning of the year	-	3491820	0.78	-	-
		At the end of the year	-	-	-	3491820	0.78
3.	Ms. Vinita Gupta	At the beginning of the year	-	51600	0.01	-	-
		At the end of the year	-	-	-	51600	0.01
4.	Mr. Nilesh Gupta	At the beginning of the year	-	625240	0.14	-	-
		At the end of the year	-	-	-	625240	0.14
5.	Dr. Kamal K. Sharma	At the beginning of the year	-	359400	0.08	-	-
		20.06.2014	Market Sale of 50000 shares	-	-	309400	0.07
		23.06.2014	Market Sale of 50000 shares	-	-	259400	0.06
		24.06.2014	Market Sale of 40000 shares	-	-	219400	0.05
		25.06.2014	Market Sale of 10000 shares	-	-	209400	0.05
		24.11.2014	Market Sale of 5000 shares	-	-	204400	0.05
		25.11.2014	Market Sale of 11000 shares	-	-	193400	0.04
		26.11.2014	Market Sale of 9000 shares	-	-	184400	0.04
		12.12.2014	Market Sale of 7000 shares	-	-	177400	0.04
		15.01.2015	Market Sale of 14400 shares	-	-	163000	0.04
		19.01.2015	Market Sale of 5600 shares	-	-	157400	0.04
		22.01.2015	Market Sale of 30000 shares	-	-	127400	0.03
		09.03.2015	Market Sale of 5000 shares	-	-	122400	0.03
		10.03.2015	Market Sale of 5000 shares	-	-	117400	0.03
		19.03.2015	Market Sale of 5000 shares	-	-	112400	0.03
24.03.2015	Market Sale of 5000 shares	-	-	107400	0.02		
	At the end of the year	-	-	-	107400	0.02	

Sl. No.	Name of the Director / Key Managerial Personnel	No. of Shares held at the beginning of the year i.e. as on 01.04.2014				Cumulative Shareholding during the year	
		Date	Reason for increase / decrease	No. of Shares	% of total Shares of the Company	No. of Shares	% of total Shares of the Company
6.	Mr. R.A. Shah	At the beginning of the year	-	15000	0.00	-	-
		30.07.2014	Transmission of 15000 shares	-	-	30000	0.01
		23.03.2015	Market Purchase of 2000 shares	-	-	32000	0.01
		At the end of the year	-	-	-	32000	0.01
7.	Dr. K. U. Mada	At the beginning of the year	-	3500	0.00	-	-
		At the end of the year	-	-	-	3500	0.00
8.	Dr. Vijay L. Kelkar	At the beginning of the year	-	-	-	-	-
		At the end of the year	-	-	-	-	-
9.	Mr. Richard Zahn	At the beginning of the year	-	-	-	-	-
		At the end of the year	-	-	-	-	-
10.	Mr. Dileep C. Choksi	At the beginning of the year	-	-	-	-	-
		At the end of the year	-	-	-	-	-
11.	Mr. Ramesh Swaminathan <i>Chief Financial Officer</i>	At the beginning of the year	-	31360	0.01	-	-
		20.06.2014	Market Sale of 1931 shares	-	-	29429	0.01
		23.06.2014	Market Sale of 3069 shares	-	-	26360	0.01
		26.02.2015	Market Sale of 10000 shares	-	-	16360	0.00
		At the end of the year	-	-	-	16360	0.00
12.	Mr. R. V. Satam <i>Company Secretary</i>	At the beginning of the year	-	108	0.00	-	-
		At the end of the year	-	-	-	108	0.00

V. INDEBTEDNESS

Indebtedness of the Company including interest outstanding/accrued but not due for payment:

(₹ in million)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	Total Indebtedness
Indebtedness at the beginning of the financial year				
i) Principal Amount	500.0	944.7	-	1444.7
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	12.0	-	12.0
Total (i + ii + iii)	500.0	956.7	-	1456.7
Change in Indebtedness during the financial year				
• Addition	-	-	-	-
• Reduction	-290.5	-711.5	-	-1002.0
Net Change	-290.5	-711.5	-	-1002.0
Indebtedness at the end of the financial year				
i) Principal Amount	209.5	242.6	-	452.1
ii) Interest due but not paid	-	-	-	-
iii) Interest accrued but not due	-	2.6	-	2.6
Total (i + ii + iii)	209.5	245.2	-	454.7

VI. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

A. Remuneration to Managing Director, Whole-time Directors and/or Manager:

(₹ in million)

Sl. No.	Particulars of Remuneration	Name of the MD/WTD/Manager				Total Amount
		Dr. Desh Bandhu Gupta	Dr. Kamal Sharma	Mr. Nilesh Gupta	Mrs. M. D. Gupta	
1.	Gross Salary					
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961.	36.66	87.30	50.80	4.57	179.33
	(b) Value of perquisites under Section 17(2) Income Tax Act, 1961.	12.31	2.20	0.81	0.48	15.80
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961.	-	-	-	-	-
2.	Stock Options	-	24.48	-	-	24.48
3.	Sweat Equity	-	-	-	-	-
4.	Commission	326.80	-	-	-	326.80
	- as % of profit	1%	-	-	-	-
	- others	-	-	-	-	-
5.	Others (Performance-linked Incentive)	-	52.09	30.74	-	82.83
	Total (A)	375.77	166.07	82.35	5.05	629.24
	Ceiling as per the Act	₹ 3268.1 million (being 10% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013).				

B. Remuneration to other directors:

(₹ in million)

Sl. No.	Particulars of Remuneration	Name of the Independent Directors					Total Amount
		Dr. Vijay Kelkar	Mr. R. A. Shah	Mr. Richard Zahn	Dr. K. U. Mada	Mr. Dileep C. Choksi	
1.	Independent Directors						
	• Fee for attending Board/ Committee Meetings	0.14	0.18	0.18	0.36	0.18	1.04
	• Commission	3.50	3.50	2.42	3.00	3.00	15.42
	• Others	-	-	-	-	-	-
	Total (B)(1)	3.64	3.68	2.60	3.36	3.18	16.46
2.	Other Non-Executive Directors						
	• Fee for attending Board/ Committee Meetings	-	-	-	-	-	-
	• Commission	-	-	-	-	-	-
	• Others	-	-	-	-	-	-
	Total (B)(2)	-	-	-	-	-	-
	Total (B) = (B)(1)+ (B)(2)	3.64	3.68	2.60	3.36	3.18	16.46
	Total Managerial Remuneration						
	Overall Ceiling as per the Act	₹ 326.8 million (being 1% of the net profits of the Company calculated as per Section 198 of the Companies Act, 2013).					

C. Remuneration to Key Managerial Personnel other than MD/MANAGER/WTD:

(₹ in million)

Sl. No.	Particulars of Remuneration	Key Managerial Personnel		Total Amount
		Chief Financial Officer	Company Secretary	
1.	Gross Salary			
	(a) Salary as per provisions contained in Section 17(1) of the Income Tax Act, 1961.	54.14	3.12	57.26
	(b) Value of perquisites under Section 17(2) Income Tax Act, 1961.	3.39	0.33	3.72
	(c) Profits in lieu of salary under Section 17(3) Income Tax Act, 1961.	16.61	1.81	18.42
2.	Stock Options	0.97	0.09	1.06
3.	Sweat Equity	-	-	-
4.	Commission			
	- as % of profit	-	-	-
	- others, specify	-	-	-
5.	Others (Performance-linked Incentive)	25.10	0.55	25.65
	Total (C)	100.21	5.90	106.11

VII. PENALTIES/PUNISHMENT/COMPOUNDING OF OFFENCES:

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment / Compounding fees imposed	Details of Penalty / Punishment/ Compounding fees imposed	Appeal made, if any (give details)
A. COMPANY					
Penalty			None		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			None		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			None		
Punishment					
Compounding					

For and on behalf of the Board of Directors

Dr. Desh Bandhu Gupta

Chairman

Mumbai, May 13, 2015

CORPORATE GOVERNANCE REPORT

[1] Company's Philosophy on Corporate Governance:

Your Company's philosophy on Corporate Governance is embedded in the legacy of transparent, fair and ethical practices. Responsible conduct has always been an integral part of the Company's business. Good Corporate Governance rests on the pillars of complete disclosures, professionalism, fairness, accountability and monitoring. Your Company firmly believes that good corporate governance emerges from the application of the best management practices and compliance with applicable laws. The Company adopts the highest standards of Corporate Governance on an on-going basis and is committed to benchmark itself with the best standards in true form and spirit.

The Company's Board has an optimum mix of executive and independent directors with two women directors bringing in key expertise across varied areas. The Company has Codes of Conduct for Directors and Senior Management personnel and a Code for Independent Directors. All the Codes are posted on the website of the Company (www.lupin.com). Directors and Senior Management personnel have affirmed compliance with the respective Codes and the Managing Director has given a declaration to this effect, pursuant to Clause 49(II) (E)(2) of the Listing Agreement.

Apart from complying with the mandatory requirements prescribed by Clause 49 of the Listing Agreement, the Company has complied with a few non-mandatory requirements, such as unqualified financial statements and appointed separate persons as Chairman, Managing Director and Chief Executive Officer.

'Where the mind is without fear, the head is held high'. In line with this belief, the Company instituted the 'PLEDGE' initiative - Preparing Lupin Emloyees to Demonstrate Governance and Ethical Conduct. This initiative enforces a common code of ethics, empowers employees to report unethical practices, ensures swift redressal and institutes mechanisms to deal with workplace harassment. This policy covers all employees across the globe, including Directors. The PLEDGE initiative encompasses three important and relevant policies, viz. **Code of Conduct**,

Prevention of Workplace Harassment and Whistle blower Policy, specifically aimed at safeguarding the rights of employees who wish to report violations at work. Employees are encouraged to make written complaints to the Office of the Ombudsperson in strictest confidence and anonymity. The Office of the Ombudsperson necessarily responds to complaints within three days of its receipt. PLEDGE is a well-entrenched and established programme which has not only reinforced employees' trust and confidence in the Management, but also promoted the highest level of professionalism, integrity and ethical conduct among employees. During the year, the Company did not receive any complaint of sexual harassment. The Office of Ombudsperson received 32 minor and 11 major complaints under the Whistle blower policy which were responded to within the stipulated time-frame.

The Company has sound systems of internal checks and balances which are evaluated and updated at regular intervals. A security initiative 'Kavach' is in place to create awareness and address various security concerns. It broadly encompasses protecting assets, evaluating security risks and ensuring compliances on a sustainable basis. Benchmarking of 'Kavach' for international standard was initiated and it has been recommended for ISO/IEC 27001 certificate for its Information Security Programme. The Company embarked upon an initiative in 'Business Continuity' with the objective of setting-up a preventive mechanism for addressing the gaps which may delay the recovery of processes in case of any incidents. This initiative, for which testing in plant is on the verge of completion, would help the Company sustain the competitive edge in current and future business environment.

The Company has complied with all the requirements of the Stock Exchanges, the SEBI and other statutory authorities on all matters relating to capital markets during the last three years and they have not imposed any penalties on, or passed any strictures against, the Company.

A detailed Management Discussion and Analysis report forms part of this Annual Report.

[2] Board of Directors:

The strength of the Board as on March 31, 2015 was ten, of which, four are executive promoter-directors, one an executive director and five are independent directors which is in conformity with Clause 49(II)(A)(2) of the Listing Agreement. Though Clause 49(II)(A)(1) of the Listing Agreement mandates that the Board shall have at least one woman director, the Company has two women directors. The requisite particulars are given below:

Sl. No.	Name of the director	Whether Promoter/ Executive/ Independent	No. of Board Meetings during the year		Attendance at the last AGM	Number of directorships of other companies	Member/ Chairman of committees other than the Company
			Held	Attended			
1.	Dr. Desh Bandhu Gupta, <i>Chairman</i>	P. & E.D.	4	4	Yes	10	-
2.	Dr. Kamal K. Sharma, <i>Vice Chairman</i>	E.D.	4	4	Yes	7	-
3.	Ms. Vinita Gupta, <i>Chief Executive Officer</i>	P. & E.D.	4	4	Yes	4	-
4.	Mr. Nilesh Gupta, <i>Managing Director</i>	P. & E.D.	4	4	Yes	7	-
5.	Mrs. M. D. Gupta, <i>Executive Director</i>	P. & E.D.	4	4	Yes	11	-
6.	Dr. Vijay Kelkar	I. N-E.D.	4	3	Yes	10	3/-
7.	Mr. Richard Zahn	I. N-E.D.	4	4	Yes	1	-
8.	Mr. R. A. Shah	I. N-E.D.	4	4	Yes	13	8/3
9.	Dr. K. U. Mada	I. N-E.D.	4	4	Yes	2	3/1
10.	Mr. Dileep C. Choksi	I. N-E.D.	4	3	No	11	9/5

Notes:

- P. & E.D.: Promoter & Executive Director; E.D.: Executive Director; I. N-E.D.: Independent Non-Executive Director.
- Mrs. M. D. Gupta is the wife of Dr. Desh Bandhu Gupta, Ms. Vinita Gupta their daughter and Mr. Nilesh Gupta their son.
- Membership/Chairmanship of Committees includes only those of the Audit Committee and the Stakeholders' Relationship Committee.

Board Meetings

The Board of Directors play a pivotal role in providing strategic guidance, direction and leadership to the management in order to ensure the effectiveness of various policies with a view to achieve set goals. While overseeing management performance, the Board protects the interests of stakeholders and enhances value. Board meeting dates are finalised in consultation with all directors and agenda papers backed up by comprehensive notes as also detailed background information are circulated well in advance, thereby enabling the Board to take informed decisions and discharge its functions effectively and efficiently. Board Members are free to express their opinions and bring up matters for discussions at Board meetings. Directors inform the Company on an annual basis about the Board/Committee positions they occupy in other companies, including chairmanships and also notify changes, if any. The Board is regularly apprised about key business developments; detailed presentations are made at its meetings by business/functional heads

and key management personnel. Minutes of the Board Meetings are circulated to all the Directors in advance and confirmed at the subsequent meeting. Copies of minutes of various Committees of the Board, minutes of Board meetings of subsidiaries and Compliance Reports in respect of various laws as applicable are tabled at Board meetings. The performance evaluation of the Independent Directors was done by the entire Board (excluding the director being evaluated).

Details of Board Meetings

Board meetings are held at least four times a year and the time-gap between two meetings is not more than one hundred and twenty days, which is in compliance with Clause 49(II)(D) of the Listing Agreement. During the year, four Board meetings were held, viz. on May 7, 2014, July 30, 2014, October 28, 2014 and February 3, 2015. The Board also passed by circulation three resolutions dated September 19, 2014, October 8, 2014 and March 5, 2015.

Brief profiles, other directorships and committee memberships etc. of directors seeking appointment/re-appointment at the 33rd Annual General Meeting:

Dr. Desh Bandhu Gupta

Dr. Desh Bandhu Gupta has a Masters Degree in Science and is a prominent personality in the pharmaceutical industry. He is one of the promoters of the Company. Dr. Gupta has displayed leadership of an exceptionally high order and provided the

Company, the benefit of his insight into the pharmaceutical industry, business acumen and vast experience. Under his stewardship, the Company has grown exponentially and is poised to seek newer heights in the years to come.

List of other directorships	Chairman/Member of the Committees of the board of the companies on which he is a director
Zyma Laboratories Ltd., <i>Director</i> Rahas Investments Pvt. Ltd., <i>Director</i> Visiomed Investments Pvt. Ltd., <i>Director</i> Lupin Holdings Pvt. Ltd., <i>Director</i> Lupin Investments Pvt. Ltd., <i>Director</i> Lupin International Pvt. Ltd., <i>Director</i> Polynova Industries Ltd., <i>Director</i> Lupin Properties Ltd., <i>Director</i> (formerly known as Lupin Performance Chemicals & Real Estate Ltd.) Novamed Investments Pvt. Ltd., <i>Director</i> Synchem Investments Pvt. Ltd., <i>Director</i>	-

Dr. Kamal K. Sharma

Dr. Kamal K. Sharma is a chemical engineer from the Indian Institute of Technology (IIT), Kanpur, with a post-graduate diploma in industrial management from the Jamnalal Bajaj Institute of Management Studies, Mumbai, and a Ph.D. in Economics from IIT, Mumbai. He has also completed an advanced management programme from Harvard Business School, Boston. Dr. Sharma has vast industry experience

spanning over four decades and has held a range of senior management positions in the fields of projects, operations, corporate development and general management in pharma and chemical industries. Dr. Sharma has effectively led the team and as Vice Chairman, he is involved in setting vision of the Company, building strategy and mentoring the management team.

List of other directorships	Chairman/Member of the Committees of the board of the companies on which he is a director
Kyowa Pharmaceutical Industry Co. Ltd., Japan, <i>Director</i> Generic Health Pty Ltd., Australia, <i>Director</i> Pharma Dynamics Proprietary Ltd., South Africa, <i>Director</i> Lupin Healthcare Ltd., <i>Director</i> Lupin GmbH, Switzerland, <i>Managing Officer</i> Faisa Financial Pvt. Ltd., <i>Director</i> Templetree Properties Pvt. Ltd., <i>Director</i>	-

Mrs. M. D. Gupta

Mrs. M. D. Gupta is a Bachelor of Arts. She is one of the promoters of the Company. She has wide business experience and expertise with intimate knowledge of the working of the Company and is on the various Committees of the Board. Mrs. Gupta is also involved in the Corporate Social Responsibility activities of the Company.

List of other directorships	Chairman/Member of the Committees of the board of the companies on which she is a director
Zyma Laboratories Ltd., <i>Director</i> Rahas Investments Pvt. Ltd., <i>Director</i> Visiomed Investments Pvt. Ltd., <i>Director</i> Lupin Holdings Pvt. Ltd., <i>Director</i> Lupin Investments Pvt. Ltd., <i>Director</i> Lupin International Pvt. Ltd., <i>Director</i> Polynova Industries Ltd., <i>Director</i> Lupin Properties Ltd., <i>Director</i> (formerly known as Lupin Performance Chemicals & Real Estate Ltd.) Novamed Investments Pvt. Ltd., <i>Director</i> Synchem Investments Pvt. Ltd., <i>Director</i> Element 119 Leasing and Finance Pvt. Ltd., <i>Director</i>	-

Ms. Vinita Gupta

Ms. Vinita Gupta, an M.B.A. from the J. L. Kellogg Graduate School of Management, U.S.A. and a pharmacy graduate from the University of Mumbai. She is responsible for the US, Canada, Europe, CIS, Latin America, Africa and Middle East businesses. She also leads the Company's M&A and Strategic Planning efforts. She was appointed as Chief Executive Officer of the Company w.e.f. September 1, 2013.

List of other directorships	Chairman/Member of the Committees of the board of the companies on which she is a director
Lupin GmbH, Switzerland, <i>President of the Management</i> Lupin Pharmaceuticals Inc., U.S.A., <i>Managing Director</i> Kyowa Pharmaceutical Industry Co., Ltd., Japan, <i>Director</i> Lupin Inc., U.S.A., <i>Director</i>	-

Dr. Vijay Kelkar

Dr. Vijay Kelkar, 'Padma Vibhushan' awardee, is a Ph.D. from the University of California at Berkeley, M.S. from the University of Minnesota and B.S. from Pune University. He held senior positions in the Government of India and was Chairman/Member of several high-powered committees, councils, task forces, working groups, set up by different ministries and departments of the Government of India. Dr. Kelkar has delivered lectures at the Universities of California, Pennsylvania, Vanderbilt,

Harvard and Cornell in the US and was visiting Professor at the South Asia Institute, Heidelberg University, West Germany and Center for Economic Development and Administration, Government of Nepal. He was a senior faculty member of the Administrative Staff College of India, Hyderabad, and Instructor - Microeconomics, University of California, U.S.A. Dr. Kelkar has authored many books, publications and journals on micro and macroeconomics, reforms of union public sector, emerging challenges and on trade policies.

List of other directorships	Chairman/Member of the Committees of the board of the companies on which he is a director
Britannia Industries Ltd., <i>Director</i> CSIR - Tech Pvt. Ltd., <i>Chairman</i> Go Airlines (India) Ltd., <i>Director</i> Green Infra Ltd., <i>Director</i> Indian Institute for Human Settlements, <i>Director</i> J. M. Financial Ltd., <i>Director</i> JSW Steel Ltd., <i>Director</i> National Bulk Handling Corporation Ltd., <i>Chairman</i> Tata Consultancy Services Ltd., <i>Director</i> Tata Chemicals Ltd., <i>Director</i>	J. M. Financial Ltd., <i>Member of Audit Committee and Stakeholders Relationship Committee.</i> Tata Consultancy Services Ltd., <i>Member of Audit Committee.</i>

Mr. Richard Zahn

Mr. Richard Zahn is a B. S. (Business Administration) with Honors, Kansas State Teachers College, Kansas. He has completed Executive Education with Amos Tuck School, Dartmouth University, Harvard/MIT Programme on Negotiation, The Wharton School, University of Pennsylvania, National Association of Corporate Directors - Certificate of Director Education. Mr. Zahn has also completed programme in Executive Leadership, Cornell University. Mr. Richard is the Managing Partner of HMJ Global Partners, a corporate governance and not-for-profit public policy advisory group. With more than 30 years of experience in the biotechnology

and pharmaceutical industries, he is an established leader and strategist in healthcare research and development, marketing management, managed care, and human resources. He is widely recognised as an insightful speaker on economic and policy issues. Mr. Richard has worked with Schering Laboratories, Schering Corporation and Schering-Plough Corporation as also Johnson & Johnson. Mr. Richard has focused his efforts on rural economic development and public policy and has received several awards for his devoted work towards various organisations and charities with particular focus on health care and minority issues.

List of other directorships

Metagenics Private Ltd., *Director*

Chairman/Member of the committees of the board of the companies on which he is a director

–

Mr. R. A. Shah

Mr. R. A. Shah is an eminent Solicitor and senior partner of M/s. Crawford Bayley & Company, a leading firm of Solicitors and Advocates in Mumbai. He specialises in a broad spectrum of Corporate Laws in general, with special focus on foreign investments, joint ventures, technology and

license agreements, intellectual property rights, mergers and acquisitions, competition law and insider trading regulations. Mr. Shah is a member of the Managing Committee of Bombay Chamber of Commerce and Indo German Chamber of Commerce.

List of other directorships

Godfrey Phillips India Ltd., *Chairman*
 Pfizer Ltd., *Chairman*
 Procter & Gamble Hygiene and Healthcare Ltd., *Chairman*
 Colgate Palmolive India Ltd., *Vice-Chairman*
 Abbott India Ltd., *Director*
 The Bombay Dyeing & Mfg. Co. Ltd., *Director*
 BASF India Ltd., *Director*
 Jumbo World Holdings Ltd. (Foreign Company), *Director*
 Atul Ltd., *Director*
 Deepak Fertilisers & Petrochemicals Corporation Ltd., *Non Independent Director*
 Thyssenkrupp Solutions (India) Pvt. Ltd., (formerly known as Uhde India Pvt. Ltd.), *Alternate Director*
 Precision Valve (India) Pvt. Ltd., *Director*
 Preval Pumps and Accessories (India) Pvt. Ltd., *Director*

Chairman/Member of the Committees of the board of the companies on which he is a director

Pfizer Ltd., *Chairman of Audit Committee.*
 Colgate Palmolive India Ltd., *Chairman of Audit Committee.*
 Procter & Gamble Hygiene and Healthcare Ltd., *Chairman of Audit Committee.*
 BASF India Ltd., *Member of Audit Committee.*
 The Bombay Dyeing & Mfg. Co. Ltd., *Member of Audit Committee.*
 Abbott India Ltd., *Member of Audit Committee and Member of Stakeholders Relationship Committee.*
 Godfrey Phillips India Ltd., *Member of Audit Committee.*

Dr. K. U. Mada

Dr. K. U. Mada is an eminent economist and was a development banker. He holds a Ph.D. (Economics) degree from the University of Mumbai and a certificate in financial management from the Jamnalal Bajaj Institute, Mumbai. He was a Professor of Economics at Jai Hind College, Mumbai. Thereafter, he worked for the Reserve Bank of India and Industrial Development Bank of India (IDBI) and held senior positions, including as Executive Director, IDBI and chief of a bank. Dr. Mada was Chairman/Member of several

committees constituted by IDBI/other financial institutions and the Government of India. He represented IDBI as Speaker/participant at several national and international conferences/seminars on economic, corporate and institutional affairs. He was a visiting faculty at management institutes. He brought out books and published articles in well-known journals. Dr. Mada has served on the boards of corporate entities and all-India financial institutions, including the Management Development Institute, Gurgaon.

List of other directorships

Hotel Leelaventure Ltd., *Director*
Tamilnadu Petroproducts Ltd., *Director*

Chairman/Member of the Committees of the board of the companies on which he is a director

Hotel Leelaventure Ltd., *Member Audit Committee and Chairman of the Stakeholders Relationship Committee.*
Tamilnadu Petroproducts Ltd., *Member of the Audit Committee.*

Mr. Dileep C. Choksi

Mr. Dileep C. Choksi is a leading Chartered Accountant, qualified lawyer and a Cost Accountant with over 35 years of experience. His areas of specialisation include tax planning and structuring for domestic and international clients, including expatriates, finalising collaborations and joint ventures, executive advisory and decision support, corporate

restructuring with a focus on start-ups, turnaround and change management strategies and analysing tax impact of various instruments. Mr. Choksi advises some of India's large business houses on various strategic matters and multinational clients on cross border structuring. He has set up C. C. Chokshi Advisors Pvt. Ltd., the activities of which aim to provide complete solutions for all business requirements.

List of other directorships

ICICI Lombard General Insurance Company Ltd., *Director*
ICICI Home Finance Company Ltd., *Director*
Datamatics Global Services Ltd., *Director*
Mafatlal Cipherspace Private Ltd., *Director*
ICICI Bank Ltd., *Director*
Hexaware Technologies Ltd., *Director*
Incube Ventures Private Ltd., *Additional Director*
AIA Engineering Ltd., *Director*
Arvind Ltd., *Director*
Swaraj Engines Ltd., *Director*
Tata Housing Development Company Ltd., *Director*

Chairman/Member of the Committees of the board of the companies on which he is a director

ICICI Lombard General Insurance Company Ltd., *Chairman of Audit Committee.*
ICICI Home Finance Company Ltd., *Chairman of Audit Committee.*
ICICI Bank Ltd., *Alternate Chairman of Audit Committee.*
Hexaware Technologies Ltd., *Chairman of Audit Committee and Member of Stakeholders Relationship Committee.*
Arvind Ltd., *Chairman of Audit Committee and Member of Stakeholders Relationship Committee.*
Swaraj Engines Ltd., *Chairman of Audit Committee.*
Tata Housing Development Company Ltd., *Member of Audit Committee.*

[3] Audit Committee:

The Audit Committee comprises Dr. K. U. Mada, Chairman and Mr. Dileep C. Choksi, Independent Directors, and Dr. Kamal K. Sharma. Mr. R. V. Satam, Company Secretary & Compliance Officer, acts as the Secretary of the Committee. Dr. K. U. Mada, Chairman of the Committee, attended the last Annual General Meeting of the Members held on July 30, 2014. All Members of the Committee are financially literate. Dr. Mada is an eminent economist and development banker, Mr. Choksi is a leading Chartered Accountant and financial consultant. Dr. Sharma is a Ph.D.

in Economics from IIT, Mumbai. The Audit Committee acts as a link between statutory auditors, internal and cost auditors and the Board. The Committee assists the Board in monitoring the financial reporting process, reviewing the internal controls, adequacy of provisions for liabilities and appropriateness of audit test checks. The meetings of the Audit Committee are attended by the Chief Financial Officer, President - Finance, representatives of accounts, statutory, internal and cost auditors. The Committee lays emphasis on adequate disclosures and compliance with all relevant statutes.

The Committee performs the functions enumerated in Section 177 of the Companies Act, 2013 and Clause 49 of the Listing Agreement. The matters deliberated upon and reviewed by the Committee inter alia include: -

- 1) Oversight of the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statements are correct, sufficient and credible.
- 2) Recommending to the Board, the appointment of statutory auditors, their remuneration and terms of appointment and approval of payments for any other services rendered by them.
- 3) Examining and reviewing with the management, the annual financial statements (Standalone and Consolidated) and auditor's report thereon before submission to the Board for approval, with particular reference to: -
 - a) matters required to be included in the Directors' Responsibility Statement included in the Board's Report in terms of Section 134(3)(c) of the Companies Act, 2013;
 - b) changes, if any, in accounting policies and practices and reasons therefor;
 - c) major accounting entries involving estimates based on the exercise of judgment by management;
 - d) significant adjustments made in the financial statements arising out of audit findings, if any;
 - e) compliance with listing and other legal requirements relating to financial statements;
 - f) disclosure of related party transactions; and
 - g) qualifications in the draft audit report, if any.
- 4) Examining and reviewing with the management, the quarterly financial statements before submission to the Board for approval.
- 5) Review and monitor the statutory auditor's independence, performance and effectiveness of audit process.

- 6) Approval or any subsequent modification of transactions of the Company with related parties.
- 7) Scrutiny of inter-corporate loans and investments.
- 8) Evaluation of internal financial controls and risk management systems.
- 9) Reviewing with the management, the performance of internal auditors and adequacy of the internal control systems.
- 10) Reviewing the adequacy of internal audit function, including the structure of the internal audit department, its staffing and seniority of the official heading the department, reporting structure, coverage and frequency of audits (including outsourced).
- 11) Discussion with the internal auditors on their significant findings and follow-up thereon.
- 12) Reviewing the findings of internal auditors and reporting them to the Board, as required.
- 13) Discussion with statutory auditors before the audit commences as to the nature and scope of audit as also post-audit discussion to ascertain areas of concern.
- 14) Review the functioning of the Whistle Blower mechanism.
- 15) Recommend to the Board, the appointment and remuneration of Cost Auditor to conduct audit of cost records of the Company in compliance with the provisions of the Companies Act, 2013 and Rules made thereunder.
- 16) Reviewing the financial statements of subsidiary companies including investments made by the subsidiary companies.
- 17) Review and discuss with the management the status and implications of major legal cases.
- 18) Carrying out such other functions as may be mentioned in the terms of reference of the Audit Committee.

In addition to the above, the Committee reviews the management discussion and analysis, statements of significant related party transactions, management letters/ internal audit reports etc.

Details of Audit Committee Meetings

Audit Committee meetings are held at least four times a year and the time-gap between two meetings is not more than four months, which is in compliance with Clause 49(III)(B) of the Listing Agreement. During the year, five Audit Committee meetings were held, viz. on May 7, 2014, July 29, 2014, September 17, 2014, October 27, 2014 and February 2, 2015 and the attendance at which, was as follows:

Sl. No.	Name of the director	No. of Meetings	
		Held	Attended
a.	Dr. K. U. Mada, <i>Chairman</i>	5	5
b.	Dr. Kamal K. Sharma	5	5
c.	Mr. Dileep C. Choksi	5	5

[4] Stakeholders' Relationship Committee:

Pursuant to the provisions of Section 178 of the Companies Act, 2013 and Clause 49(VIII)(E) of the Listing Agreement, the Board re-christened the 'Investors' Grievances Committee' as 'Stakeholders' Relationship Committee' (SRC). The SRC comprises Dr. Vijay Kelkar, Chairman, and Dr. K. U. Mada, Independent Directors. Mr. R. V. Satam, Company Secretary & Compliance Officer, acts as the Secretary of the Committee. Meetings of the SRC are also attended by the President - Finance and head of Investors' Services Department.

The Committee regularly reviews the functioning of the

Investors' Services Department covering all facets of its operations, including complaints from shareholders, transfer of shares, compliances with regulatory provisions, implementation of employee stock option plans, activities related to dividend disbursement and depository operations. The Committee also closely monitors investor grievances redressal system of the Department.

The Company received and resolved 46 complaints from shareholders during the year. As on March 31, 2015, no complaints remained pending/unattended and no share transfers remained pending for over 15 days, during the year.

Details of Stakeholders' Relationship Committee Meetings

During the year, two meetings of the Stakeholders' Relationship Committee were held on November 7, 2014 and March 11, 2015 and the attendance was as under:

Sl. No.	Name of the director	No. of Meetings	
		Held	Attended
a.	Dr. Vijay Kelkar, <i>Chairman</i>	2	2
b.	Dr. K. U. Mada	2	2

[5] Nomination and Remuneration Committee:

At its meeting held on January 20, 2004, the Board had set up the 'Remuneration/Compensation Committee'. The Board, at its meeting held on May 7, 2014, re-christened the Committee as 'Nomination and Remuneration Committee' and widened its scope in compliance with the provisions of Section 178 of the Companies Act, 2013 and Rules made thereunder and Clause 49(IV) of the Listing Agreement, The Committee comprises Dr. K. U. Mada, Chairman, Mr. R. A. Shah and Mr. Richard Zahn, all Independent Directors. Mr. R. V. Satam, Company Secretary & Compliance Officer, acts as the Secretary of the Committee.

Role of the Nomination and Remuneration Committee:

Pursuant to the provisions of Section 178 of the Companies Act, 2013 and Clauses 49(II)(B)(5) and 49(IV) (B) of the Listing Agreement, the role of the Nomination and Remuneration Committee is as follows:

- Formulating the criteria for determining qualifications, positive attributes and independence of a director and recommend to the Board, a policy relating to remuneration of the directors, key managerial personnel and other employees;
- Formulating the criteria for evaluation of Independent Directors and the Board;
- Devising a policy on Board diversity;
- Identifying persons who are qualified to become directors and who may be appointed in senior

management in accordance with the criteria laid down and recommend to the Board, their appointment and removal;

- Develop and review a succession plan for the Board and the Senior Management;
- Approval of remuneration of Executive and Non-Executive Directors; and
- Approval of grant of stock options under various ESOP plans of the Company.

Remuneration of Executive Directors:

The Committee recommends to the Board, remuneration of Executive Directors subject to approval by the Members and such other authorities, as may be necessary. While recommending the remuneration, the Committee considers various factors such as qualifications, experience, expertise, position, leadership qualities, prevailing remuneration in the industry, volume of the Company's business and profits earned by it and the responsibilities taken by the director concerned. The remuneration limits are as prescribed by Section 197 and Schedule V of the Act and Rules made thereunder. Executive Directors are not paid sitting fees for attending the Meetings of the Board and its Committees.

Remuneration of Non-Executive Directors:

The non-executive directors receive sitting fees for attending meetings of the Board and its Committees and that the same does not exceed the maximum amount provided in the Companies Act, 2013 and Rules made

thereunder. The Members vide a Special Resolution by postal ballot, the result of which was announced on December 21, 2010, had approved payment of commission to the non-executive directors, not exceeding in the aggregate 0.5% p.a. of the Company's net profit, computed in the manner laid down by the provisions of Sections 198, 349 and 350 and other applicable provisions, if any, of the Companies Act, 1956, for a period of five years commencing from April 1, 2010.

The Board is authorised to decide upon the eligibility criteria and the quantum of commission payable to each non-executive director. An amount of ₹15.42 million has been provided towards commission payable to non-executive directors for the year ended March 31, 2015 which would be paid after the Members approve the audited accounts for the year at the forthcoming Annual General Meeting.

Details of remuneration paid to the Directors are as under:

Name of the director	Salary	Perquisites	Stock Options	Commission	Others (Performance - linked Incentive)	₹ in million	
						Sitting Fees	Total
Dr. Desh Bandhu Gupta, <i>Chairman</i>	36.66	12.31	-	326.80	-	-	375.77
Dr. Kamal K. Sharma, <i>Vice Chairman</i>	87.30	2.20	24.48	-	52.09	-	166.07
Mr. Nilesh Gupta, <i>Managing Director</i>	50.80	0.81	-	-	30.74	-	82.35
Mrs. M. D. Gupta, <i>Executive Director</i>	4.57	0.48	-	-	-	-	5.05
Dr. Vijay Kelkar, <i>Independent Director</i>	-	-	-	3.50	-	0.14	3.64
Mr. R. A. Shah, <i>Independent Director</i>	-	-	-	3.50	-	0.18	3.68
Mr. Richard Zahn, <i>Independent Director</i>	-	-	-	2.42	-	0.18	2.60
Dr. K. U. Mada, <i>Independent Director</i>	-	-	-	3.00	-	0.36	3.36
Mr. Dileep C. Choksi, <i>Independent Director</i>	-	-	-	3.00	-	0.18	3.18

Details of the Nomination and Remuneration Committee Meetings

During the year, four meetings of the Nomination and Remuneration Committee were held on August 14, 2014, November 11, 2014, November 20, 2014 and February 11, 2015 and the attendance was as under:

Sl. No.	Name of the director	No. of Meetings	
		Held	Attended
a.	Dr. K. U. Mada, <i>Chairman</i>	4	4
b.	Mr. R. A. Shah	4	4
c.	Mr. Richard Zahn	4	4

The Committee passed by circulation seven resolutions dated April 2, 2014, May 13, 2014, May 26, 2014, July 2, 2014, August 5, 2014, October 8, 2014 and January 27, 2015.

[6] Risk Management Committee:

In terms of Clause 49(VI) of the Listing Agreement, the Board constituted a Risk Management Committee comprising Dr. Kamal K. Sharma, Vice Chairman, Ms. Vinita Gupta, Chief Executive Officer, Mr. Nilesh Gupta, Managing Director, Mr. Ramesh Swaminathan, Chief Financial Officer and Mr. Sunil Makharia, President

- Finance. The Committee has laid down procedures to inform to the Board about the risk assessment and minimization procedures. The Board has engaged services of a professional firm for framing, implementing and monitoring the risk management plan of the Company. The said Firm shall review the existing risk management process; determine risk management structure; including

roles and responsibilities; risk rating criteria for assessing the impact; and likelihood of risks and effectiveness of mitigation plans. It shall document the risk prioritization results and obtain the Management's assessments on 'Risks That Matter' and support for assessment of mitigation readiness vis-à-vis 'Risks That Matter'.

[7] Independent Directors' Meeting:

All the Independent Directors participated at the meeting of the independent directors held on March 27, 2015, which was chaired by Mr. R. A. Shah. The meeting reviewed the performance of the non-independent directors, the Board as a whole and the Chairman of the Company. They also assessed the quality, coverage and timeliness of flow of information between the Management and the Board.

[8] Familiarisation Programme for Independent Directors:

At the time of appointment, Independent Directors are made aware of their roles, rights and responsibilities

through a formal letter of appointment which also stipulates the various terms and conditions of their engagement. At Board and Committee Meetings, the Independent Directors are familiarised with the business model, strategy, operations, functions, policies and procedures of the Company and its subsidiaries. They are informed about risk assessment and minimization procedures. Independent Directors are invited to Investor meets which provides them with an opportunity to interact with analysts, financial advisors and investors which helps them get familiarized with the external customers. Articles and write-ups about the Company published in leading business magazines and newspapers are circulated to Independent Directors. The Familiarisation Programme formulated by the Company for Independent Directors has been uploaded on the Company's website www.lupin.com the web link for which is http://www.lupin.com/pdf/Familiarisation_Programme_for_Independent_Directors_LL.pdf.

[9] General Body Meetings:

Details of the last three Annual General Meetings: -

Year	Day, Date and Time	Location	No. of Special Resolutions passed
2011 - 12	Tuesday, July 24, 2012 at 2.30 p.m.	Rang Sharda Natyamandir, Bandra Reclamation, Bandra (West), Mumbai - 400 050	-
2012 - 13	Wednesday, August 7, 2013 at 2.30 p.m.	Rang Sharda Natyamandir, Bandra Reclamation, Bandra (West), Mumbai - 400 050	One Special Resolution was passed for raising the investment limit of FII's in the equity share capital of the Company from 33% to 49%.
2013 - 14	Wednesday, July 30, 2014 at 2.30 p.m.	Rang Sharda Natyamandir, Bandra Reclamation, Bandra (West), Mumbai - 400 050	One Special Resolution was passed for creating charges on the Company's properties to secure financial assistance availed/to be availed by the Company.

No business was required to be transacted through postal ballot at the above meetings. Similarly no business is required to be transacted through postal ballot at the forthcoming Annual General Meeting.

During the year, the following Resolutions were passed by postal ballot, results of which were declared on October 21, 2014: -

1. A **Special Resolution** with a majority of (82.42%) for approving the 'Lupin Employees Stock Option Plan 2014'; and
2. A **Special Resolution** with a majority of (82.42%) for approving the 'Lupin Subsidiary Companies Employees Stock Option Plan 2014'.

Ms. Neena Bhatia, practicing Company Secretary, acted as the Scrutiniser for conducting the ballots. Procedure

prescribed by Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management & Administration) Rules, 2014 were followed for conducting the said ballots. Postal ballot forms with full particulars of shareholders duly printed thereon were sent in self-addressed postage pre-paid envelopes together with the notice and explanatory statement specifying the resolutions proposed to be passed by postal ballot.

The Company offered e-voting facility to its shareholders through the e-voting system of the National Securities Depository Limited (NSDL) as an alternate. E-mails containing detailed procedure for e-voting were sent to those Members whose e-mail IDs were registered for receipt of documents in electronic mode under the Green Initiative of the Ministry of Corporate Affairs, Government of India. Members holding shares in physical/demat form could opt to exercise voting rights through physical ballot

or e-voting. Shareholders were requested to return the postal ballot forms duly completed to the Scrutiniser within the prescribed time. Similarly, e-voting could be exercised up to the prescribed time. Physical postal ballot forms received from shareholders were duly numbered, segregated and scrutinized by the Scrutiniser. A Report was received from NSDL on e-voting. The Scrutiniser considered valid physical postal ballot forms received as also the data received from NSDL in her Report, which was handed over to the Chairman of the Company who announced the results. Results of the postal ballot were displayed promptly on the notice board at the registered office of the Company, published in the newspapers and hoisted on the Company's website.

[10] Related party transactions and other disclosures:

During the year under review, all related party transactions entered into by the Company were in the ordinary course of business and on an arm's length basis. No related party transaction was in conflict with the interests of the Company. During the year, the Company did not have any material non-listed Indian subsidiary company as defined in Clause 49(V) of the Listing Agreement. The Company has framed a policy for determining material subsidiaries, which has been uploaded on the Company's website (web link: http://www.lupin.com/pdf/Policy_for_determining_material_subsidaries.pdf).

Statements of transactions in summary form with related parties are placed at the Audit Committee Meetings. Pursuant to the provisions of Sections 177(4)(iv) and 188 of the Companies Act, 2013 (Act) and Clause 49(VII) of the Listing Agreement, the Audit Committee approves related party transactions. Pursuant to Clause 49(VII)(D) of the Listing Agreement read with SEBI Circular CIR/CFD/POLICY CELL/7/2014, the Committee granted omnibus approval to transactions likely to be entered into by the Company with certain related parties during the period October 1, 2014 to September 30, 2015. Pursuant to Clause 49(VII)(D)(d), the Committee reviews on a quarterly basis, details of transactions entered into by the Company pursuant to the omnibus approval given.

During the year, M/s. Crawford Bayley & Co., Solicitors & Advocates, of which Mr. R. A. Shah, Independent Director, is a senior partner, was paid professional fees aggregating ₹0.2 million, which constitutes less than one percent of the total revenues of the firm and an insignificant fraction of the Company's turnover. The Company has taken a legal opinion on the subject confirming that the said firm does not have any material association with the Company and payment of fees is not material enough to impinge on the independence of Mr. Shah. Apart from sitting fees, commission and professional fees, there is no

pecuniary transaction with Independent directors of the Company which has potential conflict of interest with the Company.

In compliance with Accounting Standard AS 18 and Clause 49 of the Listing Agreement, details of related party transactions are disclosed in the notes to accounts that form part of the financial statements.

Details of transactions with related parties in which directors are interested are recorded in Form No. MBP - 4 'Register of Contracts with related party and contracts and Bodies etc.' maintained pursuant to the provisions of Section 189(1) of the Act and Rules made thereunder. The same is placed before every Board meeting and signed by the directors present. The Company has formulated a policy on materiality of Related Party Transactions and also on dealing with Related Party Transactions. Material related party transactions were entered into by the Company only with its subsidiaries. The policy, as approved by the Board, has been uploaded on the Company's website www.lupin.com and web link for which is http://www.lupin.com/pdf/POLICY-RELATED_PARTY_TRANSACTIONS.pdf.

[11] Means of communication:

Quarterly and annual financial results of the Company are promptly submitted to the BSE and NSE immediately after they are approved by the Board. Thereafter, they are published in prominent English (The Economic Times, all editions) and Marathi (Maharashtra Times, Mumbai edition) newspapers. Results are posted on the Company's website viz. www.lupin.com. In compliance with Clause 52 of the Listing Agreement, annual report, financial results, quarterly shareholding pattern and quarterly corporate governance compliance reports are uploaded on the 'Corporate Filing and Disseminations System' website www.corpfiling.co.in. The Company's website also displays official news releases and presentations made to institutional investors and analysts. Disclosures pursuant to various Clauses of the Listing Agreement are promptly communicated to the stock exchanges from time to time.

[12] General Members' information:

INVESTORS' SERVICES DEPARTMENT (ISD)

The ISD located at the Registered Office of the Company, provides services of the highest standards to its esteemed shareholders. The ISD has established direct connectivity with both the depositories viz. the National Securities Depository Limited (NSDL) and the Central Depository Services (India) Limited (CDSL) for reliable and expeditious depository operations.

The ISD comprising experienced and committed

employees provides following services:

- Transfer and transmission of shares in physical mode
- Dematerialisation/rematerialisation of shares
- Regulatory compliances pertaining to shares
- Redressal of investor grievances
- Disbursement of dividend
- Corporate actions and other depository operations
- Implementation of Code of Conduct for prevention of insider trading
- Allotment of shares and listing thereof on the stock exchanges
- Liaisoning with stock exchanges, depositories and other regulatory bodies
- Implementation of employees stock option plans
- Management of postal ballots
- Dissemination of share related information on the Company's website, NSE's Electronic Application Processing System (NEAPS), Corporate Filing & Dissemination System (CFDS) and SEBI Complaints Redress System (SCORES)

The ISD can be approached for any query or assistance through letter, telephone, fax, email or in-person at 159, C.S.T. Road, Kalina, Santacruz (East), Mumbai - 400098, India. Tel: +91 22 6640 2402/2403/2714/2715 Fax: +91 22 2652 8806. Email : investorservices@lupin.com

Exclusive email id for investors:

Pursuant to Clause 47(f) of the Listing Agreement, the following Email ID has been designated exclusively for communicating investors' grievances:

- investorservices@lupin.com

For the convenience of investors, a link at the Company's website www.lupin.com has also been provided to contact the ISD.

Person in-charge of the Department: Mr. Pradeep Bhagwat, General Manager - Investors' Services.

ANNUAL GENERAL MEETING

The 33rd Annual General Meeting will be held at 2.30 p.m. on Thursday, July 23, 2015, at Rang Sharda Natyamandir, Bandra Reclamation, Bandra (West), Mumbai - 400 050.

FINANCIAL CALENDAR

First quarter results	: July/August 2015
Second quarter results	: October/November 2015
Third quarter results	: January/February 2016
Annual results	: April/May 2016
Annual General Meeting	: July/August 2016

INVESTORS' BOOK CLOSURE

The Register of Members and the Share Transfer Register

will remain closed from Thursday, July 16, 2015 to Thursday, July 23, 2015, (both days inclusive).

Dividend for the year ended March 31, 2015, if declared, at the Annual General Meeting, shall be paid to:

- a) beneficial owners at the end of business day on Wednesday, July 15, 2015 as per lists furnished by NSDL and CDSL, in respect of shares held in electronic form; and
- b) persons whose names appear on the Register of Members as at the end of the business day on Wednesday, July 15, 2015, in respect of shares held in physical form.

DIVIDEND PAYMENT DATE

Dividend, if declared, shall be paid within three working days from the date of the Annual General Meeting. Dividend shall be remitted electronically i.e. through NECS, NEFT etc. wherever bank details of shareholders are available with the Company, and in other cases, through physical warrants, payable at par.

SHARES LISTED AT

The equity shares of the Company are listed at:

BSE Limited (BSE)

Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai Samachar Marg,
Mumbai - 400 001.

National Stock Exchange of India Limited (NSE)

Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai - 400 051.

Annual Listing fees for the year 2015-16 have been paid to the BSE and NSE.

STOCK CODES

The stock codes of the Company are:

BSE : 500257

NSE : LUPIN

INTERNATIONAL SECURITIES IDENTIFICATION NUMBER (ISIN)

ISIN, an unique identification number allotted to dematerialised scrip has to be quoted in each transaction relating to dematerialised shares of the Company. The ISIN of the equity shares of the Company is INE 326A 01037.

CORPORATE IDENTITY NUMBER (CIN)

CIN L24100MH1983PLC029442 has been allotted to the Company by the Ministry of Corporate Affairs, Government of India.

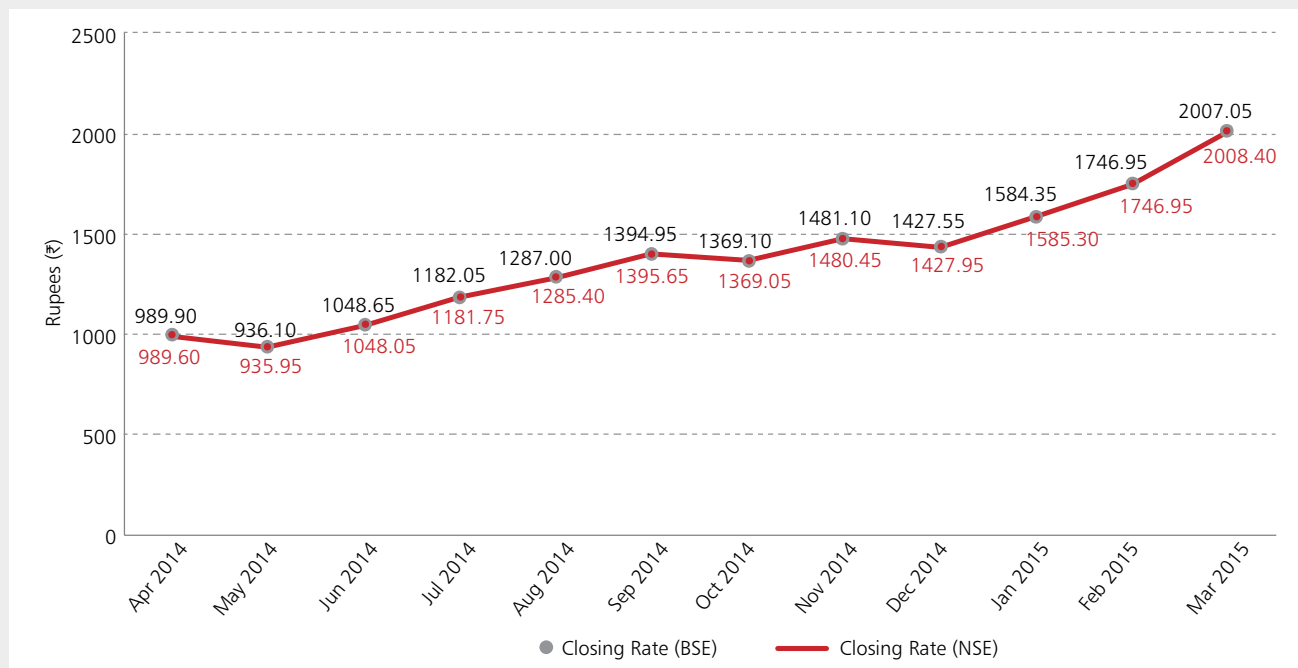
MARKET PRICE DATA

Equity shares of the Company are traded in A group and also forms a part of CNX Nifty. The market price data covering the year April 2014 to March 2015 is given below:

MONTH	BSE				NSE			
	High (₹)	Date	Low (₹)	Date	High (₹)	Date	Low (₹)	Date
Apr-2014	1014.00	28.04.14	933.05	01.04.14	1014.00	28.04.14	933.20	01.04.14
May-2014	1022.00	07.05.14	903.95	27.05.14	1023.00	07.05.14	902.60	26.05.14
Jun-2014	1058.85	30.06.14	914.00	03.06.14	1058.90	30.06.14	913.05	04.06.14
Jul-2014	1210.00	31.07.14	1012.20	10.07.14	1210.50	31.07.14	1014.00	10.07.14
Aug-2014	1308.00	27.08.14	1116.70	08.08.14	1308.00	27.08.14	1107.30	08.08.14
Sep-2014	1442.30	16.09.14	1280.10	01.09.14	1442.15	16.09.14	1280.20	01.09.14
Oct-2014	1406.85	28.10.14	1307.10	16.10.14	1408.80	28.10.14	1307.20	17.10.14
Nov-2014	1500.00	24.11.14	1356.00	03.11.14	1495.00	24.11.14	1356.05	03.11.14
Dec-2014	1498.00	01.12.14	1343.00	17.12.14	1497.50	01.12.14	1342.40	17.12.14
Jan-2015	1589.40	30.01.15	1364.60	07.01.15	1591.15	30.01.15	1365.35	07.01.15
Feb-2015	1754.90	28.02.15	1523.55	03.02.15	1752.00	28.02.15	1523.00	03.02.15
Mar-2015	2036.95	25.03.15	1743.70	02.03.15	2036.95	25.03.15	1743.00	02.03.15

Lupin Share price movement

The closing market price on the bourses at the each month-end of the year 2014-15:



Note: The stock price performance shown above should not be considered indicative of potential future stock price performance.

DEMATERIALIZATION OF SHARES AND LIQUIDITY

Shares of the Company are traded compulsorily in dematerialised form and are available for trading with both the depositories with whom the Company has established direct connectivity. Demat requests received by the Company are regularly monitored to expedite the process of dematerialisation. The International Securities Identification Number (ISIN) assigned to the Company's equity shares by the depositories is INE 326 A01037.

During the year, the Company has electronically confirmed demat requests for 381240 equity shares. As on March 31, 2015, 99.54% of the share capital of the Company

was held in dematerialised form.

The shareholders holding shares in physical form are advised to dematerialise their shares. Shareholders holding shares in dematerialised form are requested to promptly update their bank details including the nine digits MICR code, IFSC Code and E-mail ID with their respective depository participant.

Company's shares are fairly liquid on the bourses forming part of major indices and are traded actively at the BSE and the NSE. Trading data of the same for the year April 2014 to March 2015 is as under:

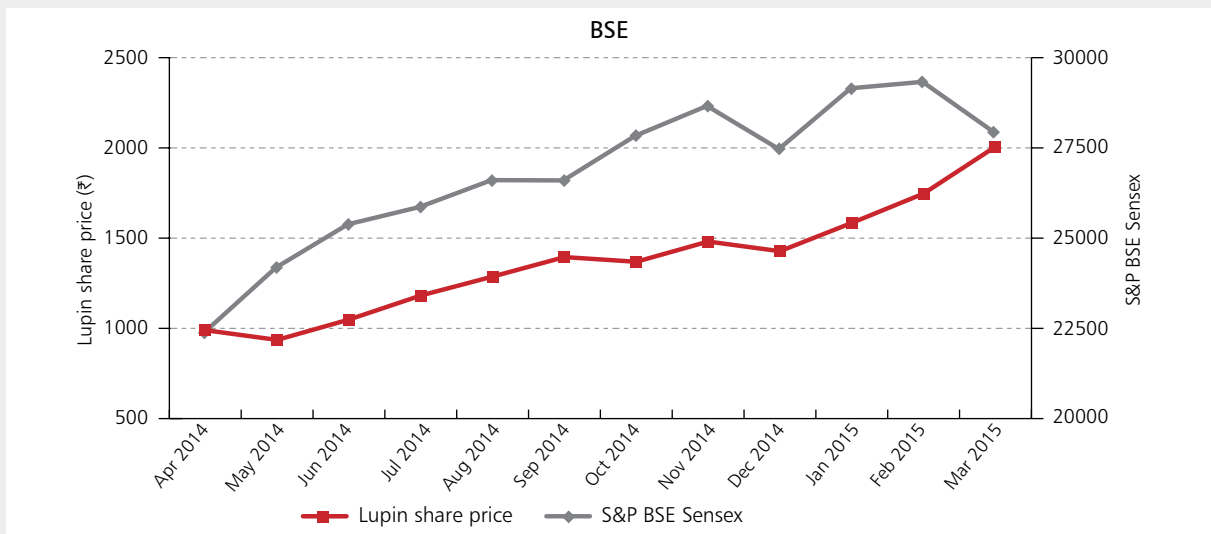
Month	(Value in mn. ₹)					
	BSE		NSE		Total	
	Shares	Value (₹)	Shares	Value (₹)	Shares	Value (₹)
Apr - 2014	998030	967.75	9330500	9079.54	10328530	10047.29
May - 2014	1497188	1439.20	13594441	13024.00	15091629	14463.20
Jun - 2014	1221450	1204.92	10367335	10235.72	11588785	11440.64
Jul - 2014	1513566	1678.32	12259010	13568.58	13772576	15246.90
Aug - 2014	1845994	2193.01	8154079	9857.74	10000073	12050.75
Sep - 2014	1474771	2000.01	10776318	14656.08	12251089	16656.09
Oct - 2014	1129651	1536.22	11198042	15219.93	12327693	16756.15
Nov - 2014	1009544	1445.93	9021383	12957.62	10030927	14403.55
Dec - 2014	748837	1076.64	8931850	12821.47	9680687	13898.11
Jan - 2015	949703	1407.20	9229174	13635.16	10178877	15042.36
Feb - 2015	1422031	2332.06	19021837	31521.62	20443868	33853.68
Mar - 2015	1136804	2165.31	24921088	47762.57	26057892	49927.88
Total:	14947569	19446.57	146805057	204340.03	161752626	223786.60

PERFORMANCE IN COMPARISON WITH BROAD BASED INDICES

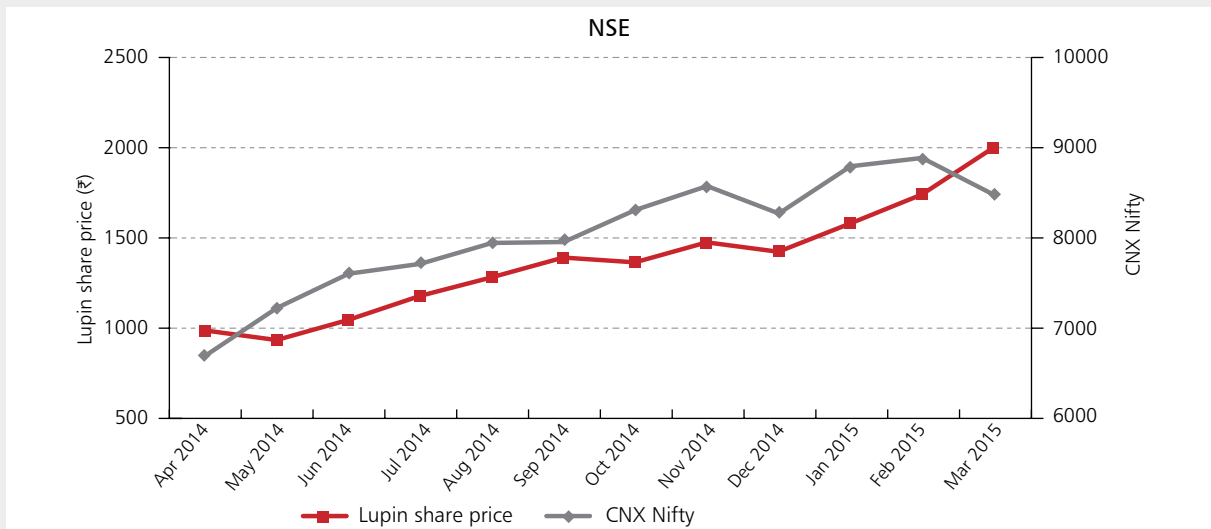
Lupin share price compared with S&P BSE Sensex and NSE CNX Nifty (Month-end closing) during the year, April 2014 to March 2015:

Month	BSE		NSE	
	Lupin share price (₹)	S&P BSE Sensex	Lupin share price (₹)	CNX Nifty
Apr - 2014	989.90	22417.80	989.60	6696.40
May - 2014	936.10	24217.34	935.95	7229.95
Jun - 2014	1048.65	25413.78	1048.05	7611.35
Jul - 2014	1182.05	25894.97	1181.75	7721.30
Aug - 2014	1287.00	26638.11	1285.40	7954.35
Sep - 2014	1394.95	26630.51	1395.65	7964.80
Oct - 2014	1369.10	27865.83	1369.05	8322.20
Nov - 2014	1481.10	28693.99	1480.45	8588.25
Dec - 2014	1427.55	27499.42	1427.95	8282.70
Jan - 2015	1584.35	29182.95	1585.30	8808.90
Feb - 2015	1746.95	29361.50	1746.95	8901.85
Mar - 2015	2007.05	27957.49	2008.40	8491.00

LUPIN SHARE PRICE COMPARED TO S&P BSE SENSEX



LUPIN SHARE PRICE COMPARED TO NSE CNX NIFTY



EVOLUTION OF SHARE CAPITAL

Particulars of Equity Share Capital of the Company:

Year	Allotment of shares (of the face value of ₹10/- each)	Total issued	
		No. of shares during the year	Capital at the end of the year (₹)
2001 - 02	40141134 shares upon amalgamation *	40141134	401411340
2006 - 07	11360 shares under ESOP (Pre - Bonus) 40152494 shares as bonus (in the ratio of 1:1) 39576 shares under ESOP (Post - Bonus)	40203430	803445640
2007 - 08	1656100 shares upon conversion of FCCB 80231 shares under ESOP	1736331	820808950
2008 - 09	571069 shares upon conversion of FCCB 167586 shares under ESOP	738655	828195500
2009 - 10	5816742 shares upon conversion of FCCB 307541 shares under ESOP	6124283	889438330
2010 - 11	170691 shares under ESOP (Pre Sub-division)	1482024	892402378
	Allotment of shares (of the face value of ₹2/- each) 628569 shares under ESOP (Post Sub-division)		
2011 - 12	440492 shares under ESOP	440492	893283362
2012 - 13	887812 shares under ESOP	887812	895058986
2013 - 14	846311 shares under ESOP	846311	896751608
2014 - 15	1112531 shares under ESOP	1112531	898976670

* Amalgamation of Lupin Laboratories Limited with Lupin Chemicals Limited whose name was changed to Lupin Limited.

SHARE TRANSFER SYSTEM

Equity shares of the Company traded in dematerialised form are transferred through the depository system. Share transfers in physical form are processed by the Investors' Services Department of the Company within 15 days of receipt of valid share transfer documents.

The Board has constituted a Share Transfer Committee comprising Dr. Desh Bandhu Gupta, or in his absence, Dr. Kamal K. Sharma, as the Chairman of the Committee and Mrs. M. D. Gupta and Dr. K. U. Mada as the Members. The Committee met 25 times during the year to approve the transfer of 208650 equity shares in physical form.

In terms of Clause 47C of the Listing Agreement, every six months, a Company Secretary in practice undertakes audit of the share transfer related activities and the compliance certificate issued upon audit is submitted to BSE and NSE.

SHARE ALLOTMENT COMMITTEE

The Board has delegated powers to the Allotment Committee of Directors to allot the shares of the Company. Dr. Desh Bandhu Gupta, or in his absence, Dr. Kamal K. Sharma is Chairman of the Committee and Mrs. M. D. Gupta is a Member.

The Allotment Committee met 13 times during the year and allotted 1112531 shares to the employees of the Company and those of its subsidiaries, upon their exercising the vested options granted to them under the Lupin Employees Stock Option Plans.

Executives of the Company are authorized by the Allotment Committee to comply with pre and post allotment formalities including listing of allotted shares with the stock exchanges.

UNCLAIMED SHARES

Pursuant to Clause 5A of the Listing Agreement, till March 31, 2015, the Company has transferred in the aggregate 429150 unclaimed shares held by 1637 shareholders to 'Lupin Limited - Unclaimed Suspense Account'.

Till March 31, 2015, 136 shareholders have claimed 33200 shares which were transferred by the Company in the name of the respective claimant shareholders from the 'Unclaimed Suspense Account' after due verification of the claim documents submitted by them.

As on March 31, 2015, the balance in the Unclaimed Suspense Account was 395950 shares, the voting rights in respect of which shall remain frozen till the claim of the rightful shareowner is approved by the Company.

SHAREHOLDING PROFILE AS ON MARCH 31, 2015

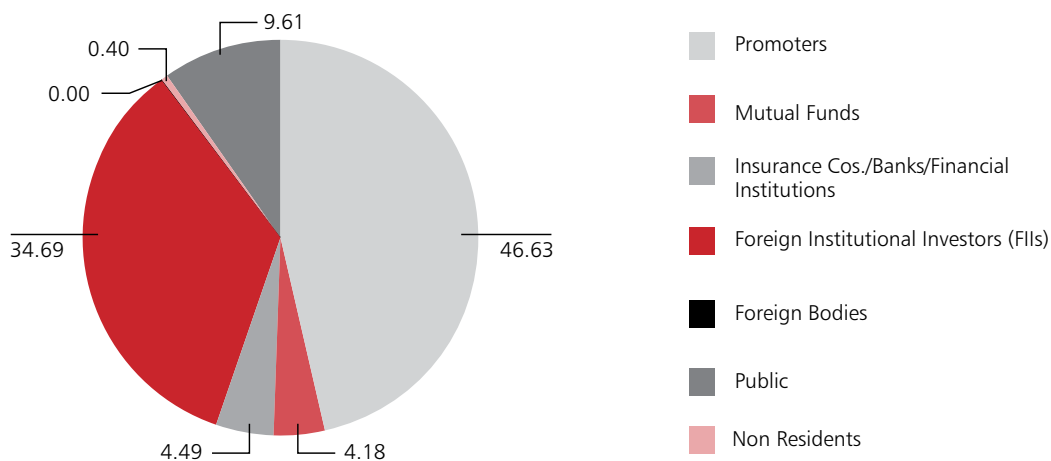
i. Distribution of Shareholding

Shareholding range (No. of shares)	Shareholders		Shareholding	
	Numbers	%	Numbers	%
1 - 500	103102	90.93	7443794	1.66
501 - 1000	3619	3.19	2778690	0.62
1001 - 2000	3863	3.41	5085232	1.13
2001 - 3000	745	0.66	1874591	0.42
3001 - 4000	293	0.26	1045138	0.23
4001 - 5000	207	0.18	974355	0.22
5001 - 10000	429	0.38	3118229	0.69
10001 and above	1124	0.99	427168306	95.03
Total:	113382	100.00	449488335	100.00

ii. Shareholding Pattern

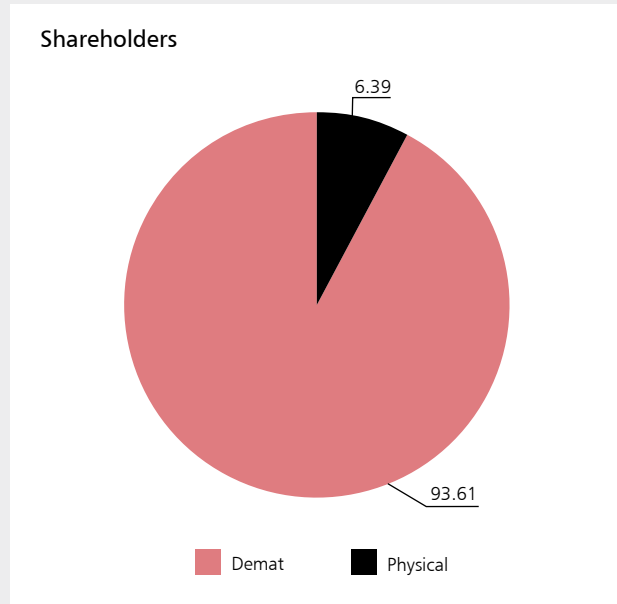
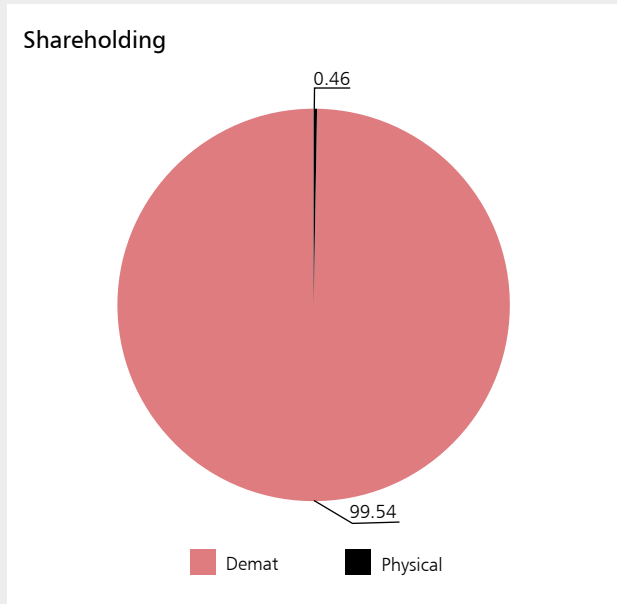
Category	As on 31.03.2015		As on 31.03.2014	
	No. of shares	%	No. of shares	%
Promoters	209602240	46.63	209599940	46.75
Mutual Funds	18771880	4.18	22401111	5.00
Insurance Cos./Banks/Financial Institutions	20188791	4.49	28324972	6.32
Foreign Institutional Investors (FIIs)	155918926	34.69	142832871	31.85
Foreign Bodies	7079	0.00	7079	0.00
Non Residents	1800683	0.40	1071955	0.24
Public	43198736	9.61	44137876	9.84
Total:	449488335	100.00	448375804	100.00

Shareholding Pattern as on March 31, 2015



iii. Shareholding Profile

	Demat		Physical		Total
	(nos.)	%	(nos.)	%	(nos.)
Shareholding	447417059	99.54	2071276	0.46	449488335
Shareholders	106138	93.61	7244	6.39	113382



iv. Geographical spread of Shareholders

State	Shareholders		State	Shareholders	
	Nos.	%		Nos.	%
Andhra Pradesh	5066	4.47	Madhya Pradesh	2499	2.20
Assam	471	0.42	Maharashtra	44962	39.66
Bihar	762	0.67	North Eastern States	91	0.08
Chhattisgarh	349	0.31	Orissa	773	0.68
Delhi	6948	6.13	Punjab	1819	1.60
Gujarat	10846	9.57	Rajasthan	2963	2.61
Haryana	2115	1.87	Tamilnadu	6282	5.54
Himachal Pradesh	208	0.18	Uttarakhand	1842	1.62
Jammu and Kashmir	212	0.19	Uttar Pradesh	4878	4.30
Jharkhand	1557	1.37	West Bengal	7201	6.35
Karnataka	8116	7.16	Others	1487	1.31
Kerala	1935	1.71	Total:	113382	100.00

DIVIDEND PROFILE

Particulars of dividend paid by the Company:

Financial year	Book closure/Record date	Dividend declared %	Date of declaration	Date of payment
2013 - 14 (Final)	23.07.14 - 30.07.14	150	30.07.2014	31.07.2014
2013 - 14 (Interim)	14.02.2014	150	03.02.2014	21.02.2014
2012 - 13	31.07.13 - 07.08.13	200	07.08.2013	08.08.2013
2011 - 12	17.07.12 - 24.07.12	160	24.07.2012	25.07.2012
2010 - 11	20.07.11 - 27.07.11	150	27.07.2011	28.07.2011
2009 - 10	21.07.10 - 28.07.10	135	28.07.2010	29.07.2010
2008 - 09	22.07.09 - 29.07.09	125	29.07.2009	30.07.2009
2007 - 08	15.07.08 - 22.07.08	100	22.07.2008	23.07.2008
2006 - 07	12.07.07 - 19.07.07	50	19.07.2007	20.07.2007
2005 - 06	11.07.06 - 12.07.06	65	25.07.2006	26.07.2006
2004 - 05	19.07.05 - 20.07.05	65	28.07.2005	29.07.2005
2003 - 04	15.07.04 - 16.07.04	65	29.07.2004	30.07.2004
2002 - 03	17.07.03 - 18.07.03	50	06.08.2003	07.08.2003
2001 - 02 (Final)	20.08.02 - 21.08.02	25	02.09.2002	03.09.2002
2001 - 02 (Interim)	07.02.2002	25	17.01.2002	15.02.2002

Note: Dividend for the year 2006-07 onwards was on enhanced share capital, consequent to the Bonus Issue in the ratio of 1:1.

CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

The Company has been maintaining the highest ethical standards by implementing a comprehensive Code of Conduct pursuant to the provisions of the SEBI (Prohibition of Insider Trading) Regulations, 1992, for prevention of insider trading in the shares of the Company.

The Code which is applicable to promoters, directors, auditors, employees of the Company and their dependents, prescribes the procedures to be followed while dealing in the shares of the Company. The Code prohibits the said persons to deal in the shares of the Company on the basis of any unpublished price sensitive information available to them by virtue of their position in the Company.

The transactions in the shares of the Company are also subjected to the trading window closure periods announced by the Company, from time to time.

RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

In terms of the provisions of Clause 55A of the Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996, an audit of share capital of the Company is conducted for each calendar quarter, by a practicing Company Secretary, with a view to reconcile the total admitted capital with NSDL and CDSL and those held in physical form with the total issued, paid up and listed capital of the Company.

The audit report, inter alia, confirms that the Register of Members is duly updated and that demat/remat requests were confirmed within stipulated time etc. Details of changes in the share capital during the quarter are also covered in the report.

The Reconciliation of Share Capital Audit Report is submitted with BSE and NSE and is also placed before the meetings of the Stakeholders' Relationship Committee and the Board of Directors.

EMPLOYEES STOCK OPTION PLANS (ESOP)

The Company has formulated and implemented Employees Stock Option Plans (ESOPs) to attract, retain and motivate the employees of the Company and those of its subsidiaries. The ESOPs are compliant with and implemented pursuant to the provisions of SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999/SEBI (Share Based Employee Benefits) Regulations, 2014. Each option under the ESOPs, is convertible into one fully paid-up equity share of the face value of ₹2/- each with an exercise period of 10 years from the date of respective grant.

During the year under review, the Company granted 161000 options under the 'Lupin Employees Stock Option Plan 2003', 40500 options under the 'Lupin Employees Stock Option Plan 2005', 669250 options under the 'Lupin Employees Stock Option Plan 2011' and 260022 options under the 'Lupin Employees Stock Option Plan 2014' to its employees and 449210 options under the 'Lupin Subsidiary Companies Employees Stock Option Plan 2011' to the employees of the subsidiary companies. The Company has obtained necessary approvals for grant of options.

The Company has allotted under ESOPs 1112531 shares during the year, to those employees who have exercised their vested options. The allotted shares have been listed with the BSE and NSE.

The particulars of options as on March 31, 2015 have been provided in the Annexure to the Directors' Report, as envisaged under SEBI (Share Based Employee Benefits) Regulations, 2014.

UNCLAIMED DIVIDENDS

Dividends declared by the Company up to the financial year 2006-07 which remained unclaimed/ unpaid were transferred to the Investor Education and Protection Fund (IEPF), pursuant to the relevant provisions, as and when

the same were due.

As a proactive measure to safeguard interests of the shareholders, the Company sends reminders to shareholders concerned to claim their unpaid dividends before transferring the same to IEPF.

The unclaimed/unpaid dividends for the year 2007-08 onwards will be transferred to the IEPF, as given below:

Financial Year	Date of declaration	Due date for transfer to IEPF
2007 - 08	22.07.2008	27.08.2015
2008 - 09	29.07.2009	03.09.2016
2009 - 10	28.07.2010	02.09.2017
2010 - 11	27.07.2011	01.09.2018
2011 - 12	24.07.2012	29.08.2019
2012 - 13	07.08.2013	12.09.2020
2013 - 14 (Interim)	03.02.2014	11.03.2021
2013 - 14 (Final)	30.07.2014	04.09.2021

Shareholders are advised to confirm with their records and claim their dividend before the due date of transfer to IEPF, if not encashed earlier.

OUTSTANDING GDRs/ADRs/WARRANTS/CONVERTIBLE INSTRUMENTS

The Company has granted stock options to its employees and those of its subsidiaries under various employee stock option plans. Pursuant to the provisions of SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999/SEBI (Share Based Employee Benefits) Regulations, 2014 and the terms and conditions of the respective plans, the Company allots equity shares from time to time, upon the employees exercising the options vested in them,

There are no outstanding warrants and convertible instruments. The Company has not issued any GDR/ADR.

PLANT LOCATIONS

The Company's plants are located at:

i) T-142, MIDC Industrial Estate, Tarapur Industrial Area, Boisar, Dist. Thane, Maharashtra - 401 506.	vi) EPIP, SIDCO Industrial Complex, Bari Brahmana, Jammu - 181 133.	xi) Kyowa Pharmaceutical Industry Co. Ltd., 11-1 Techno Park, Sanda, Hyogo 669 - 1339, Japan.
ii) 198-202, New Industrial Area 2, Mandideep, Dist. Raisen, Madhya Pradesh - 462 046.	vii) Gat No. 1156, Village Ghotawade, Taluka Mulshi, Dist. Pune, Maharashtra - 411 042.	xii) Kyowa CritiCare Co., Ltd., Post code 243-0014 4-18-29, Asahi-cho, Atsugi city, Kanagawa prefecture Japan.
iii) 124, GIDC Industrial Estate, Ankleshwar, Gujarat - 393 002.	viii) Block 21, Dabhasa, Padra Taluka, Vadodara, Gujarat - 391 440.	xiii) Laboratorios Grin S.A. de C.V., Rodriguez Saro # 630, Col Del Valle, Mexico DF, CP 03100, RFC LGR8309144M3.
iv) A-28/1, MIDC Chikalthana, Aurangabad, Maharashtra - 431 001.	ix) Plot Nos.2 and M-1, SEZ, Phase - II, Misc. Zone, Apparel Park, Pithampur, Dist. Dhar, Madhya Pradesh - 454 775.	
v) B-15, Phase IA, Verna Industrial Area, Verna Salcette, Goa - 403 722.	x) Plot 6A, Sector 17, Special Economic Zone, Mihan Notified Area, Nagpur - 441 108.	

CONTACT PERSONS FOR ENQUIRIES

Financial matters : Mr. Sunil Makharia, email: sunilmakharia@lupin.com
Secretarial matters : Mr. Rajvardhan V. Satam, email: rajvardhansatam@lupin.com
Investors related matters : Mr. Pradeep Bhagwat, email: pradeepbhagwat@lupin.com

ADDRESS FOR CORRESPONDENCE

Members may address their queries/communications to:

Registered Office/Investors' Services Department:

159, C.S.T. Road, Kalina, Santacruz (East), Mumbai - 400 098, India.

Tel: +91 22 6640 2323 Ext: 2402/2403/2714/2715

Fax: +91 22 2652 8806.

E mail: investorservices@lupin.com

For and on behalf of the Board of Directors

Dr. Desh Bandhu Gupta
Chairman
Mumbai, May 13, 2015

CERTIFICATE PURSUANT TO CLAUSES 41(II) AND 49(IX) OF THE LISTING AGREEMENT

We, Mr. Nilesh Gupta, Managing Director and Mr. Ramesh Swaminathan, Chief Financial Officer do hereby certify to the Board that :-

- (a) We have reviewed the Balance Sheet as at March 31, 2015, the Statement of Profit and Loss Account and the Cash Flow Statement for the year ended on that date and that to the best of our knowledge and belief: -
 - (i) the said statements do not contain any false, misleading or materially untrue statements or figures or omit any material fact, which may make the statements or figures contained therein misleading; and
 - (ii) the said statements together present a true and fair view of the Company's affairs and are in compliance with existing accounting standards, applicable laws and regulations.
- (b) There are, to the best of our knowledge and belief, no transactions entered into by the Company during the year which are fraudulent, illegal or violative of the Company's code of conduct.
- (c) We accept responsibility for establishing and maintaining internal controls for financial reporting and that we have evaluated the effectiveness of the internal control systems of the Company pertaining to financial reporting and have disclosed to the Auditors and the Audit Committee, deficiencies in the design or operation of such internal controls, if any, of which we are aware and the steps we have taken or propose to take to rectify these deficiencies.
- (d) We have indicated to the Auditors and the Audit Committee: -
 - (i) significant changes in internal control over financial reporting during the year, if any;
 - (ii) significant changes in accounting policies during the year if any, and that the same have been disclosed in the notes to the financial statements; and
 - (iii) instances of significant fraud of which we have become aware and the involvement therein, if any, of the management or an employee having a significant role in the Company's internal control system over financial reporting.

For LUPIN LIMITED

For LUPIN LIMITED

NILESH GUPTA
MANAGING DIRECTOR

RAMESH SWAMINATHAN
CHIEF FINANCIAL OFFICER

Mumbai, May 13, 2015

DECLARATION PURSUANT TO CLAUSE 49II(E)(2) OF THE LISTING AGREEMENT

In accordance with Clause 49II(E)(2) of the Listing Agreement with the Stock Exchanges, I hereby declare that the Directors and Senior Management of the Company have affirmed compliance with the Code of Conduct as applicable to them for the year ended March 31, 2015.

For LUPIN LIMITED

NILESH GUPTA
MANAGING DIRECTOR

Mumbai, May 13, 2015

AUDITORS' CERTIFICATE ON CORPORATE GOVERNANCE

TO,
THE MEMBERS OF LUPIN LIMITED

We have examined the compliance of the conditions of corporate governance by LUPIN LIMITED ("the Company") for the year ended on March 31, 2015, as stipulated in Clause 49 of the listing agreements of the said Company with relevant stock exchanges.

The compliance of the conditions of corporate governance is the responsibility of the Management. Our examination has been limited to procedures and implementation thereof, adopted by the Company for ensuring compliance of the conditions of corporate governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of corporate governance as stipulated in the above mentioned listing agreements.

We state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the Management has conducted the affairs of the Company.

For DELOITTE HASKINS & SELLS LLP
Chartered Accountants
(Registration No.117366W/W-100018)

K. A. Katki
Partner
(Membership No. 038568)

Mumbai, May 13, 2015

BUSINESS RESPONSIBILITY REPORT

The Company strongly believes that long-term growth can be achieved only if all the sections of the community prosper. The Company is committed to conduct its business responsibly, protect the global environment and promote the well-being of all stakeholders. The Company acts with integrity, fairness, honesty and compassion. In compliance with Clause 55 of the Listing Agreement, the Company has prepared the Business Responsibility Report as under: -

Section A: General Information about the Company

1. Corporate Identity Number (CIN) of the Company: L24100MH1983PLC029442
2. Name of the Company: LUPIN LIMITED
3. Registered address: 159, C.S.T. Road, Kalina, Santacruz (East), Mumbai - 400 098.
4. Website: www.lupin.com
5. E-mail id: hosecretarial@lupin.com
6. Financial Year reported: Year ended March 31, 2015.
7. Sector(s) that the Company is engaged in (industrial activity code-wise):

Industrial Group	Description
210	Manufacture of Pharmaceuticals.

As per National Industrial Classification - Ministry of Statistics and Programme Implementation.

8. List three key products/services that the Company manufactures/provides (as in balance sheet):
Cardiovascular, Anti-Infective and Diabetology.
9. Total number of locations where business activity is undertaken by the Company:
 - i. Number of International Locations
The Company has 22 international subsidiaries located in 15 countries and a Joint Venture in Japan. The Company also has Representative Offices in China, Russia, Ukraine, Kazakhstan, Uzbekistan and Vietnam.
 - ii. Number of National Locations:
The Company has ten plants situated at Aurangabad, Tarapur, Pune and Nagpur in Maharashtra, Ankleshwar and Dabhasa in Gujarat, Mandideep and Indore in Madhya Pradesh, Goa and Jammu. The R&D Centre is located at Pune. The Registered and Corporate offices are housed in Mumbai. The Company has 29 Carrying & Forwarding Agents and six Central Warehouses across the country.
10. Markets served by the Company - Local/State/National/International:
In addition to serving the Indian market, the Company exports to around 79 countries worldwide.

Section B: Financial Details of the Company

1. Paid up Capital (INR): ₹ 896.8 million.
2. Total Turnover (INR): ₹ 97050.5 million (Standalone).
3. Total profit after taxes (INR): ₹ 23973.5 million (Standalone).
4. Total spending on Corporate Social Responsibility (CSR) as percentage of profit after tax (%): The Company's total spending on CSR for the year ended March 31, 2015 was ₹ 125.8 million which is 0.52% of profit after tax.
5. List of activities in which expenditure in 4 above has been incurred:
In congruence with the CSR Policy, the expenditure on CSR activities was made on sector based interventions based on annual action plans and budget outlay as follows:-
 - a. Various socio-economic measures and interventions involving productivity/ income enhancement, technology transfer and diversification were undertaken in various sectors such as agriculture, animal husbandry, rural industries, skill enhancement and financial assistance to the rural poor, aimed at poverty eradication, lifting people above the poverty line and bringing about economic development of the adopted areas;
 - b. Social development through women empowerment, community health management, sports activities, education and training in the adopted areas;
 - c. Socio-technological interventions through construction of check dams, farm ponds and similar soil and water conservation measures in the sector of natural resource management;

- d. Rural Infrastructure Development through construction of internal roads, economic housing for rural poor, school and other common assets and sanitation facilities:
- e. Learn and Earn programme with an aim to provide an opportunity to worthy but financially weak students, particularly from small towns and rural areas for pursuing higher education; and
- f. Programme for the purpose of eradication of Tuberculosis.

Section C: Other Details

1. Does the Company have Subsidiary Companies?:

As on March 31, 2015, the Company had 23 subsidiaries.

2. Do the Subsidiary Companies participate in the BR Initiatives of the parent company? If yes, then indicate the number of such subsidiary company(s):

Of the 23 subsidiaries, 22 are incorporated outside India, which comply with the requirements of their respective countries and have independent business responsibility initiatives. Lupin Healthcare Limited, the only Indian subsidiary, has not commenced commercial operations.

3. Do any other entity/entities (e.g. suppliers, distributors etc.) that the Company does business with; participate in the BR initiatives of the Company? If yes, then indicate the percentage of such entity/entities? [Less than 30%, 30-60%, More than 60%]:

Though other entities like suppliers, distributors, etc. do not directly participate in the BR initiatives of the Company, they support the same.

Section D: BR Information

1. Details of Director/Directors responsible for BR:

a) Details of the Director/Directors responsible for implementation of the BR policy/policies

- DIN Number: 01734642
- Name: Mr. Nilesh Gupta
- Designation: Managing Director

b) Details of the BR head:

Sl. No.	Particulars	Details
1.	DIN Number	01734642
2.	Name	Mr. Nilesh Gupta
3.	Designation	Managing Director
4.	Telephone number	+91 22 6640 2222
5.	E-mail id	hosecretarial@lupin.com

2. Principle-wise (as per NVGs) BR Policy/policies (Reply in Y/N):

Sl. No.	Questions	Business Ethics	Product Responsibility	Well-being of employees	Stakeholder engagement	Human Rights	Environment	Public Policy	CSR	Customer Relations
		P1	P2	P3	P4	P5	P6	P7	P8	P9
1.	Do you have a policy / policies for...	Y	Y	Y	Y	Y (The policy is broadly covered in various HR policies and practices as also codes of conduct)	Y	N	Y	Y

Sl. No.	Questions	Business Ethics	Product Responsibility	Well-being of employees	Stakeholder engagement	Human Rights	Environment	Public Policy	CSR	Customer Relations
		P1	P2	P3	P4	P5	P6	P7	P8	P9
2.	Has the policy being formulated in consultation with the relevant stakeholders?	Y	Y	Y	Y	Y	Y	-	Y	Y
3.	Does the policy conform to any national / international standards? If yes, specify? (50 words)	Y	Y	Y	Y	Y	Y	-	Y	Y
		The policies are broadly based on the National Voluntary Guidelines on social, environmental and economical responsibilities of business issued by the Ministry of Corporate Affairs, Government of India. International Standards namely, ISO 14001 and 18001 are in place to respect, protect and restore the environment.								
4.	Has the policy being approved by the Board? If yes, has it been signed by MD / owner / CEO/ appropriate Board Director?	Y (Signed by the MD)	Y (Signed by the QA Head)	Y (Signed by the HR Head)	Y (Signed by the CSR Head)	Y (Signed by the HR Head)	Y (Signed by the MD)	-	Y (Signed by the CSR Head)	Y (Signed by the Marketing Head)
5.	Does the Company have a specified committee of the Board / Director / Official to oversee the implementation of the policy?	Y	Y	Y	Y	Y	Y	-	Y	Y
6.	Indicate the link for the policy to be viewed online?	*	@	@	@	*	@	-	*	*
7.	Has the policy been formally communicated to all relevant internal and external stakeholders?	Y	Y	Y	Y	Y	Y	-	Y	Y
8.	Does the Company have in-house structure to implement the policy / policies?	Y	Y	Y	Y	Y	Y	-	Y	Y
9.	Does the Company have a grievance redressal mechanism related to the policy / policies to address stakeholders' grievances related to the policy / policies?	Y	Y	Y	Y	Y	Y	-	Y	Y
10.	Has the Company carried out independent audit / evaluation of the working of this policy by an internal or external agency?	Y	Y	Y	N	Y	Y	-	Y	Y

* URL: <http://www.lupin.com>

@ <http://home.lupinworld.com>

2 a. If answer to Sl.No.1 against any principle, is 'No', please explain why: (Tick up to 2 options)

Sl. No.	Questions	P	P	P	P	P	P	P	P	P
		1	2	3	4	5	6		7	8
1.	The Company has not understood the Principles	-	-	-	-	-	-	-	-	-
2.	The Company is not at a stage where it finds itself in a position to formulate and implement the policies on specified principles	-	-	-	-	-	-	-	-	-
3.	The Company does not have financial or manpower resources available for the task	-	-	-	-	-	-	-	-	-
4.	It is planned to be done within next 6 months	-	-	-	-	-	-	-	-	-
5.	It is planned to be done within the next 1 year.	-	-	-	-	-	-	-	-	-
6.	Any other reason (please specify)	-	-	-	-	-	-	The Company is a member of various trade bodies, chambers and associations through which it has been advocating from time to time in a responsible manner, about measures to be taken by the government to address issues related to the pharmaceutical industry. However, no need has been felt to formulate a specific policy for the same.	-	-

3. Governance related to BR:

- Indicate the frequency with which the Board of Directors, Committee of the Board or CEO to assess the BR performance of the Company. Within 3 months, 3-6 months, Annually, More than 1 year.
Annually.
- Does the Company publish a BR or a Sustainability Report? What is the hyperlink for viewing this report? How frequently it is published?
The Company does not publish a BR or a Sustainability Report; however, details pertaining to Corporate Social Responsibility (CSR) activities have been presented in the Management Discussion and Analysis Report as also the CSR Report given in 'Annexure B' to the Director's Report.

Section E: Principle-wise performance

Principle 1

1. Does the policy relating to ethics, bribery and corruption cover only the Company? Yes / No.
Does it extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/ Others?

The Company firmly believes and adheres to transparent, fair and ethical governance practices and responsible business conduct which is an integral part of its business. The Company has Codes of Conduct for Directors and Senior Management personnel and a Code for Independent Directors. All the Codes are posted on the website of the Company (www.lupin.com). The Company has instituted an initiative which enforces a common code of ethics, empowers employees to report unethical practices, ensures swift redressal and institutes specific mechanisms to deal with workplace harassment. The said initiative encompasses three important policies namely Code of Conduct, Prevention of Workplace Harassment and Whistle-blower Policy specifically aimed at safeguarding the rights of employees who wish to report violations at work. In order to report malpractices, employees are encouraged to make a written complaint to the Office of the Ombudsperson in strictest confidence and with anonymity, if desired. The said initiative is a well-entrenched and well-established program, followed in letter and spirit by all employees of the Company.

2. How many stakeholder complaints have been received in the past financial year and what percentage was satisfactorily resolved by the management? If so, provide details thereof, in about 50 words or so.

As stated in the Corporate Governance Report, the Company did not receive any complaint of sexual harrasment. The Office of Ombudsperson received 32 minor and 11 major complaints under the Whistle blower policy which were responded to within the stipulated time-frame.

Principle 2

1. List up to 3 of your products or services whose design has incorporated social or environmental concerns, risks and/or opportunities.
 - i. 'Upxiga' (Ulinastatin) for sepsis management.
 - ii. 'Tonact' (Atorvastatin) for reducing Cholesterol.
 - iii. 'Gluconorm' (Metformin) an Anti-Diabetes drug.
2. For each such product, provide the following details in respect of resource use (energy, water, raw material etc.) per unit of product (optional):
 - i. Reduction during sourcing/production/distribution achieved since the previous year throughout the value chain?
The Company manufactures as well as distributes a varied range of generics and branded Formulations and APIs at its world class manufacturing facilities. Since consumption per unit depends on the product mix, there are no specific standards to ascertain reduction achieved at product level.
 - ii. Reduction during usage by consumers (energy, water) has been achieved since the previous year?
The Company's products do not have any broad-based impact on energy and water consumption by consumers.
3. Does the Company have procedures in place for sustainable sourcing (including transportation)?
If yes, what percentage of your inputs was sourced sustainably? Also, provide details thereof, in about 50 words or so.
The Company has a formulated operating procedure in place for approving vendors. Materials (local as also international) are procured from approved vendors. The Company has regular vendors with whom it has developed a longstanding business relation. Periodic audit of the vendors, especially those who supply key materials is conducted by the quality assurance team of the Company. Annual freight contracts for movement of materials are entered into with leading transporters. The Company continues to receive sustained support from its vendors.
4. Has the Company taken any steps to procure goods and services from local and small producers, including communities surrounding their place of work?
If yes, what steps have been taken to improve their capacity and capability of local and small vendors?
The Company procures goods and avails services from local and small vendors, particularly those located around its manufacturing locations. The Company provides technical support and guidance to vendors in developing products. The Company saves on transportation as well as inventory carrying costs as a result of procurement of goods from the local vendors.
5. Does the Company have a mechanism to recycle products and waste? If yes what is the percentage of recycling of products and waste (separately as <5%, 5-10%, >10%). Also, provide details thereof, in about 50 words or so.
The Company has in place, a mechanism for recycling products and waste. About 38% of the waste water generated in plants, is recovered, recycled and reused, thereby saving usage of fresh water. Treated waste water is used for gardening Company premises which reduces consumption of fresh water.

About 51% of incinerable waste generated at plants is sent for co-processing in cement kilns and the same is used in place of fossil fuel by the cement industry. Most of the solvents are recycled and reused.

Principle 3

1. Please indicate the total number of employees.
14,198 permanent employees as on March 31, 2015.
2. Please indicate the total number of employees hired on temporary/contractual/casual basis.
4,236 as on March 31, 2015.
3. Please indicate the number of permanent women employees.
750 as on March 31, 2015.

4. Please indicate the number of permanent employees with disabilities.

35 as on March 31, 2015.

5. Do you have an employee association that is recognized by management?

Since the Company's plants and offices are situated at multiple locations, there are unions and association of employees at the respective locations.

6. What percentage of your permanent employees is members of this recognized employee association

About 5% of the permanent employees are members of recognised employee associations.

7. Please indicate the Number of complaints relating to child labour, forced labour, involuntary labour, sexual harassment in the last financial year and pending, as on the end of the financial year.

Sl.No.	Category	No. of complaints filed during the financial year	No. of complaints pending as on end of the financial year
1.	Child labour / forced labour / involuntary labour	Nil, as the Company does not hire child labour, forced labour or involuntary labour.	N.A.
2.	Sexual harassment	Nil	N.A.
3.	Discriminatory employment	Nil	N.A.

8. What percentage of your under mentioned employees were given safety and skill up-gradation training in the last year? (only safety training)

Permanent Employees: - About 92% of operating personnel are trained in safety. Safety training is imparted to employees at the time of joining the Company and includes firefighting, first-aid, procedural and chemical safety, etc. Procedural safety trainings are imparted regularly and first-aid and firefighting trainings are imparted at scheduled intervals.

Permanent Women Employees: - About 90% of the permanent women employees are trained in safety and no discrimination is being made while imparting training to women employees vis-a-vis their male counterparts. Induction safety training is given to newly recruited women employees while other trainings like first aid etc. are imparted periodically.

Casual/Temporary/Contractual Employees: - 100% in operating functions are trained.

Employees with Disabilities: - No discrimination is being made while imparting training to differently abled employees vis-a-vis their fellow employees.

Principle 4

1. Has the Company mapped its internal and external stakeholders? Yes/No.

The Company has mapped its stakeholders.

2. Out of the above, has the Company identified the disadvantaged, vulnerable and marginalized stakeholders?

The Company has identified the disadvantaged, vulnerable and marginalized stakeholders.

3. Are there any special initiatives taken by the Company to engage with the disadvantaged, vulnerable and marginalized stakeholders. If so, provide details thereof, in about 50 words or so.

'Lupin Blue Eyes' division of the Company continued with the 'Punarjyoti' ('Rebirth of Eyes'), campaign that promotes the noble message of eye donation after death. Each product pack contains a unique insert of the eye donation form along with helpline numbers and provides patients detailed information about the eye donation process.

In line with its philosophy of contributing to the well-being of patients, the Company initiated different educational programmes in order to create awareness about various diseases. The Company created a dedicated multilingual website 'Right2breathe' for education about Asthma and allergies. In order to increase awareness about various respiratory diseases, the Company observed various respiratory events like 'World Asthama Day', 'World COPD Day', 'World No Tobacco Day' etc. where road rallies, tree plantations, poster advertisements are organized. The Company also conducted parental education for pediatric asthma as also paramedic's updation program and spirometry technician training program. The Company

created more than 1000 respiratory clinics across the country to increase awareness of respiratory diseases. 'Arogya Lifestyle Camps' strive to educate patients about lifestyle diseases by providing patients with AROGYA booklet on diet tips in regional languages. The Company continued its commitment towards TB eradication by creating a unique mobile application 'Fight TB' which is one stop solution to doctors treating Tuberculosis. Free TSH camps are provided to patients with Hypothyroidism. The Cardio Vascular and Neurology team of the Company conducts the 'Connect to Cure' program to improve patient awareness on hypertension and its comorbidities through various mediums. The Company also identified and collaborated with Doctors and created heart failure clinics across the country to increase awareness of heart failure management. The Company has created webinar platforms with unrestricted patient/public login disseminating patient awareness on Cardio Vascular disease. Medical camps were conducted for screening and diagnosis of various therapy areas like Asthma, COPD, Lipids, Anemia, Diabetes, Hypertension, Uric Acid measuring camp, Bone Mineral Density.

Principle 5

1. Does the policy of the Company on human rights cover only the Company or extend to the Group/Joint Ventures/Suppliers/Contractors/NGOs/Others?

The Company is committed to respect and protect human rights and the codes of conduct as also the human resource practices of the Company cover most of these aspects. The Company does not hire child labour, forced labour or involuntary labour and never discriminate between its employees. This policy extends to the entire Lupin group.

2. How many stakeholder complaints have been received in the past financial year and what percent was satisfactorily resolved by the management?

During the year under review, the Company did not receive any such complaint

Principle 6

1. Does the policy related to Principle 6 cover only the Company or extends to the Group/Joint Ventures/Suppliers/Contractors/NGOs/others?

The policy covers the Company, its subsidiaries and all contractors working within the Company premises.

2. Does the Company have strategies/initiatives to address global environmental issues such as climate change, global warming, etc.? Y/N. If yes, please give hyperlink for webpage etc.

Conservation and optimum utilization of natural resources has always been accorded the topmost priority by the Company. The Environment, Health and Safety policy of the Company lays emphasis on operating in environmentally responsible manner by initiating energy efficient measures in order to reduce overall consumption. Efforts are directed towards energy conservation by reducing/eliminating waste (<http://home.lupin.com>). Water is a precious resource and the Company has a mechanism to recycle waste water.

The Company has initiated the process of shifting from high Ozone depleting substances being used as refrigerants to less/zero potential refrigerants like R 134A /R 404A.

3. Does the Company identify and assess potential environmental risks? Y/N.

Yes, an internal/external mechanism is in place, whereby all new facilities and products of the Company are assessed for risks which includes an environmental impact assessments and development of environmental management plans. The environmental management plans are reviewed during internal meetings. The Company received the prestigious International Sustainability Rating System (ISRS) certification after audit by external independent parties. The Company is the first in the pharmaceutical industry in India to have received the certification for three of its units.

4. Does the Company have any project related to Clean Development Mechanism? If so, provide details thereof, in about 50 words or so. Also, if yes, whether any environmental compliance report is filed?

At present, the Company does not have any project related to Clean Development Mechanism.

5. Has the Company undertaken any other initiatives on - clean technology, energy efficiency, renewable energy, etc. Y/N. If yes, please give hyperlink for web page etc.

The Company replaced steam generating boilers running on fossil fuel to agro waste thereby saving precious fossil fuel.

Some energy-efficient and clean technology initiatives carried out by the Company at different locations were as under: -

- Resizing of utility headers to reduce functional losses & pumping power losses.
- Replaced conventional light fittings with low power consuming LED lights.
- Saving in steam by condensate recovery & Header Regrouping.
- Replaced cooling towers wherever required with efficient cooling towers.
- Installed Lighting Voltage Transformer (LVT) in certain areas for street Lighting resulting in power savings and energy efficiency.
- Provided Street lights based on solar panels in certain areas thus utilising renewable energy.
- Installed Motion sensors in certain operating areas for better energy efficiency.

6. Are the Emissions/Waste generated by the Company within the permissible limits given by CPCB/SPCB for the financial year being reported?

Yes and the same are monitored by both internal and approved external agencies.

7. Number of show cause/legal notices received from CPCB/SPCB which are pending (i.e. not resolved to satisfaction) as on end of Financial Year.

There was no unresolved show cause/legal notices received from CPCB/SPCB.

Principle 7

1. Is your Company a member of any trade and chamber or association? If Yes, Name only those major ones that your business deals with:

The Company is a member of various trade bodies, task forces and forums, chambers and associations inter alia: -

- a. Federation of Indian Chambers of Commerce and Industry (FICCI);
- b. Confederation of Indian Industry (CII);
- c. The Associated Chambers of Commerce and Industry (ASSOCHAM);
- d. Indian Pharmaceutical Alliance (IPA);
- e. Indian Drugs Manufacturers Association (IDMA);
- f. Bulk Drugs Manufacturers Association (BDA);
- g. Pharmaceutical Export Promotion Council of India (PHARMAEXCIL);
- h. Bombay Chamber of Commerce and Industry; and
- i. Federation of Indian Export Organisation (FIEO).

2. Have you advocated/lobbied through above associations for the advancement or improvement of public good? Yes/No; if yes specify the broad areas (drop box: Governance and Administration, Economic Reforms, Inclusive Development Policies, Energy security, Water, Food Security, Sustainable Business Principles, Others).

The Company has advocated at various forums, over the years, about the measures to be undertaken in order to address basic issues related to improvement of public health so as to promote a balanced, sustainable economic development. While the Company supports the government in its efforts to harness the country's innovation capabilities, measures are suggested to offer facilities and incentives viz., infrastructure and weighted tax deductions on expenditure incurred by Indian companies on research & development (R&D), to encourage investments in R&D. Continuous efforts are made to promote the use of generic medicines which would make medical treatment affordable to the under-privileged sections of the society.

Principle 8

1. Does the Company have specified programmes/initiatives/projects in pursuit of the policy related to Principle 8? If yes details thereof.

The Company derives its name from LUPIN flower which nourishes the soil in which it grows without consuming much of it. Similarly, the Company strongly believes in giving back to the society in which it has flourished, to ensure collective and

balanced progress across all sections. The Company undertakes its Corporate Social Responsibility (CSR) activities with a mission to assist those less fortunate in rural India.

In pursuance of its mission of achieving inclusive growth and development, the Company carried out CSR activities focusing mainly on: -

Economic Development Programme

- Agriculture;
- Animal Husbandary;
- Rural Industries and Skill Development;
- Financial Inclusion;
- Micro Finance.

Social Development Programme

- Women empowerment;
- Health including Awareness and treatment programmes of Tuberculosis in rural and urban areas;
- Education;
- Social Security;
- Local events sponsorship (Sports, Cultural and similar other).

Rural infrastructure Development Programme

- Rural Economic Housing;
- Village inroads;
- Civic amenities Community health management.

Natural Resource Management

- Land Development;
- Water Resource Development;
- Alternate Energy Development.

Disaster Response and Management programme

- Disaster preparedness and prevention;
- Relief operations;
- Recovery measures;
- Rehabilitation;
- Awareness and treatment of Tuberculosis in rural and urban areas Education and training.

2. Are the programmes/projects undertaken through in-house team/own foundation/external NGO/government structures/any other organization?

The CSR activities of the Company are implemented mainly through Lupin Human Welfare and Research Foundation (LHWRF) and Matashree Gomati Devi Jana Seva Nidhi, a sister organisation of LHWRF. Both have a common long-term objective of transforming rural lives across India and whose main objectives are social and economic advancement of families below the poverty line with special focus on women empowerment, healthcare, education and sports. Apart from the above, different centers of LHWRF mobilise additional resources from Banks, Government to achieve high impact within the adopted areas.

3. Have you done any impact assessment of your initiative?

The Company conducts impact assessment of its CSR initiatives through qualitative feedbacks collected from the beneficiaries of projects undertaken. Various projects are undertaken in partnership with government and semi-government agencies that have their own monitoring mechanisms and impact assessment systems. Efforts are on to establish a robust internal M & E system.

4. What is your Company's direct contribution to community development projects - Amount in INR and the details of the projects undertaken?

During the year ended March 31, 2015, an amount of ₹183.6 million was spent on various community development projects namely economic advancement through Education and training, Agricultural development, Animal husbandry, Women empowerment, Sports activities, Community health management, Infrastructure development, Flood and fire relief activities, Natural resource management, Promotion of rural industries and Learn and earn activities.

5. Have you taken steps to ensure that this community development initiative is successfully adopted by the community? Please explain in 50 words, or so.

Public Private and Community Partnership model is followed in the CSR activities by actively involving the community in the decision making process. Before initiating any CSR activity, needs of the community are identified. The Company implements its CSR activities through community groups such as Lupin Gram Vikas Panchayat, farmer clubs, women self-help groups and village development communities.

Principle 9

1. What percentage of customer complaints/consumer cases are pending as on the end of financial year?

As on March 31, 2015, about 1% of customer complaints received during the year, were pending, which have since been resolved.

2. Does the Company display product information on the product label, over and above what is mandated as per local laws? Yes/No/N.A./Remarks (additional information).

The Company follows all legal statutes with respect to product labeling and displaying of product information.

3. Is there any case filed by any stakeholder against the Company regarding unfair trade practices, irresponsible advertising and/or anti-competitive behaviour during the last five years and pending as on end of financial year. If so, provide details thereof, in about 50 words or so.

Nil.

4. Did your Company carry out any consumer survey/consumer satisfaction trends?

Consumer surveys are regularly carried out by the Company at doctor level.

For and on behalf of the Board of Directors

Dr. Desh Bandhu Gupta
Chairman

Mumbai, May 13, 2015

CONSOLIDATED ACCOUNTS

INDEPENDENT AUDITORS' REPORT

TO THE MEMBERS OF LUPIN LIMITED

Report on the Consolidated Financial Statements

We have audited the accompanying consolidated financial statements of LUPIN LIMITED ("the Holding Company") and its subsidiaries (the Holding Company and its subsidiaries constitute "the Group"), and its jointly controlled entity, comprising of the Consolidated Balance Sheet as at March 31, 2015, the Consolidated Statement of Profit and Loss, the Consolidated Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information ("the consolidated financial statements").

Management's Responsibility for the Consolidated Financial Statements

The Holding Company's Board of Directors is responsible for the preparation of these consolidated financial statements in terms of the requirements of the Companies Act, 2013 ("the Act") that give a true and fair view of the consolidated financial position, consolidated financial performance and consolidated cash flows of the Group including its jointly controlled entity in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. The respective Board of Directors of the companies included in the Group and its jointly controlled entity are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Group and for preventing and detecting frauds and other irregularities; the selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the preparation of the consolidated financial statements by the Directors of the Holding Company, as aforesaid.

Auditors' Responsibility

Our responsibility is to express an opinion on these consolidated financial statements based on our audit.

While conducting the audit, we have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the consolidated financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the consolidated financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the consolidated financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Holding Company's preparation of the consolidated financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Holding Company has an adequate internal financial controls system over financial reporting in place and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Holding Company's Board of Directors, as well as evaluating the overall presentation of the consolidated financial statements.

We believe that the audit evidence obtained by us and the audit evidence obtained by the other auditors in terms of their reports referred to in the Other Matters paragraph below, is sufficient and appropriate to provide a basis for our audit opinion on the consolidated financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid consolidated financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the consolidated state of affairs of the Group and its jointly controlled entity as at March 31, 2015, and their consolidated profit and their consolidated cash flows for the year ended on that date.

Other Matter

We did not audit the financial statements / financial information of 20 subsidiaries and 1 jointly controlled entity, whose financial statements / financial information reflect total assets (net) of ₹ 22,330.5 million as at March 31, 2015, total revenues of ₹ 24,080.1 million and net cash inflows amounting to ₹ 327.7

million for the year ended on that date, as considered in the consolidated financial statements. These financial statements / financial information have been audited by other auditors, whose reports have been furnished to us by the Management and our opinion, on the consolidated financial statements, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries and jointly controlled entity, and our report in terms of sub-sections (3) and (11) of Section 143 of the Act, insofar as it relates to the aforesaid subsidiaries and jointly controlled entity, is based solely on the reports of the other auditors.

Our opinion on the consolidated financial statements and our report on Other Legal and Regulatory Requirements below, is not modified in respect of the above matter with respect to our reliance on the work done and the reports of the other auditors.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government in terms of sub-section (11) of Section 143 of the Act, based on the comments in the auditors' reports of the Holding Company and the subsidiary company incorporated in India, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order, to the extent applicable.
 2. As required by Section 143(3) of the Act, we report, to the extent applicable, that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit of the aforesaid consolidated financial statements.
 - (b) In our opinion, proper books of account as required by law relating to the preparation of the aforesaid consolidated financial statements have been kept by the company so far as it appears from our examination of those books and the reports of the other auditors.
 - (c) The Consolidated Balance Sheet, the Consolidated Statement of Profit and Loss, and the Consolidated Cash Flow Statement dealt with by this Report are in agreement with the relevant books of account maintained for the purpose of preparation of the consolidated financial statements.
 - (d) In our opinion, the aforesaid consolidated financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
- (e) On the basis of the written representations received from the directors of the Holding Company as on March 31, 2015 taken on record by the Board of Directors of the Holding Company and the report of the statutory auditors of its subsidiary company incorporated in India, none of the directors of the Group companies incorporated in India is disqualified as on March 31, 2015 from being appointed as a director in terms of Section 164(2) of the Act.
 - (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The consolidated financial statements disclose the impact of pending litigations on the consolidated financial position of the Group and its jointly controlled entity - Refer Note 32(a), (b), (c), and (e) to the consolidated financial statements;
 - ii. Provision has been made in the consolidated financial statements, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts - Refer Notes 40 (i) and 41 to the consolidated financial statements, in respect of such items as it relates to the Group and its jointly controlled entity;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Holding Company. There were no amounts which were required to be transferred to the Investor Education and Protection Fund by its subsidiary company incorporated in India.

For Deloitte Haskins & Sells LLP

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)

K.A. Katki

Partner

Place : Mumbai

Dated : May 13, 2015

(Membership No.: 038568)

ANNEXURE TO

THE INDEPENDENT AUDITORS' REPORT ON THE CONSOLIDATED FINANCIAL STATEMENTS

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

Our reporting on the Order includes 1 subsidiary company incorporated in India, to which the Order is applicable, which has been audited by other auditor and our report in respect of this entity is based solely on the report of the other auditor, to the extent considered applicable for reporting under the Order in the case of the consolidated financial statements.

(i) In respect of the fixed assets of the Holding Company and subsidiary company incorporated in India:

- (a) The respective entities have maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
- (b) The Holding Company has a program of verification of fixed assets to cover all the items in a phased manner over a period of three years which, in our opinion, is reasonable having regard to the size of the respective entities and the nature of their assets. Pursuant to the program, certain fixed assets were physically verified by the Management of the entity during the year. According to the information and explanations given to us, no material discrepancies were noticed on such verification.

The fixed assets were physically verified during the year by the Management of the subsidiary company incorporated in India. According to the information and explanations given to the other auditor, no discrepancies were noticed on such verification.

(ii) In respect of the inventories of the Holding Company:

- (a) As explained to us, the inventories were physically verified during the year by the Management of the entity at reasonable intervals.
- (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the Management of the entity were reasonable and adequate in relation to the size of the entity and the nature of their business.
- (c) In our opinion and according to the information and explanations given to us, the Holding Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification.

Having regard to the nature of the business / activities of the subsidiary company incorporated in India, clause (ii) of para 3 of the order is not applicable to the subsidiary company, as reported by the other auditor.

(iii) The Holding Company and subsidiary company incorporated in India have not granted any loans, secured or unsecured, to companies, firms or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013 by the respective entities.

(iv) In our opinion and according to the information and explanations

given to us, having regard to the explanations that some of the items purchased are of special nature and suitable alternative sources are not readily available for obtaining comparable quotations, there is an adequate internal control system in the Holding Company commensurate with the size of the respective entities and the nature of their business with regard to purchases of inventory and fixed assets and the sale of goods and services, and in respect of the subsidiary company incorporated in India, in respect of purchase of asset. The subsidiary company incorporated in India does not have any inventory, sale of goods and services. During the course of our and the other auditors' audit, no major weakness in such internal control system has been observed.

(v) According to the information and explanations given to us, the Holding Company and subsidiary company incorporated in India have not accepted any deposit during the year in terms of provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013. There were no unclaimed deposits as at the year end. The other auditor has not commented in respect of unclaimed deposit in respect of the subsidiary company incorporated in India.

(vi) According to the information and explanations given to us, in our opinion, the Holding Company has, *prima facie*, made and maintained the prescribed cost records pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government under subsection (1) of Section 148 of the Companies Act, 2013. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.

Having regard to the nature of the nature of the business / activities of the subsidiary company incorporated in India, clause (vi) of para 3 of the order is not applicable to the subsidiary company, as reported by the other auditor.

(vii) According to the information and explanations given to us, in respect of statutory dues of the Holding Company and subsidiary company incorporated in India:

- (a) The respective entities have generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues applicable to the respective entities with the appropriate authorities.
- (b) There were no undisputed amounts payable by the respective entities in respect of Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2015 for a period of more than six months from the date they became payable.
- (c) Details of dues of Income-tax, Sales Tax, Service Tax and Excise Duty which have not been deposited as on March 31, 2015 on account of disputes by the Holding Company are given below:

Name of Statute	Nature of Dues	Forum where Dispute is Pending	Period to which the Amount Relates	Amount Involved (₹ In million)
Income-tax Act, 1961	Income tax	Commissioner of Income-tax (Appeals) – LTU	2006-2008	55.5
Central Excise Act, 1944	Excise duty	Customs, Excise and Service Tax Appellate Tribunal (CESTAT)	1996-1997, 1998-2000, 2001-2010	48.6
		Commissioner of Central Excise (Appeals)	1997-1998 2002-2007	1.1
	Service tax credit matters	Customs, Excise and Service Tax Appellate Tribunal (CESTAT)	2005-2008	202.3
Central and various States' Sales Tax Acts	Sales tax	Sales Tax Tribunal	2006-2009	21.0
		Commissioner of Sales Tax (Appeals)	2004-2005, 2006-2007, 2008-2014	25.0
		Assistant Commissioner of Sales Tax (Investigations)	2006-2011	20.7
		Additional Commissioner	2002-2003, 2011-2013	4.8
		Deputy Commissioner	2000-2001	0.3

There are no dues of Wealth Tax, Customs Duty, Value Added Tax and Cess which have not been deposited as on March 31, 2015 on account of disputes by the Holding Company.

In respect of the subsidiary company incorporated in India, there are no dues of Income-tax, Sales Tax, Wealth Tax, Service tax, Customs Duty, Excise Duty, Value Added Tax and Cess which have not been deposited as on March 31, 2015 on account of disputes, as reported by the other auditor.

- (d) The Company has been regular in transferring amounts to the Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and Rules made thereunder within time. There are no amounts that are due to be transferred by the subsidiary company incorporated in India to the Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and Rules made thereunder as reported by the other auditor.
- (viii) The Group does not have consolidated accumulated losses at the end of the financial year and the Group has not incurred cash losses on a consolidated basis during the financial year covered by our audit and in the immediately preceding financial year.
- (ix) In our opinion and according to the information and explanations given to us, the Holding Company has not defaulted in the repayment of dues to banks. The Holding Company has not obtained loans from financial institutions or by way of debentures. The subsidiary company incorporated in India has not borrowed from any financial Institution or banks issued any debenture as reported by the other auditor.
- (x) In our opinion and according to the information and explanations given to us, the terms and conditions of the guarantees given by the Holding Company for loans taken by others outside of the

Group and its jointly controlled entity from financial institutions are not, *prima facie*, prejudicial to the interests of the Group and its jointly controlled entity. According to the information and explanations given to us, the Holding Company has not given guarantees for loans taken by others outside of the Group and its jointly controlled entity from banks. According to the information and explanations given to us, the subsidiary company incorporated in India has not given guarantees for loans taken by others from banks and financial institutions.

- (xi) In our opinion and according to the information and explanations given to us, the term loans have been applied by the Holding Company during the year for the purposes for which they were obtained, other than temporary deployment pending application. The subsidiary company incorporated in India has not taken any loans as reported by the other auditor.
- (xii) To the best of our knowledge and according to the information and explanations given to us and the other auditor, no fraud by the Holding Company and its subsidiary company incorporated in India and no material fraud on the Holding Company and subsidiary company incorporated in India has been noticed or reported during the year.

For Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

K.A. Katki
Partner

Place : Mumbai
Dated : May 13, 2015

(Membership No.: 038568)

CONSOLIDATED BALANCE SHEET AS AT MARCH 31, 2015

	Note	As at 31.03.2015 ₹ in million	As at 31.03.2014 ₹ in million
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2	899.0	896.8
Reserves and Surplus	3	87,841.6	68,418.9
		88,740.6	69,315.7
Minority Interest	45	241.0	669.4
Non-Current Liabilities			
Long-Term Borrowings	4	1,018.3	1,509.6
Deferred Tax Liabilities (net)	5	2,024.1	2,486.6
Other Long-Term Liabilities	6	440.8	458.6
Long-Term Provisions	7	1,620.3	1,324.9
		5,103.5	5,779.7
Current Liabilities			
Short-Term Borrowings	8	3,691.5	4,023.8
Trade Payables	9	19,560.6	15,941.3
Other Current Liabilities	10	8,297.6	2,876.4
Short-Term Provisions	11	5,742.6	3,454.0
		37,292.3	26,295.5
	TOTAL	131,377.4	102,060.3
ASSETS			
Non-Current Assets			
Fixed Assets	12		
Tangible Assets		26,271.4	26,038.3
Intangible Assets - Acquired		929.4	939.0
Capital Work-in-Progress		5,196.9	2,842.6
Intangible Assets Under Development		562.8	198.6
		32,960.5	30,018.5
Goodwill on Consolidation	43 (f)	16,481.1	6,578.7
Non-Current Investments	13	25.1	20.6
Deferred Tax Assets (net)	14	842.0	708.1
Long-Term Loans and Advances	15	2,742.0	3,729.9
Other Non-Current Assets	16	3.2	-
		53,053.9	41,055.8
Current Assets			
Current Investments	17	16,558.9	1,764.1
Inventories	18	25,035.6	21,294.5
Trade Receivables	19	26,565.7	24,641.0
Cash and Cash Equivalents	20	4,813.5	7,975.0
Short-Term Loans and Advances	21	3,420.6	3,016.9
Other Current Assets	22	1,929.2	2,313.0
		78,323.5	61,004.5
	TOTAL	131,377.4	102,060.3

See accompanying notes forming part of the consolidated financial statements

In terms of our report attached
For Deloitte Haskins & Sells LLP
Chartered Accountants

For Lupin Limited

K.A. Katki
Partner

Dr. Desh Bandhu Gupta
Chairman
DIN: 00209378

Nilesh Gupta
Managing Director
DIN: 01734642

Richard Zahn
Director
DIN: 02937226

Dileep C. Choksi
Director
DIN: 00016322

Ramesh Swaminathan
Chief Financial Officer

Dr. Kamal K. Sharma
Vice Chairman
DIN: 00209430

M. D. Gupta
Executive Director
DIN: 00209461

R. A. Shah
Director
DIN: 00009851

R. V. Satam
Company Secretary
ACS - 11973

Vinita Gupta
Chief Executive Officer
DIN: 00058631

Dr. Vijay Kelkar
Director
DIN: 00011991

Dr. K. U. Mada
Director
DIN: 00011395

Place : Mumbai
Dated : May 13, 2015

CONSOLIDATED STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2015

		For the Current Year ended 31.03.2015	For the Previous Year ended 31.03.2014
	Note	₹ in million	₹ in million
INCOME:			
Revenue from Operations (Gross)	23	128,635.2	113,670.5
Less : Excise Duty		935.1	804.8
Revenue from Operations (Net)		127,700.1	112,865.7
Other Income	24	2,397.5	1,164.8
Total Revenue		130,097.6	114,030.5
EXPENSES:			
Cost of Raw and Packing Materials Consumed	25	25,194.2	24,213.6
Purchases of Stock-in-Trade		17,833.1	15,964.3
Changes in Inventories of Finished Goods, Work-in-Process and Stock-in-Trade	26	(1,456.9)	(2,004.1)
Employee Benefits Expense	27	17,473.4	14,646.5
Finance Costs	28	98.1	266.5
Depreciation and Amortisation Expense	12	4,347.0	2,609.7
Other Expenses	29	32,460.4	30,017.5
Total Expenses		95,949.3	85,714.0
Profit before Tax		34,148.3	28,316.5
Tax Expense / (Benefit):			
- Current Tax Expense		10,061.7	9,551.7
- Tax Benefit for Prior Years		(26.4)	(15.7)
Add : Share of Joint Venture - jointly controlled entity		6.3	-
Net Current Tax Expense		10,041.6	9,536.0
- Deferred Tax (net)		(337.1)	85.5
Add : Share of Joint Venture - jointly controlled entity		(0.5)	-
Profit after Tax before Minority Interest		24,444.3	18,695.0
Less : Share of profit attributable to Minority Interest		411.9	331.3
Profit for the year attributable to Shareholders of the Company		24,032.4	18,363.7
Earnings per equity share (in ₹)	35		
Basic		53.54	40.99
Diluted		53.20	40.79
Face Value of Equity Share (in ₹)		2.00	2.00

See accompanying notes forming part of the consolidated financial statements

In terms of our report attached
For Deloitte Haskins & Sells LLP
Chartered Accountants

For Lupin Limited

K.A. Katki
Partner

Dr. Desh Bandhu Gupta
Chairman
DIN: 00209378

Nilesh Gupta
Managing Director
DIN: 01734642

Richard Zahn
Director
DIN: 02937226

Dileep C. Choksi
Director
DIN: 00016322

Ramesh Swaminathan
Chief Financial Officer

Dr. Kamal K. Sharma
Vice Chairman
DIN: 00209430

M. D. Gupta
Executive Director
DIN: 00209461

R. A. Shah
Director
DIN: 00009851

R. V. Satam
Company Secretary
ACS - 11973

Vinita Gupta
Chief Executive Officer
DIN: 00058631

Dr. Vijay Kelkar
Director
DIN: 00011991

Dr. K. U. Mada
Director
DIN: 00011395

Place : Mumbai
Dated : May 13, 2015

CONSOLIDATED CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2015

	For the Current Year ended 31.03.2015	For the Previous Year ended 31.03.2014
	₹ in million	₹ in million
A. Cash Flow from Operating Activities		
Profit before Tax	34,148.3	28,316.5
Adjustments for:		
Depreciation and Amortisation Expense	4,347.0	2,609.7
Loss on sale / write-off of Fixed Assets (net)	43.1	119.4
Finance Costs	98.1	266.5
Net Gain on Sale of Current Investments	(4.0)	(5.5)
Interest on Deposits with Banks	(74.7)	(138.6)
Dividend on Current Investments	(650.8)	(26.0)
Dividend on Long-Term Investment	(0.2)	(0.2)
Provision for Doubtful Trade Receivables / Advances / Deposits	1.8	273.7
Excess of carrying cost over fair value of Current Investments	2.5	-
Provision for Doubtful Trade Receivables / Deposits written back	(119.4)	(7.3)
Credit Balances Written Back	-	(176.8)
Expenses on Employees Stock Options / Stock Appreciation Rights	676.8	211.0
Impairment of Assets	-	429.0
Unrealised Exchange (gain) / loss on revaluation (net)	(182.9)	595.5
Net unrealised exchange difference during the year	(570.0)	(45.4)
Operating Profit before Working Capital Changes	37,715.6	32,421.5
Changes in working capital:		
Adjustments for (increase) / decrease in operating assets:		
Inventories	(3,366.4)	(1,563.3)
Trade Receivables	(1,236.2)	(3,360.3)
Short-Term Loans and Advances	(193.4)	415.8
Long-Term Loans and Advances	248.0	(858.5)
Other Current Assets	468.0	111.3
Adjustments for increase / (decrease) in operating liabilities:		
Trade Payables	3,224.5	256.5
Other Current Liabilities	(215.9)	311.7
Other Long-Term Liabilities	(21.7)	(71.7)
Short-Term Provisions	(126.6)	(82.9)
Long-Term Provisions	270.6	178.3
Cash Generated from Operations	36,766.5	27,758.4
Net Income tax paid	(9,436.0)	(7,719.1)
Net Cash Flow from Operating Activities	27,330.5	20,039.3
B. Cash Flow from Investing Activities		
Capital expenditure on fixed assets, including capital advances	(8,711.8)	(5,286.4)
Proceeds from sale of fixed assets	36.0	34.0
Purchase of Non-Current Investments	(4.5)	-
Net Gain on sale of Current Investments	4.0	5.5
Consideration for acquisition of subsidiary companies	(6,294.1)	(886.8)
Bank balances not considered as Cash and Cash Equivalents (net)	3,699.6	(2,616.5)
Interest on Deposits with Banks	74.7	138.6
Dividend on Current Investments	650.8	26.0
Dividend on Long-term Investments	0.2	0.2
Net Cash used in Investing Activities	(10,545.1)	(8,585.4)

	For the Current Year ended 31.03.2015	For the Previous Year ended 31.03.2014
	₹ in million	₹ in million
C. Cash Flow from Financing Activities		
Repayment of Long-Term Borrowings (net)	(690.2)	(1,984.6)
Repayment of Short-Term Borrowings - Loans from banks (net)	(9.3)	(3,313.6)
Proceeds from issue of equity shares (ESOPs)	2.2	1.7
Securities Premium Received (ESOPs)	410.8	237.7
Finance Costs	(109.2)	(278.2)
Dividend paid	(1,344.5)	(3,214.9)
Corporate Tax on Dividend	(228.7)	(19.2)
Net Cash used in Financing Activities	(1,968.9)	(8,571.1)
Net increase in Cash and Cash Equivalents	14,816.5	2,882.8
Cash and Cash Equivalents as at the beginning of the year	6,066.2	3,109.3
Cash and Cash Equivalents taken over on acquisition of subsidiary companies	201.6	74.1
Cash and Cash Equivalents as at the end of the year	21,084.3	6,066.2
Reconciliation of Cash and Cash Equivalents with the Balance Sheet		
Cash and Cash Equivalents as per Balance Sheet (Refer note 20)	4,813.5	7,975.0
Unrealised loss / (gain) on foreign currency Cash and Cash Equivalents	14.1	180.1
Less: Bank balances not considered as Cash and Cash Equivalents as defined in AS-3 - Cash Flow Statements (Refer note 20)	304.7	3,853.0
Add: Current investments considered as part of Cash and Cash Equivalents (Refer note 17)	16,561.4	1,764.1
Cash and Cash Equivalents as restated as at the year end	21,084.3	6,066.2

Notes :

- The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard 3 (AS-3), "Cash Flow Statements".
- Consideration for acquisition of subsidiary companies and Other Current Liabilities exclude investments of ₹ 5,977.6 million (previous year ₹ nil) [Refer note 43 (d) (iv)]
- Cash comprises cash on hand, Current Accounts and deposits with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

In terms of our report attached
For Deloitte Haskins & Sells LLP
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Director
DIN: 00011395

Place : Mumbai
Dated : May 13, 2015

NOTES FORMING PART OF THE CONSOLIDATED FINANCIAL STATEMENTS

1. SIGNIFICANT ACCOUNTING POLICIES:

a) Basis of accounting and preparation of Consolidated Financial Statements:

- i) The financial statements of the subsidiaries and jointly controlled entity used in the consolidation are drawn upto the same reporting date as that of Lupin Limited ("the Company"), i.e. March 31, 2015.
- ii) The Consolidated Financial Statements of the Company and its subsidiaries ("the Group") and its jointly controlled entity have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013 ("the 2013 Act"), read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the 2013 Act / Companies Act, 1956 ("the 1956 Act"), as applicable. The Consolidated Financial Statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the Consolidated Financial Statements are consistent with those followed in the previous year.

b) Principles of Consolidation:

- i) The Consolidated Financial Statements of the Company and its subsidiaries have been prepared in accordance with the Accounting Standard 21 (AS-21) "Consolidated Financial Statements", on line-by-line basis by adding together like items of assets, liabilities, income and expenses, after eliminating intra-group balances, intra-group transactions and the unrealised profits / losses, unless cost cannot be recovered.
- ii) The excess of cost to the Group of its investment in the subsidiaries, on the acquisition dates over and above the Group's share of equity in the subsidiaries, is recognised as "Goodwill on Consolidation" being an asset in the Consolidated Financial Statements. The said Goodwill is not amortised, however, it is tested for impairment at each Balance Sheet date and the impairment loss, if any, is provided for. On the other hand, where the share of equity in the subsidiaries as on the date of investment is in excess of cost of investments of the Group, it is recognised as "Capital Reserve" and shown under the head "Reserves and Surplus" in the Consolidated Financial Statements. The Goodwill / Capital Reserve on Consolidation is determined separately for each subsidiary / jointly controlled entity and such amounts are not set off between different entities.
- iii) Minority Interest in the net assets of the consolidated subsidiaries consist of:
 - a) The amount of equity attributable to minorities as at the date on which the investment in a subsidiary is made and,
 - b) The Minorities share of movements in equity since the date the parent-subsidiary relationship came into existence. The losses applicable to the minority in excess of the minority interest in the equity of the subsidiary and further losses applicable to the minority, are adjusted against the majority interest except to the extent that the minority has a binding obligation to and is able to make good the losses. If the subsidiaries subsequently reports profit, all such profits are allocated to the majority interest until the minority's share of losses previously absorbed by the majority has been recovered.
 - c) Minority Interest is presented separately from the liabilities or assets and the equity of the shareholders in the Consolidated Balance Sheet. Minority Interest in the income or loss of the Group is separately presented.
- iv) The Consolidated Financial Statements of the Group reflect its share of the Assets, Liabilities, Income and Expenditure of the Jointly controlled entity which are accounted on the basis of the audited accounts of the Joint venture on line-by-line basis with similar items in the Group's Consolidated Financial Statement to the extent of the participating interest of the Group as per the Joint Venture Agreements in accordance with the Accounting Standard 27 (AS-27) "Financial Reporting of Interests in Joint Ventures". The intra-group balances, intra-group transactions and unrealized profits or losses have been eliminated to the extent of the Group's share in the entity.
- v) The financial statements of the Company and its subsidiaries and jointly controlled entity have been consolidated using uniform accounting policies for like transactions and other events in similar circumstances as mentioned in those policies.
- vi) The difference between the proceeds from sale / disposal of investment in a subsidiary and the carrying amount of assets less liabilities as of the date of sale / disposal is recognised in the Consolidated Statement of Profit and Loss as the profit or loss on sale / disposal of investment in subsidiary.

c) Use of Estimates:

The preparation of the Consolidated Financial Statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in the preparation of the Consolidated Financial Statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

d) Tangible Fixed Assets:

Fixed Assets are carried at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date. The Group has adopted the provisions of paragraph 46A of AS-11 "The Effects of Changes in Foreign Exchange Rates", accordingly, exchange differences arising on restatement / settlement of long-term foreign currency borrowings relating to acquisition of depreciable fixed assets are adjusted to the cost of the respective assets and depreciated over the remaining useful life of such assets. Subsequent expenditure relating to fixed assets is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

Capital work-in-progress in respect of assets which are not ready for their intended use are carried at cost, comprising of direct costs, related incidental expenses and attributable interest.

e) Intangible Assets:

Intangible assets are carried at cost less accumulated amortisation and impairment losses, if any. The cost of an intangible asset comprises of its purchase price, including any import duties and other taxes (other than those subsequently recoverable from the taxing authorities), and any directly attributable expenditure on making the asset ready for its intended use.

Expenditure on research and development eligible for capitalisation are carried as Intangible assets under development where such assets are not yet ready for their intended use.

f) Foreign Currency Transactions / Translations:

i) Transactions denominated in foreign currency are recorded at exchange rates prevailing at the date of transaction or at rates that closely approximate the rate at the date of the transaction.

ii) Foreign currency monetary items (other than derivative contracts) of the Group, outstanding at the balance sheet date are restated at the year-end rates. Non-monetary items of the Group are carried at historical cost.

iii) Exchange differences arising on settlement / restatement of short-term foreign currency monetary assets and liabilities of the Company and its integral foreign operations are recognised as income or expense in the Consolidated Statement of Profit and Loss.

The exchange differences arising on restatement / settlement of long-term foreign currency monetary items are capitalised as part of the depreciable fixed assets to which the monetary item relates and depreciated over the remaining useful life of such assets or amortised on settlement over the maturity period of such items if such items do not relate to acquisition of depreciable fixed assets. The unamortised exchange difference is carried under Reserves and Surplus as "Foreign currency monetary item translation difference account" net of the tax effect thereon, where applicable.

iv) Premium / discount on forward exchange contracts, which are not intended for trading or speculation purposes, are amortised over the period of the contracts if such contracts relate to monetary items as at the Balance Sheet date. Any profit or loss arising on cancellation or renewal of such a forward exchange contract is recognised as income or as expense in the period in which such cancellation or renewal is made.

v) In respect of foreign offices, which are integral foreign operations, all revenues and expenses during the year are reported at average rates. Outstanding balances in respect of monetary assets and liabilities are restated at the year end exchange rates. Outstanding balances in respect of non-monetary assets and liabilities are stated at the rates prevailing on the date of the transaction. Net gain / loss on foreign currency translation is recognised in the Consolidated Statement of Profit and Loss.

vi) **Foreign Subsidiaries:**

In case of foreign subsidiaries, the local accounts are maintained in their local currency except subsidiaries at Switzerland whose accounts are maintained in USD, the functional currency.

- a) The financial statements of the subsidiaries, whose operations are integral foreign operations for the Company, have been translated to Indian Rupees on the following basis:
 - i) All income and expenses are translated at the average rate of exchange prevailing during the year.
 - ii) Monetary assets and liabilities are translated at the closing rate on the Balance Sheet date.
 - iii) Non-monetary assets and liabilities are translated at historical rates.
 - iv) The resulting exchange difference is accounted in 'Exchange Rate Difference on Translation Account' and is charged / credited to the Consolidated Statement of Profit and Loss.
- b) The financial statements of subsidiaries, whose operations are non-integral foreign operations for the Company, have been translated to Indian Rupees on the following basis:
 - i) All income and expenses are translated at the average rate of exchange prevailing during the year.
 - ii) Monetary and non-monetary assets and liabilities are translated at the closing rate as on the Balance Sheet date.
 - iii) The resulting exchange difference is accounted in 'Foreign Currency Translation Reserve' and carried in the Balance Sheet.
- c) When a non-integral foreign operation is reclassified as an integral foreign operation, the translated amounts for non-monetary items at the date of the change are treated as the historical cost for those items in the period of change and subsequent periods. Exchange differences that have been deferred are not recognised as income or expense until the disposal of the operation.

Subsequent to the date of change in classification of the foreign operation, transactions and balances in such operations are accounted as per the accounting policy applicable to the new classification.

g) **Hedge Accounting:**

The Group uses foreign currency forward contracts to hedge its risks associated with foreign currency fluctuations relating to highly probable forecast transactions. The Group designates such forward contracts in a cash flow hedging relationship by applying the hedge accounting principles set out in Accounting Standard 30 (AS-30) "Financial Instruments: Recognition and Measurement". These forward contracts are stated at fair value at each reporting date. Changes in the fair value of these forward contracts that are designated and effective as hedges of future cash flows are recognised directly in "Cash Flow Hedge Reserve Account" under Reserves and Surplus, net of applicable deferred income taxes and the ineffective portion is recognised immediately in the Consolidated Statement of Profit and Loss. Amounts accumulated in the "Cash Flow Hedge Reserve Account" are reclassified to the Consolidated Statement of Profit and Loss in the same period during which the forecasted transaction affects profit and loss. Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or no longer qualifies for hedge accounting. For forecasted transactions, any cumulative gain or loss on the hedging instrument recognised in "Cash Flow Hedge Reserve Account" is retained until the forecasted transaction occurs. If the forecasted transaction is no longer expected to occur, the net cumulative gain or loss recognised in "Cash Flow Hedge Reserve Account" is immediately transferred to the Consolidated Statement of Profit and Loss.

h) **Derivative Contracts:**

The Group enters into derivative contracts in the nature of currency options, forward contracts and currency futures with an intention to hedge its existing assets and liabilities and highly probable forecast transactions in foreign currency. Derivative contracts which are closely linked to the existing assets and liabilities are accounted as per the policy stated for Foreign Currency Transactions / Translations.

Derivative contracts designated as a hedging instrument for highly probable forecast transactions are accounted as per the policy stated for Hedge Accounting.

The gain or loss in respect of currency futures contract the pricing period of which has expired or squared off during the year are recognised in the Consolidated Statement of Profit and Loss. In respect of contract as at the year end, losses, if any, are recognised in the Consolidated Statement of Profit and Loss. Gains arising on the same are not recognised, until realised, on grounds of prudence.

All other derivative contracts are marked-to-market on a portfolio basis and losses, if any, are recognised in the Consolidated Statement of Profit and Loss. Gains arising on the same are not recognised, until realised, on grounds of prudence.

i) Investments:

Long-term investments are carried individually at cost, less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually at lower of cost and fair value. Cost of investments includes expenses directly incurred on acquisition of investments.

j) Inventories:

Inventories of all procured materials and Stock-in-Trade are valued at the lower of cost (on moving weighted average basis) and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to their present location and condition, including octroi and other levies, transit insurance and receiving charges. Work-in-process and finished goods include appropriate proportion of overheads and, where applicable, excise duty.

k) Revenue Recognition:

Revenue from sale of goods is recognised net of returns, product expiry claims and trade discounts, on transfer of significant risks and rewards in respect of ownership to the buyer. Sales include excise duty but exclude sales tax and value added tax. Sales are also netted off for probable non - saleable return of goods from the customers, estimated on the basis of historical data of such returns.

Income from Research Services including sale of technology / know-how (rights, licenses, dossiers and other intangibles) is recognised in accordance with the terms of the contract with customers when the related performance obligation is completed, or when risks and rewards of ownership are transferred, as applicable.

Revenue is recognised when it is reasonable to expect that the ultimate collection will be made.

Interest income is accounted on accrual basis. Dividend from investment is recognised as revenue when right to receive is established.

Revenue from service charges is recognised on rendering of the related services in accordance with the terms of the agreement.

l) Depreciation and Amortisation:

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value. Depreciation on tangible fixed assets of the Company and its India subsidiary has been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 except in respect of the following categories of assets, in whose case the life of the assets has been assessed as under based on independent technical evaluation and management's assessment thereof, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc.:

Particulars	Estimated Useful Life
Leasehold Land	Over the period of lease
Plant and Equipment	10 to 15 years
Office Equipment (Desktop)	4 years
Certain assets provided to employees	3 years

Intangible assets are amortised over their estimated useful life on Straight Line Method as follows:

Particulars	Estimated Useful Life
Goodwill – Acquired	5 years
Computer Software	5 to 6 years
Trademark and Licences	4 to 5 years

The estimated useful lives of intangible assets and the amortisation period are reviewed at the end of each financial year and the amortisation method is revised to reflect the changed pattern, if any.

Depreciation on the tangible fixed assets of the Company's foreign subsidiaries and jointly controlled entity has been provided on straight-line method (other than indicated separately below) as per the estimated useful life of such assets as follows:

Assets	Estimated Useful Life
Buildings ¹	5 to 38 years
Leasehold Improvements	Over the period of lease

Plant and Equipment ²	3 to 18 years
Furniture and Fixtures	2 to 20 years
Vehicles	3 to 7 years
Office Equipment	2 to 21 years
Intangible Assets - Acquired	
- Goodwill	5 years
- Computer software	2 to 5 years
- Trademarks & Licenses ³	3 to 14 years
- Dossiers / Marketing Rights ⁴	3 to 20 years

The estimated useful life of the intangible assets and the amortisation period are reviewed at the end of each financial year and the amortisation period is revised to reflect the changed pattern, if any.

- In respect of subsidiaries in Japan assets acquired from April 1, 1998 onwards, are depreciated based on straight line method.
In respect of subsidiary in Germany, Building annex completed in 1989 (estimated useful life – 25 years) and the residential building purchased in 2005 (estimated useful life – 50 years) are depreciated according to the reducing-balance method in accordance with local regulations.
- In respect of subsidiaries in Japan assets acquired from April 1, 1998 onwards, are depreciated based on straight line method.
- In respect of subsidiary in Netherlands, useful life is estimated after taking into consideration expected usage and future economic benefits to the Subsidiary.
- In respect of subsidiary in South Africa, useful life is estimated after taking into consideration product life cycle, market demand for products, expected usage and future economic benefits to the Subsidiary.

m) Employee Benefits:

Employee benefits include provident fund, superannuation fund, social security, gratuity fund and compensated absences.

i) Defined Contribution Plan:

Contribution to provident fund, social security and superannuation fund for certain eligible employees are considered as defined contribution plans as the Group does not carry any further obligations, apart from the contributions made on a monthly basis. Such contributions are charged as an expense to the Consolidated Statement of Profit and Loss based on the amount of contribution required to be made and when services are rendered by the employees.

ii) Defined Benefit Plans:

For defined benefit plan in the form of gratuity fund, the cost of providing benefits is determined using the Projected Unit Credit method, with actuarial valuations being carried out at each balance sheet date. Actuarial gains and losses are recognised in the Consolidated Statement of Profit and Loss in the period in which they occur. Past service cost is recognised immediately to the extent that the benefits are already vested and otherwise is amortised on a straight-line basis over the average period until the benefits become vested.

The retirement benefit obligation recognised in the Consolidated Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, as reduced by the fair value of plan assets. Any asset resulting from this calculation is limited to past service cost, plus the present value of available refunds and reductions in future contributions to the scheme.

Provident Fund for certain employees is administered through the "Lupin Limited Employees Provident Fund Trust". Periodic contributions to the Fund are charged to the Consolidated Statement of Profit and Loss. The Group has an obligation to make good the shortfall, if any, between the return from the investment of the trust and interest rate notified by the Government of India.

iii) Short-Term Employee Benefits:

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised during the year when the employees render the service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service.

The cost of short-term compensated absences is accounted as under:

- in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and

- b. in case of non-accumulating compensated absences, when the absences occur.
- iv) **Long-Term Employee Benefit:**
The cost of compensated absences and Other long-term employee benefits not expected to occur within twelve months, after the end of the period in which employee renders service, are determined using the Projected Unit Credit Method, with actuarial valuations being carried out at each Balance Sheet date. Actuarial gains and losses are recognised in the Consolidated Statement of Profit and Loss in the period in which they occur.
- n) **Taxes on Income:**
Tax expense comprises both Current Tax and Deferred Tax. Current tax is the amount of tax payable on taxable income for the year as determined in accordance with the provisions of applicable tax laws of the respective jurisdiction where the Company, its Subsidiaries and Jointly Controlled Entity are located.
Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Group will pay normal income tax. Accordingly, MAT is recognised as an asset in the Consolidated Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the Group.
Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets for timing differences in respect of unabsorbed depreciation, carry forward of losses and items relating to capital losses are recognised only if there is virtual certainty supported by convincing evidence that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Group has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.
Current and deferred tax relating to items directly recognised in reserves are recognised in reserves and not in the Consolidated Statement of Profit and Loss.
- o) **Operating Leases:**
Assets taken on lease under which all risks and rewards of ownership are effectively retained by the lessor are classified as operating lease. Lease rentals under operating leases are recognised in the Consolidated Statement of Profit and Loss on a straight line basis over the lease term in accordance with the respective lease agreement terms.
- p) **Finance Leases:**
Assets acquired under lease where the Group has substantially all the risks and rewards of ownership are classified as finance leases. Such assets are capitalised at the inception of the lease at the lower of the fair value or the present value of minimum lease payments and a liability is created for an equivalent amount. The rent obligations net of interest charges are reflected as secured loans. Each lease rentals paid is allocated between the liability and the interest cost so as to obtain a constant periodic rate of interest on the outstanding liability for each year.
- q) **Provisions, Contingent Liabilities and Contingent Assets:**
A provision is recognised when the Group has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes. Contingent liabilities are disclosed for (1) possible obligations which will be confirmed only by future events not wholly within the control of the Group or (2) present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made. Contingent assets are not recognised in the Consolidated Financial Statements.
- r) **Borrowing Costs:**
Borrowing costs include interest, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Consolidated Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset

upto the date of capitalisation of such asset is added to the cost of the assets. Capitalisation of borrowing costs is suspended and charged to the Consolidated Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

s) Stock based Compensation:

i) Employees Stock Option Plans (“ESOPs”):

The compensation cost of stock options granted to employees is measured by the intrinsic value method, i.e. the difference between the market price of the Company’s shares on the date of the grant of options and the exercise price to be paid by the option holders. The compensation cost, if any, is amortised on a straight-line basis over the vesting period of the options.

ii) Stock Appreciation Rights (“SARs”):

The compensation cost of SARs granted to employees is measured by the intrinsic value method, i.e. the excess of the market price of the Company’s shares as at the period end and the acquisition price as on the date of grant. The compensation cost is amortised on a straight line basis over the vesting period of the SARs.

t) Government Grants, subsidies and export incentives:

Government grants and subsidies are accounted when there is reasonable assurance that the Group will comply with the conditions attached to them and it is reasonably certain that the ultimate collection will be made. Capital grants relating to specific fixed assets are reduced from the gross value of the respective fixed assets. Revenue grants are recognised in the Consolidated Statement of Profit and Loss.

Export benefits available under prevalent schemes are accrued in the year in which the goods are exported and there is no uncertainty in receiving the same.

u) Research and Development:

Revenue expenditure pertaining to research is charged to the Consolidated Statement of Profit and Loss. Development costs of products are also charged to the Consolidated Statement of Profit and Loss in the year it is incurred, unless a product’s technological feasibility has been established, in which case such expenditure is capitalised. These costs are charged to the respective heads in the Statement of Profit and Loss in the year it is incurred. The amount capitalised comprises of expenditure that can be directly attributed or allocated on a reasonable and consistent basis for creating, producing and making the asset ready for its intended use. Fixed assets utilised for research and development are capitalised and depreciated in accordance with the policies stated for Tangible Fixed Assets and Intangible Assets.

Expenditure on in-licensed development activities, whereby research findings are applied to a plan or design for the production of new or substantially improved products and processes, is capitalised, if the cost can be reliably measured, the product or process is technically and commercially feasible and the Group has sufficient resources to complete the development and to use and sell the asset.

v) Impairment of Assets:

The carrying values of assets / cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists. The following intangible assets are tested for impairment each financial year even if there is no indication that the asset is impaired:

- (a) an intangible asset that is not yet available for use; and
- (b) an intangible asset that is amortised over a period exceeding ten years from the date when the asset is available for use.

If the carrying amount of the assets exceed the estimated recoverable amount, an impairment is recognised for such excess amount. The impairment loss is recognised as an expense in the Consolidated Statement of Profit and Loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a revaluation decrease to the extent a revaluation reserve is available for that asset.

The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.

When there is indication that an impairment loss recognised for an asset (other than a revalued asset) in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Consolidated Statement of Profit and Loss, to the extent the amount was previously charged to the Consolidated Statement of Profit and Loss. In case of revalued assets, such reversal is not recognised.

w) Earnings per share:

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is

computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year adjusted for the effects of all dilutive potential equity shares.

x) Insurance claims:

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect the ultimate collection.

y) Service tax input credit:

Service tax input credit is accounted for in the books in the period in which the underlying service received is accounted and when there is reasonable certainty in availing / utilising the credits.

z) Segment Reporting:

The Group identifies primary segments based on the dominant source, nature of risks and returns and the internal organisation and management structure. The operating segments are the segments for which separate financial information is available and for which operating profit / loss amounts are evaluated regularly by the executive Management in deciding how to allocate resources and in assessing performance.

The accounting policies adopted for segment reporting are in line with the accounting policies of the Group. Segment revenue, segment expenses, segment assets and segment liabilities have been identified to segments on the basis of their relationship to the operating activities of the segment.

Revenue, expenses, assets and liabilities which relate to the Group as a whole and are not allocable to segments on reasonable basis have been included under 'unallocated revenue / expenses / assets / liabilities'.

aa) Operating cycle:

Based on the nature of products / activities of the Group and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Group has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

2. SHARE CAPITAL

a) Share Capital

Particulars	As at 31 March 2015		As at 31 March 2014	
	No. of Shares	₹ in million	No. of Shares	₹ in million
Authorised				
Equity Shares of ₹ 2 each	500,000,000	1,000.0	500,000,000	1,000.0
Issued, Subscribed and Paid up				
Equity Shares of ₹ 2 each fully paid	449,488,335	899.0	448,375,804	896.8
Total	449,488,335	899.0	448,375,804	896.8

b) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period

Particulars	As at 31 March 2015		As at 31 March 2014	
	No. of Shares	₹ in million	No. of Shares	₹ in million
Equity Shares outstanding at the beginning of the year	448,375,804	896.8	447,529,493	895.1
Equity Shares issued during the year pursuant to exercise of ESOPs	1,112,531	2.2	846,311	1.7
Equity Shares outstanding at the end of the year	449,488,335	899.0	448,375,804	896.8

c) Rights attached to Equity Shares

The Company has only one class of equity shares with voting rights having a par value of ₹ 2 per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders at the ensuing Annual General Meeting, except in case of interim dividend.

During the year ended 31 March 2015, the amount of dividend per equity share recognised as distributions to equity shareholders is ₹ 7.5 (previous year ₹ 6 which includes ₹ 3 interim dividend and ₹ 3 final dividend).

In the event of liquidation of the Company, the shareholders of equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

d) Details of shares held by each shareholder holding more than 5% equity shares

Name of Shareholder	As at 31 March 2015		As at 31 March 2014	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Zyma Laboratories Limited	54,960,490	12.23	54,960,490	12.26
Rahas Investments Pvt. Limited	45,699,510	10.17	45,699,510	10.19
Visioned Investments Pvt. Limited	43,514,660	9.68	43,514,660	9.70
Lupin Holdings Pvt. Limited	40,401,000	8.99	40,401,000	9.01

e) Shares reserved for issuance under Stock Option Plans of the Company

Particulars	As at	
	31 March 2015	31 March 2014
	No. of Shares	No. of Shares
Lupin Employees Stock Option Plan 2003	343,000	687,134
Lupin Employees Stock Option Plan 2005	445,304	532,479
Lupin Employees Stock Option Plan 2011	2,758,708	3,297,482
Lupin Employees Stock Option Plan 2014	3,375,000	-
Lupin Subsidiary Companies Employees Stock Option Plan 2005	233,536	371,103
Lupin Subsidiary Companies Employees Stock Option Plan 2011	878,097	895,113
Lupin Subsidiary Companies Employees Stock Option Plan 2014	1,125,000	-

f) Aggregate number of shares issued during last five years pursuant to Stock Option Plans of the Company

Particulars	As at	
	31 March 2015	31 March 2014
	Aggregate No. of Shares	Aggregate No. of Shares
Equity Shares:		
Issued under various Stock Option Plans of the Company	4,769,170	5,194,344

g) No shares have been allotted without payment being received in cash or by way of bonus shares during the period of five years immediately preceding the Balance Sheet date.

3. RESERVES AND SURPLUS

	As at 31.03.2015	As at 31.03.2014
	₹ in million	₹ in million
Capital Reserve		
- Investment Subsidies from Central Government		
Opening and Closing Balance as per last Balance Sheet	1.0	1.0
- Investment Subsidies from State Government		
Opening and Closing Balance as per last Balance Sheet	8.2	8.2
- On restructuring of capital of the Company under the Scheme of Amalgamation		
Opening and Closing Balance as per last Balance Sheet	254.7	254.7
	<u>263.9</u>	<u>263.9</u>
Capital Redemption Reserve		
Opening and Closing Balance as per last Balance Sheet	126.5	126.5
	<u>126.5</u>	<u>126.5</u>
Securities Premium Account		
Opening Balance as per last Balance Sheet	5,633.3	5,378.1
Add : Addition during the year*	410.8	255.2
Balance as at the year end	<u>6,044.1</u>	<u>5,633.3</u>
Employees Stock Options Outstanding (Refer note 37)		
- Employees Stock Options Outstanding		
Opening Balance as per last Balance Sheet	47.7	43.2
Add : Options granted during the year	414.1	22.0
Less : Exercised during the year	-	17.5
Less : Lapsed during the year	8.4	-
Balance as at the year end (A)	<u>453.4</u>	<u>47.7</u>
- Deferred Employees Stock Options Cost		
Opening Balance as per last Balance Sheet	11.3	8.7
Add : Options granted during the year	414.1	22.0
Less : Amortisation during the year	56.7	19.4
Less : Lapsed during the year	8.4	-
Balance as at the year end (B)	<u>360.3</u>	<u>11.3</u>
(A-B)	<u>93.1</u>	<u>36.4</u>
Employee Stock Appreciation Rights Outstanding (Refer note 38)		
Opening Balance as per last Balance Sheet	225.9	34.3
Add : Additions during the year	620.1	191.6
Less : Transferred to General Reserve	379.0	-
Balance as at the year end	<u>467.0</u>	<u>225.9</u>
General Reserve		
Opening Balance as per last Balance Sheet	15,515.4	13,015.4
Add : Transferred from Surplus in the Consolidated Statement of Profit and Loss	-	2,500.0
Add : Transferred from Employee Stock Appreciation Rights	379.0	-
Balance as at the year end	<u>15,894.4</u>	<u>15,515.4</u>
Amalgamation Reserve		
Opening and Closing Balance as per last Balance Sheet	317.9	317.9
	<u>317.9</u>	<u>317.9</u>
Cash Flow Hedge Reserve (Refer note 41)		
Opening Balance as per last Balance Sheet	127.6	(137.9)
Add : Effect of foreign exchange rate variations on hedging instruments outstanding [(net of deferred tax of ₹ 34.2 million (previous year ₹ 102.5 million))]	135.2	302.3
Less : Transferred to the Statement of Profit and Loss	42.6	36.8
Balance as at the year end	<u>220.2</u>	<u>127.6</u>
Foreign Currency Translation Reserve (Refer note 47)		
Opening Balance as per last Balance Sheet	1,771.0	941.9
(Less) / Add : Exchange Rate Difference on Translation (net)	(1,121.0)	829.1
Balance as at the year end	<u>650.0</u>	<u>1,771.0</u>
Surplus in the Consolidated Statement of Profit and Loss		
Opening Balance as per last Balance Sheet	44,401.0	31,172.1
Less : Depreciation on transition to Schedule II of the Companies Act, 2013 on tangible fixed assets with nil remaining useful life (net of deferred tax ₹ 314.6 million) (Refer Notes 12 & 53)	610.8	-
Add : Profit for the year	24,032.4	18,363.7
Less : Transfer to General Reserve	-	2,500.0
Less : Interim Dividend paid on Equity Shares [Refer note 2 (c)]	-	1,345.0
Less : Proposed Final Dividend on Equity Shares [Refer note 2 (c)]	3,371.2	1,345.1
Less : Dividend for previous year on Equity Shares issued after year end pursuant to ESOPs allotment	0.5	1.1
Add : Reversal of Corporate Tax on Final Dividend for previous year (in terms of Section 115-O / 115BBD of the Income-tax Act, 1961)	-	304.2
Less : Corporate Tax on Final Dividend **	686.4	247.8
Balance as at the year end	<u>63,764.5</u>	<u>44,401.0</u>
Total	<u>87,841.6</u>	<u>68,418.9</u>
Above includes Share of Joint Venture - jointly controlled entity	(103.7)	-

* Represents amount received on allotment of 1,112,531 (previous year 846,311) Equity Shares of ₹ 2 each, pursuant to "Lupin Employees Stock Option Plans" [Refer note 37 (a)].

** Represents Corporate tax on Proposed Final Dividend ₹ 686.3 million (previous year ₹ 228.6 million), on Interim Dividend ₹ nil (previous year ₹ 19.2 million) and on dividend paid for previous year on Equity Shares issued after the year end pursuant to ESOPs allotment ₹ 0.1 million (previous year ₹ nil).

4. LONG-TERM BORROWINGS

	As at 31.03.2015	As at 31.03.2014
	₹ in million	₹ in million
(Refer note 10)		
Secured		
Foreign Currency Term Loans from Banks	124.0	232.9
Long Term Maturities of Finance Lease Obligations [Refer note 36 (b)]	1.0	11.3
	125.0	244.2
Unsecured		
Foreign Currency Term Loans from Banks	701.9	1,023.0
Deferred Sales Tax Loan from Government of Maharashtra	36.5	46.2
Term Loans from Council for Scientific and Industrial Research (CSIR)	123.8	154.7
Term Loans from Department of Science and Technology (DST)	31.1	41.5
	893.3	1,265.4
Total	1,018.3	1,509.6

- a) Secured Term Loans of a subsidiary company located in Japan consists of 2 loans and carries interest rate of 1.25% p.a. Loans are secured against mortgage of immovable property. First loan of ₹ 73.7 million is repayable in monthly installments of ₹ 3.2 million till 20 February 2017. Second loan of ₹ 87.2 million repayable in monthly installments of ₹ 3.0 million till 20 August 2017.
- b) Secured Term Loans of a subsidiary company located in Germany consists of 2 loans and carries interest rate in the range of 4.25% - 5.05% p.a. Loans are secured against mortgage of immovable property. First loan of ₹ 30.5 million is repayable in monthly installments of ₹ 0.5 million till 30 November 2020. Second loan of ₹ 12.0 million repayable in monthly installments (including interest) of ₹ 0.1 million till March 2042.
- c) Unsecured Term Loans of a subsidiary company located in Germany consists of 2 loans and carries interest rate in the range of 4.85% - 5.80% p.a. Loans have been guaranteed by the Company. First loan of ₹ 3.1 million is repayable in quarterly installments of ₹ 1.1 million till 30 September 2016. Second loan of ₹ 8.4 million is repayable in biannual installments of ₹ 2.8 million till 30 September 2016.
- d) Unsecured Term Loans of subsidiary companies located in Japan aggregating to ₹ 1,211.2 million carries interest rate in the range of 0.35% to 0.59% p.a. and guaranteed by the Company. Two loans are repayable in quarterly installments aggregating to ₹ 128.3 million till 30 November 2016 and one loan repayable in monthly installments of ₹ 5.2 million commencing from April 2017.
- e) Deferred Sales Tax Loan is interest free and payable in 5 equal annual installments after expiry of initial 10 years moratorium period from each such year of deferral period from 1998-99 to 2009-10.
- f) Term Loans from CSIR carry interest of 3% p.a. and is payable in 5 annual installments of ₹ 30.9 million each alongwith interest.
- g) Term Loans from DST carry interest of 3% p.a. and is payable in 4 annual installments of ₹ 10.4 million each alongwith interest.
- h) Finance lease obligations to Financial Institutions represents present value of minimum lease rentals payable and are secured by hypothecation of concerned plant, machinery, equipments and vehicles.
- i) The Group has not defaulted on repayment of loans and interest during the year.

5. DEFERRED TAX LIABILITIES (NET)

	As at 31.03.2015	As at 31.03.2014
	₹ in million	₹ in million
Tax effect of items constituting Deferred Tax Liabilities		
On differences between book and tax depreciation	2,512.2	3,022.7
Cash Flow Hedge Reserve	82.7	48.6
Amortisation of Intangibles	-	15.4
Others	132.7	2.8
	2,727.6	3,089.5
Less : Tax effect of items constituting Deferred Tax Assets		
Provision for Doubtful Trade Receivables	76.9	127.4
Provision for VRS Compensation	44.0	47.9
Provision for Employee Benefits	384.0	276.2
Provision for Expenses	13.7	6.1
Leasing Liability	-	0.4
Others	184.9	144.9
	703.5	602.9
Total	2,024.1	2,486.6

6. OTHER LONG-TERM LIABILITIES

	As at 31.03.2015	As at 31.03.2014
	₹ in million	₹ in million
Trade Payables	138.8	95.1
Mark to Market Derivative Liabilities	2.8	-
Payable for Purchase of Fixed Assets	16.7	24.0
Deposits (at foreign subsidiary)	272.6	326.3
Other Payables	9.9	13.2
Total	440.8	458.6

7. LONG-TERM PROVISIONS

Provision for Employee Benefits		
Gratuity [Refer note 39 (ii) (a) (A)]	574.0	431.8
Retirement Benefits [Refer note 39 (ii) (b), (c), (d), (e)]	589.1	555.7
Compensated Absences	457.2	328.4
Provident Fund [Refer note 39 (ii) (a) (B)]	-	9.0
Total	1,620.3	1,324.9

8. SHORT-TERM BORROWINGS

Secured		
Loans from Banks	844.7	806.2
	844.7	806.2
Unsecured		
Loans from Banks	2,846.8	3,217.6
	2,846.8	3,217.6
Total	3,691.5	4,023.8

- a) Secured Loans aggregating ₹ 209.5 million comprise of Cash Credit, Short-Term Loans, Packing Credit, Post Shipment Credit, Bills Discounted and Overseas Import Credit and are secured by hypothecation of inventories and trade receivables and all other moveable assets including current assets at godowns, depots, in course of transit or on high seas and a second charge on immovable properties and moveable assets of the Company both present and future. Loans in Indian rupees carries interest rate in the range of 10.50% to 12.25% p.a.
- b) Secured Loans of ₹ 338.7 million comprises of loan from bank and overdraft facility availed by a subsidiary company located in Australia and carries interest rate in the range of 3.64% to 3.89% p.a. and is secured by fixed and floating charge over all assets of the said subsidiary and are guaranteed by the Company.
- c) Secured Loans of ₹ 296.5 million being loans availed by subsidiary companies located in Philippines are secured by way of hypothecation of trade receivables of the said subsidiaries and carries interest rate in the range of 3.00% to 3.50% p.a.
- d) Secured Loans include foreign currency loans of ₹ 635.2 million.
- e) Unsecured Loans aggregating to ₹ 2,606.5 million availed by the subsidiary company located in Japan carries interest rate of 0.38% p.a.
- f) Unsecured Loan of ₹ 235.2 million availed by a subsidiary company located in Germany carries interest rate of 1.15% p.a. and guaranteed by the Company.
- g) Unsecured Loan of ₹ 5.1 million availed by a subsidiary company located in Netherlands carries interest rate of 2.89% p.a.
- h) The Group has not defaulted on repayment of loans and interest during the year.

9. TRADE PAYABLES

	As at 31.03.2015	As at 31.03.2014
	₹ in million	₹ in million
Acceptances	2,762.0	2,238.7
Other than Acceptances	16,798.6	13,702.6
Total	19,560.6	15,941.3
Above includes Share of Joint Venture - jointly controlled entity	7.7	-

10. OTHER CURRENT LIABILITIES

Current Maturities of Long-Term Borrowings (Refer note 4)		
- Bonds (Refer note below)	-	222.5
- Foreign Currency Term Loans from Banks	600.2	705.2
- Current Maturities of Finance Lease Obligations [Refer note 36 (b)]	10.0	25.6
- Deferred Sales Tax Loan from Government of Maharashtra	9.9	9.4
- Term Loans from CSIR	30.9	30.9
- Term Loans from DST	10.4	10.4
Interest Accrued but not due on Borrowings	4.0	15.1
Unpaid Dividend*	26.8	25.7
Mark to Market Derivative Liabilities	-	86.6
Statutory Dues Payables (includes VAT, Excise Duty, Provident Fund, Withholding Taxes, etc.)	616.6	372.2
Payable for Purchase of Fixed Assets	726.8	708.0
Advances from customers	74.6	450.4
Payable on purchase of non-current investment [Refer note 43 (d) (iv)]	5,977.6	-
Other Payables (Includes Trade / Security deposit received, etc.)	209.8	214.4
Total	8,297.6	2,876.4

* There are no amounts due and outstanding to be credited to Investor Education and Protection Fund.

Bonds of a subsidiary company located in Japan are redeemable at par at the end of three years from the date of respective allotment. They carry interest rate in the range of 0.90% to 1.08% p.a.

11. SHORT-TERM PROVISIONS

	As at 31.03.2015	As at 31.03.2014
	₹ in million	₹ in million
Provisions for Employee Benefits (Refer note 7)		
Gratuity [Refer note 39 (ii) (a) (A)]	207.6	71.5
Compensated Absences	262.1	238.5
Other Provisions		
For Sales Returns (Refer note 51)	406.4	672.2
For Taxation (net of Advance Tax)	809.0	898.1
For Proposed Dividend on Equity Shares	3,371.2	1,345.1
For Corporate Tax on Dividend	686.3	228.6
Total	5,742.6	3,454.0
Above includes Share of Joint Venture - jointly controlled entity	5.8	-

12. FIXED ASSETS

Particulars	Gross Block										Accumulated Depreciation and Amortisation				Net Block	
	As at 01.04.2014	Additions on Subsidiary Company	Effect of Foreign Currency exchange differences	Gross Block Additions	Translation Adjustments	Deductions	As at 31.03.2015	As at 01.04.2014	Additions on Subsidiary Company	For the Year	Translation Adjustments	Deductions	Transition adjustment recorded against Surplus balance in the Statement of Profit and Loss (Refer notes 3 & 53)	As at 31.03.2015	As at 31.03.2015	
A. Tangible Assets																
Freehold Land	1,237.4	577.5	-	738.7	(210.2)	-	2,343.4	-	-	-	-	-	-	-	2,343.4	
	1,213.1	-	-	1,213.1	25.7	1.4	1,237.4	-	-	-	-	-	-	-	1,237.4	
Leasehold Land	638.8	-	-	0.3	-	-	639.1	64.9	-	10.4	-	-	-	75.3	563.8	
	633.7	-	-	5.1	-	-	638.8	54.5	-	10.4	-	-	-	64.9	573.9	
Buildings	9,675.3	450.3	-	355.8	(304.2)	23.7	10,153.5	2,657.2	89.7	350.1	(153.8)	16.4	20.9	2,947.7	7,205.8	
	8,792.3	-	9.2	828.8	57.6	12.6	9,675.3	2,336.2	-	286.3	37.0	2.3	-	2,657.2	7,018.1	
Leasehold Improvements	-	-	-	205.8	(1.3)	-	204.5	-	-	-	-	-	-	22.4	182.1	
Plant and Equipment	26,736.4	249.8	-	2,984.7	(778.1)	678.5	28,514.3	11,013.2	217.2	3,102.6	(535.1)	624.5	805.3	13,978.7	14,535.6	
	24,089.4	28.6	56.4	2,873.2	85.4	396.6	26,736.4	9,617.6	12.3	1,619.0	62.2	297.9	-	11,013.2	15,723.2	
Furniture and fixtures	1,405.8	12.7	-	293.3	(79.7)	21.0	1,611.1	753.3	11.4	211.6	(60.4)	19.4	15.4	911.9	699.2	
	1,262.7	0.2	2.8	205.8	9.6	75.3	1,405.8	647.6	-	161.2	7.0	62.5	7.0	753.3	652.5	
Vehicles	188.8	70.6	-	54.6	(5.8)	14.2	99.2	99.2	39.7	39.2	(5.3)	13.7	1.8	160.9	133.1	
	166.6	0.3	-	29.5	0.1	7.7	188.8	76.2	0.3	26.5	(0.2)	3.6	-	99.2	89.6	
Office Equipment	1,263.3	20.4	-	312.0	(13.4)	53.1	1,529.2	562.6	17.6	335.2	(10.8)	49.4	82.0	937.2	592.0	
	1,176.2	1.0	3.4	221.6	2.9	141.8	1,263.3	536.5	0.6	148.8	2.5	125.8	-	562.6	700.7	
Assets under Lease:																
- Plant and Equipment	165.0	-	-	-	(18.1)	-	146.9	125.3	-	22.4	(15.2)	-	-	132.5	14.4	
	162.2	-	-	-	2.8	-	165.0	100.1	-	24.3	0.9	-	-	125.3	39.7	
- Vehicles	19.1	-	-	1.2	0.1	11.5	8.9	15.9	-	2.1	0.2	11.3	-	6.9	2.0	
	29.1	-	-	11.2	0.2	21.4	19.1	22.7	-	5.3	0.1	12.2	-	15.9	3.2	
Total - Tangible Assets (A)	41,329.9	1,381.3	-	4,946.4	(1,410.7)	802.0	45,444.9	15,291.6	375.6	4,096.0	(780.4)	734.7	925.4	19,173.5	26,271.4	
	37,525.3	30.1	71.8	4,175.2	184.3	656.8	41,329.9	13,391.4	13.2	2,281.8	109.5	504.3	-	15,291.6	26,038.3	
B. Intangible Assets - Acquired																
Goodwill	622.8	-	-	-	(57.8)	-	565.0	622.8	-	-	(57.8)	-	-	565.0	-	
	630.5	-	-	-	(7.7)	-	622.8	586.9	-	43.6	(7.7)	-	-	622.8	-	
Computer Software	509.9	-	-	146.1	(25.3)	0.5	630.2	243.0	-	96.2	(14.1)	0.5	-	324.6	305.6	
	363.4	-	-	146.4	2.4	2.3	509.9	163.4	-	81.1	0.7	2.2	-	243.0	266.9	
Trademarks and Licences	500.4	-	-	114.9	(72.4)	-	542.9	370.1	-	67.1	(57.7)	-	-	379.5	163.4	
	391.8	5.3	-	113.1	(8.0)	1.8	500.4	251.5	5.2	120.9	(5.8)	1.7	-	370.1	130.3	
Dossiers / Marketing rights	3,297.3	-	-	66.1	(4.8)	11.8	3,346.8	2,755.5	-	87.7	43.2	-	-	2,886.4	460.4	
	2,857.9	-	-	194.7	263.1	18.4	3,297.3	2,447.2	-	82.3	243.7	17.7	-	2,755.5	541.8	
Total - Intangible Assets (B)	4,930.4	-	-	327.1	(160.3)	12.3	5,084.9	3,991.4	-	251.0	(86.4)	0.5	-	4,155.5	929.4	
	4,243.6	5.3	-	454.2	249.8	22.5	4,930.4	3,449.0	5.2	327.9	230.9	21.6	-	3,991.4	939.0	
Total (A+B)	46,260.3	1,381.3	-	5,273.5	(1,571.0)	814.3	50,529.8	19,283.0	375.6	4,347.0	(866.8)	735.2	925.4	23,329.0	27,200.8	
	41,768.9	35.4	71.8	4,629.4	434.1	679.3	46,260.3	16,840.4	18.4	2,609.7	340.4	525.9	-	19,283.0	26,977.3	
Capital Work-in-Progress	-	-	-	-	-	-	-	-	-	-	-	-	-	-	5,196.9	
(Refer note 33)	-	-	-	-	-	-	-	-	-	-	-	-	-	-	2,842.6	
Intangible Assets Under Development	-	-	-	-	-	-	-	-	-	-	-	-	-	-	562.8	
	-	-	-	-	-	-	-	-	-	-	-	-	-	-	198.6	
Total	-	-	-	0.6	(0.1)	-	0.5	-	-	0.1	-	-	-	0.1	-	
Above includes Share of Joint Venture - jointly controlled entity	-	-	-	-	-	-	-	-	-	-	-	-	-	-	-	

a. Cost of Buildings include cost of shares in co-operative societies of ₹ 1,000 (previous year ₹ 1,000/-).

b. Additions to Fixed Assets include items of fixed assets aggregating ₹ 974.1 million (previous year ₹ 635.1 million) located at Research and Development Centres of the Group.

c. Additions to Plant and Equipment include ₹ nil (previous year ₹ 3.0 million) on account of Capital Investment Subsidy.

d. Previous year figures are given in italics below current year figures in each class of assets.

13. NON-CURRENT INVESTMENTS

			As at 31.03.2015	As at 31.03.2014
			₹ in million	₹ in million
Trade Investments - Unquoted				
a) Others				
1) In Equity Instruments:	Number	Face Value		
- Biotech Consortium India Ltd., India	50,000	₹	0.5	0.5
	(50,000)	10		
- Enviro Infrastructure Co. Ltd., India	100,000	₹	1.0	1.0
	(100,000)	10		
- Bharuch Enviro Infrastructure Ltd., India	4,585	₹		
[31.03.2015 - ₹ 45,850/- (previous year - ₹ 45,850/-)]	(4,585)	10		
- Narmada Clean Tech Ltd., India	1,145,190	₹	11.5	11.5
	(1,145,190)	10		
- Tarapur Environment Protection Society, India	72,358	₹	7.2	7.2
	(72,358)	100		
- Japan Medical Products Exporter's Association, Japan	10	JPY		
[31.03.2015 - ₹ 26,065/- (previous year ₹ 29,270/-)]	(10)	5,000		
- The Pharmaceuticals and Medical Devices Agency, Japan	30	JPY	0.2	0.2
	(30)	10,000		
- Osaka Fire Mutual Aid Association, Japan	10	JPY		
[31.03.2015 - ₹ 521/- (previous year ₹ 585/-)]	(10)	100		
- Frankfurter Volksbank eG Bank, Germany	10	Eur		
[31.03.2015 - ₹ 33,595/- (previous year ₹ 41,157/-)]	(10)	50		
- Philippines Long Distance Telephone Co., Philippines	-	PHP	-	
[31.03.2015 - ₹ nil/- (previous year ₹ 21,360/-)]	(200)	1		
- Atsugi Gas Corporation, Japan	600	Nil	0.2	0.2
	(600)			
2) In Preference Shares:				
- Enviro Infrastructure Co. Ltd., India	450,000	₹	4.5	-
	(-)	10		
			25.1	20.6
(Figures in brackets are for previous year)				
b) In Government Securities				
National Saving Certificates				
[31.03.2015 - ₹ 6,000/- (previous year ₹ 6,000/-)]				
Deposited with Government Authority				
[31.03.2015 - ₹ 6,000/- (previous year ₹ 6,000/-)]				
		Total	25.1	20.6
i) All investments in shares are fully paid up				
ii) All investments are stated at cost				
iii) Aggregate amount of unquoted investments			25.1	20.6

14. DEFERRED TAX ASSETS (NET)

	As at 31.03.2015	As at 31.03.2014
	₹ in million	₹ in million
Tax effect of items constituting Deferred Tax Assets		
Provision for Bonus	161.4	107.5
Provision for Leave Encashment	17.2	15.5
Provision for Retirement Benefits	42.0	44.4
Provision for Expenses	39.2	34.3
Provision for Price Differential	75.5	88.4
Provision for Sales Return	114.6	244.6
On differences between book and tax depreciation	24.9	36.9
Charitable Deductions	176.3	-
Others	381.8	226.8
	1,032.9	798.4
Less: Tax effect of items constituting Deferred Tax Liabilities		
On differences between book and tax depreciation	119.3	21.5
Reserved for Deferred Capital Gain	13.1	15.8
Others	58.5	53.0
	Total	708.1
Above includes Share of Joint Venture - jointly controlled entity	0.5	-

15. LONG-TERM LOANS AND ADVANCES

Unsecured, considered good unless otherwise stated		
Capital Advances	985.6	1,069.0
Loans and Advances to Related Parties [Refer note 57 (C)]	54.7	54.7
Security Deposits	279.5	285.1
Loans to Employees	16.7	5.3
Advance payment of Income Tax (net of Provision)	294.2	473.7
MAT Credit Entitlement	-	523.4
Balances with Government Authorities (Drawback / Customs and Excise duties receivable)	880.7	845.0
Loans to Employees Benefit Trust (Refer note 38)	-	258.0
Other Loans and Advances	230.6	215.7
	Total	3,729.9

16. OTHER-NON CURRENT ASSETS

Unsecured, considered good unless otherwise stated		
Mark to Market Derivative Assets	3.2	-
	Total	-

17. CURRENT INVESTMENTS

		As at 31.03.2015	As at 31.03.2014
		₹ in million	₹ in million
Non Trade Investments - Unquoted			
- In Mutual Funds	Number of Units		
- Birla Sun Life Cash Plus Daily Dividend Regular Plan	10,960,902	1,098.2	343.0
	(3,423,542)		
- ICICI Prudential Liquid Plan Regular Daily Dividend	-	-	705.6
	(7,051,651)		
- HDFC Liquid Fund - Dividend Daily Reinvest	46,530,363	474.5	715.5
	(70,154,424)		
- HDFC High Interest Fund-Short Term Plan Fortnightly Dividend	196,263,170	2,076.9	-
	(-)		
- ICICI Prudential Blended Plan B Regular Plan Monthly Dividend Option - I	101,597,773	1,037.8	-
	(-)		
- Axis Short Term Fund Monthly Dividend	100,692,087	1,025.7	-
	(-)		
- Birla Sun Life Short Term Fund Monthly Dividend Regular Plan	86,839,119	1,027.0	-
	(-)		
- Birla Sun Life Treasury Optimizer Plan Monthly Dividend Regular Plan	4,919,391	510.9	-
	(-)		
- Reliance Medium Term Fund Monthly Dividend Plan	191,462,695	2,046.1	-
	(-)		
- Reliance Short Term Fund Monthly Dividend Plan	46,961,944	511.4	-
	(-)		
- ICICI Prudential Banking & PSU Debt Fund Regular Plan Weekly Dividend	148,063,792	1,510.0	-
	(-)		
- ICICI Prudential Ultra Short Term Regular Plan Daily Dividend	98,833,834	1,002.9	-
	(-)		
- Axis Banking Debt Fund-Weekly Dividend	2,495,963	2,508.6	-
	(-)		
- SBI Magnum Insta Cash Fund Liquid Floater Regular Plan Daily Dividend	995,692	1,005.6	-
	(-)		
- Axis Liquid Fund-Daily Dividend	50,002	50.0	-
	(-)		
- Kotak Treasury Advantage Fund Daily Dividend Regular Plan	49,914,730	503.1	-
	(-)		
- Kotak Liquid Scheme Plan A Daily Dividend Regular Plan	139,208	170.2	-
	(-)		
(Figures in brackets are for previous year)			
	Total	16,558.9	1,764.1
a) All investments are stated at lower of cost and fair value unless otherwise stated			
b) Aggregate amount of unquoted investments (At cost)		16,561.4	1,764.1
c) Excess of carrying cost over fair value of current investments as adjusted above		2.5	-

18. INVENTORIES

	As at 31.03.2015	As at 31.03.2014
	₹ in million	₹ in million
Raw Materials	5,945.8	4,516.1
Packing Materials	1,135.0	836.0
Work-in-Process	4,099.1	3,656.7
Finished Goods	5,340.2	4,495.0
Stock-in-Trade	5,649.2	5,348.8
Consumable Stores and Spares	862.5	666.7
Goods-in-Transit		
- Raw Materials	390.3	121.6
- Packing Materials	21.7	13.2
- Stock-in-Trade	1,565.8	1,619.4
- Consumable Stores and Spares [Refer note 1 j]	26.0	21.0
Total	25,035.6	21,294.5
Above includes Share of Joint Venture - jointly controlled entity	2.1	-

19. TRADE RECEIVABLES

Unsecured		
Trade receivables outstanding for a period exceeding six months from the date they were due for payment		
- Considered Good	536.6	416.6
- Considered Doubtful	235.6	385.9
	772.2	802.5
Other Trade Receivables		
- Considered Good	26,029.1	24,224.4
- Considered Doubtful	3.8	0.8
	26,032.9	24,225.2
	26,805.1	25,027.7
Less : Provision for Doubtful Trade Receivables	239.4	386.7
Total	26,565.7	24,641.0

20. CASH AND CASH EQUIVALENTS

Cash and Cash Equivalents (as per AS-3 - "Cash Flow Statements")		
Bank Balances		
- In Current Accounts (including money-in-transit)	3,925.0	3,421.7
- In EEFC Account	137.7	-
- In Deposit Accounts	306.5	588.4
Cheques on hand	132.7	106.6
Cash on hand	6.9	5.3
	4,508.8	4,122.0
Other Bank Balances (Refer note below)		
Earmarked Balances with Banks		
- Unpaid dividend accounts	26.8	21.5
- Deposits against borrowings, guarantees and other commitments	277.9	10.4
Bank Deposits maturing more than 3 months but less than 12 months	-	3,821.1
	304.7	3,853.0
Total	4,813.5	7,975.0
Above includes Share of Joint Venture - jointly controlled entity	133.7	-

Other Bank Balances - Earmarked Balances with Banks include deposits ₹ 11.2 million (previous year ₹ 10.4 million) which have an original maturity of more than 12 months.

21. SHORT-TERM LOANS AND ADVANCES

	As at 31.03.2015	As at 31.03.2014
	₹ in million	₹ in million
Unsecured, considered good unless otherwise stated		
Security Deposits		
- Considered Good	85.6	79.6
- Considered Doubtful	-	6.6
	85.6	86.2
Less : Provision for Doubtful Deposits	-	6.6
	85.6	79.6
Advance payment of Income Tax (net of Provision)	10.4	14.3
Prepaid Expenses	471.5	265.4
Balances with Government Authorities (VAT/Cenvat/Service tax credit receivable/other taxes)	1,858.4	1,573.2
Advance to Vendors	577.6	573.8
Loans to Employees Benefit Trust (Refer notes 15 & 38)	251.3	218.9
Other Loans and Advances (includes Loans and Advances to employees, etc.)	165.8	291.7
Total	3,420.6	3,016.9
Above includes Share of Joint Venture - jointly controlled entity	28.7	-

22. OTHER CURRENT ASSETS

Mark to Market Derivative Assets	339.3	256.9
Export Benefits receivable	1,253.6	1,699.7
Other Current Assets (includes receivable from Government Authorities, Interest receivables, etc.)	336.3	356.4
Total	1,929.2	2,313.0

23. REVENUE FROM OPERATIONS (GROSS)

	For the Current Year ended 31.03.2015	For the Previous Year ended 31.03.2014
	₹ in million	₹ in million
Sale		
Goods	124,825.1	110,147.6
Research Services	2,107.1	1,523.6
	126,932.2	111,671.2
Other Operating Revenue		
Export Benefits and Other Incentives	1,272.7	1,199.1
Service Charges	185.9	208.0
Insurance Claims	15.1	17.9
Compensation and Settlement Income	22.0	230.2
Credit Balances Written Back	-	176.8
Provision for Doubtful Advances written back	-	7.3
Miscellaneous Income	207.3	160.0
	1,703.0	1,999.3
Total	128,635.2	113,670.5
Above includes Share of Joint Venture - jointly controlled entity	4.0	-

24. OTHER INCOME

Interest on Deposits with Banks	74.7	138.6
Other Interest (including interest on income tax refunds)	55.9	20.0
Dividend on Current Investments	650.8	26.0
Dividend on Long-Term Investments	0.2	0.2
Net gain on Foreign Currency Transactions	1,441.7	895.7
Net gain on Sale of Current Investments	4.0	5.5
Provision for Doubtful Trade Receivables / Deposits written back	119.4	-
Provisions no longer required written back	26.5	51.5
Other Non-Operating Income	24.3	27.3
Total	2,397.5	1,164.8

25. COST OF RAW AND PACKING MATERIALS CONSUMED

Raw Materials Consumed	21,548.2	20,730.9
Packing Materials Consumed	3,646.0	3,482.7
Total	25,194.2	24,213.6

26. CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROCESS AND STOCK-IN-TRADE

Opening Stock:		
Finished Goods	4,495.0	4,202.8
Stock-in-Trade	6,968.2	5,594.2
Work-in-Process	3,656.7	3,318.8
	15,119.9	13,115.8
Acquired on acquisition:		
Finished Goods	59.6	-
Work-in-Process	17.9	-
	77.5	-
Less:		
Closing Stock:		
Finished Goods	5,340.2	4,495.0
Stock-in-Trade	7,215.0	6,968.2
Work-in-Process	4,099.1	3,656.7
	16,654.3	15,119.9
Changes In Inventories:		
Finished Goods	(785.6)	(292.2)
Stock-in-Trade	(246.8)	(1,374.0)
Work-in-Process	(424.5)	(337.9)
Total	(1,456.9)	(2,004.1)

27. EMPLOYEE BENEFITS EXPENSE

	For the Current Year ended 31.03.2015	For the Previous Year ended 31.03.2014
	₹ in million	₹ in million
(Refer note 52)		
Salaries and Wages	14,144.7	12,322.5
Contribution to Provident and Other Funds	1,394.7	1,074.3
Retirement Benefits Expense [Refer note 39 (ii)]	211.5	137.2
Expenses on Employees Stock Options / Stock Appreciation Rights (Refer notes 37 & 38)	676.8	211.0
Staff Welfare Expenses	1,045.7	901.5
Total	17,473.4	14,646.5
Above includes Share of Joint Venture - jointly controlled entity	17.4	-

28. FINANCE COSTS

Interest on Borrowings	55.9	85.1
Other Borrowing Costs (includes bank charges, etc.)	42.2	167.5
Interest on Income Tax	-	13.9
Total	98.1	266.5

29. OTHER EXPENSES

Processing Charges	1,154.5	1,204.9
Stores and Spares Consumed	3,646.5	2,787.3
Repairs and Maintenance:		
- Buildings	314.8	237.4
- Plant and Machinery	753.0	702.4
- Others	953.1	722.1
Rent	360.7	333.1
Rates and Taxes	1,092.0	776.3
[Net of provision of earlier year adjusted ₹ 5.0 million (previous year ₹ nil)]		
Insurance	421.8	401.9
Power and Fuel	3,628.1	3,342.9
Contract Labour Charges	1,055.6	848.1
Excise Duty (net) (Refer note 49)	137.2	163.9
Selling and Promotion Expenses	5,654.9	5,057.1
Commission, Brokerage and Discount	1,234.7	1,230.9
[Including cash discount of ₹ 8.4 million (previous year ₹ 7.3 million)]		
Freight and Forwarding	1,465.2	1,464.6
Lease Rent and Hire Charges [Refer note 36(a)]	725.4	638.9
Postage and Telephone Expenses	334.3	327.1
Travelling and Conveyance	1,948.0	1,722.2
Legal and Professional Charges	3,115.0	3,841.8
[Net of recoveries of ₹ 330.2 million (previous year ₹ 79.3 million)]		
Donations (Refer note 52)	173.8	230.0
Clinical and Analytical Charges	1,682.0	1,311.0
Loss on sale / write-off of Fixed Assets (net)	43.1	119.4
Bad Trade Receivables / Advances / Deposits written off	54.3	8.9
[Net of provision of earlier years adjusted ₹ 33.4 million (previous year ₹ nil)]		
Impairment of Assets	-	429.0
Provision for Doubtful Trade Receivables / Advances / Deposits	1.8	273.7
Excess of carrying cost over fair value of Current Investments	2.5	-
Directors Sitting Fees	2.1	2.7
Exchange Rate Difference on Translation (net)	1,237.1	482.1
Miscellaneous Expenses	1,268.9	1,357.8
Total	32,460.4	30,017.5
Above includes Share of Joint Venture - jointly controlled entity	74.1	-

30. The Consolidated Financial Statements present the consolidated accounts of Lupin Limited (“the Company”) and its following subsidiaries (“the Group”) and its jointly controlled entity:

Name of Subsidiaries / Jointly controlled entity	Country of Incorporation	Proportion of Ownership Interest	
		As at 31.03.2015	As at 31.03.2014
Lupin Pharmaceuticals, Inc.	USA	100%@	100%@
Kyowa Pharmaceutical Industry Co., Limited	Japan	100%+	100%+
Kyowa CritiCare Co., Limited (formerly Irom Pharmaceutical Co., Limited)	Japan	100%*	100%*
Hormosan Pharma GmbH	Germany	100%+	100%+
Pharma Dynamics (Proprietary) Limited	South Africa	100%+	60%+
Lupin Australia Pty Limited	Australia	100%	100%
Lupin Holdings B.V.	Netherlands	100%	100%
Lupin Atlantis Holdings SA	Switzerland	100%	100%
Multicare Pharmaceuticals Philippines Inc.	Philippines	51%+	51%+
Lupin (Europe) Limited	UK	100%	100%
Lupin Pharma Canada Limited	Canada	100%+	100%+
Lupin Healthcare Limited	India	100%	100%
Generic Health Pty Limited	Australia	100%+	91.04%+
Bellwether Pharma Pty Limited	Australia	100%#	91.04%#
Max Pharma Pty Limited (upto 17 December 2014)	Australia	100%#	91.04%#
Lupin Mexico S.A. de C.V.	Mexico	100%+	100%+
Lupin Philippines Inc.	Philippines	100%+	100%+
Generic Health SDN. BHD.	Malaysia	100%+	100%+
Lupin Middle East FZ-LLC	UAE	100%	100%
Lupin GmbH (from 15 August 2013)	Switzerland	100%**	100%**
Lupin Inc. (from 27 June 2013)	USA	100%**	100%**
Lupin Farmaceutica do Brasil LTDA (formerly Farma World Importacao e Exportacao De Medicamentos LTDA – EPP) (from 17 December 2013)	Brazil	100%+	100%+
Nanomi B.V. (from 30 January 2014)	Netherlands	100%**	100%**
Laboratorios Grin S.A. de C.V., (from 30 September 2014)	Mexico	100%**	-
YL Biologics Ltd., (from 23 April 2014)	Japan	45%***	-

@ 97% interest held through Lupin Inc., USA from 31 December 2014 (80% from 31 March 2014).

+ Ownership interest held through Lupin Holdings B.V., Netherlands.

* Wholly owned subsidiary of Kyowa Pharmaceutical Industry Co., Limited, Japan.

Wholly owned subsidiaries of Generic Health Pty Limited, Australia.

** Wholly owned subsidiaries of Lupin Atlantis Holdings SA, Switzerland.

*** Jointly Controlled Entity of Lupin Atlantis Holdings SA, Switzerland (with Yoshindo Inc. having 55% share of interest).

The consolidated financial statements include the results of the aforesaid subsidiaries and there are no other bodies corporate / entities, where the Company holds more than 50% of the share capital or where the Company can control the composition of the Board of Directors / Governing Bodies of such entities, where the holding may be less than 50%.

31. Commitments:

- Estimated amount of contracts remaining to be executed on capital account and not provided for, net of advances, Tangible assets ₹ 2459.7 million (previous year ₹ 2084.0 million) and Intangible assets ₹ 65.2 million (previous year ₹ 56.1 million).
- Commitments for research activities amounting to ₹ 839.9 million (net of advances) (previous year ₹ 1028.9 million).
- Other commitments – Non-cancellable operating and finance leases (Refer note 36).
- There are no capital commitments at the jointly controlled entity of the Group as at the year end.
- The Group is committed to operationally, technically and financially support the operations of its subsidiaries.

32. Contingent Liabilities:

	As at 31.03.2015	As at 31.03.2014
	₹ in million	₹ in million
a) Income tax demands / matters on account of deductions / disallowances for earlier years, pending for appeals [₹ 49.7 million (previous year ₹ 49.7 million) consequent to department preferring appeals against the orders of the Appellate Authorities passed in favour of the Company]. Amount paid there against and included under note 15 "Long-Term Loans and Advances" ₹ 55.4 million (previous year ₹ 26.3 million).	826.4	173.2
b) Excise duty, Service tax and Sales tax demands for input tax credit disallowances and demand for additional Entry Tax arising from dispute on applicable rate are in appeals and pending decisions. Amount paid there against and included under note 21 "Short-Term Loans and Advances" ₹ 28.5 million (previous year ₹ 30.4 million) and under note 15 "Long Term Loans and Advances" ₹ 2.5 million (previous year ₹ nil).	377.0	355.5
c) Claims against the Company not acknowledged as debts [excluding interest (amount unascertained) in respect of a claim] for transfer charges of land, octroi duty, local body tax, employee claims, power, trade marks, pricing, indemnity, stamp duty and price reported under Medicaid for one subsidiary. Amount paid there against without admitting liability and included under note 21 "Short-Term Loans and Advances" ₹ 12.3 million (previous year ₹ 12.6 million).	6378.7	6223.2
d) Counter guarantee given to GIDC in connection with repayment of loan sanctioned by a financial institution to a company, jointly promoted by an Association of Industries (of which, the Company is a member) and GIDC.	-	7.5
e) During the year, the Company received a notice from the European Commission for alleged breach of the EU Antitrust Rules, whereby it has sought to levy a fine of Euro 40.0 Million (₹ 2687.6 million) on the Company in respect of an agreement entered into by the Company with Laboratories Servior, France, for sale of certain patent applications and IPs for the product Perindopril which the European Commission considered as anti-competitive. The Company, based on facts of the matter and legal advice received does not agree with the said notice / demand and is of the view that it has a strong case to defend itself. Accordingly, the Company has filed an appeal before the European General Court. A bank guarantee of Euro 40.0 million has been furnished to European Commission.		

There are no contingent liabilities at the jointly controlled entity of the Group as at the year end.

Future cash outflows in respect of the above, if any, is determinable only on receipt of judgement / decisions pending with the relevant authorities. The Group does not expect the outcome of the matters stated above to have a material adverse impact on the Group's financial condition, results of operations or cash flows.

The Group does not envisage any likely reimbursements in respect of the above.

The Company and its subsidiaries are involved in various legal proceedings, including product liability related claims, employment claims and other regulatory matters relating to conduct of its business. The Group carries product liability insurance policy with an amount it believes is sufficient for its needs. In respect of other claims, the Group believes, these claims do not constitute material litigation matters and with its meritorious defenses, the ultimate disposition of these matters will not have material adverse effect on its Consolidated Financial Statements.

33. Pre-operative expenses pending capitalisation included in Capital Work-In-Progress (Refer note 12) represent direct attributable expenditure for setting up of plants prior to the date of commencement of commercial production. The same will be capitalised on completion of projects and commencement of commercial operations. The details of the pre-operative expenses are:

Particulars	2014-15	2013-14
	₹ in million	₹ in million
Opening balance	182.2	222.6
Incurred during the current year:		
Salaries, allowances and contribution to funds	65.7	11.2
Legal and Professional Charges	6.3	0.3
Travelling and Conveyance	13.0	1.6
Others	16.3	4.4
Total	101.3	17.5
Less : Capitalised during the year	42.5	57.9
Closing balance	241.0	182.2

34. Segment Reporting:

i) Primary segment:

The Group operates exclusively in the Pharmaceutical business segment which is the only reportable business segment.

ii) Secondary segment data:

(Current year ₹ in million)					
Particulars	India	USA	Japan	Others	Total
Revenue by Geographical Segment	33848.9	54747.3	13269.0	25834.9	127700.1
Carrying amount of Segment Assets	69236.1	18283.0	17075.6	25635.9	130230.6
Capital Expenditure	5035.7	578.6	1504.3	12558.5	19677.1

(Previous year ₹ in million)					
Particulars	India	USA	Japan	Others	Total
Revenue by Geographical Segment	28641.0	48299.9	12997.9	22926.9	112865.7
Carrying amount of Segment Assets	50246.9	16406.6	16932.3	16755.0	100340.8
Capital Expenditure	3389.0	137.5	808.3	1357.2	5692.0

a) The segment revenue in geographical segments considered for disclosure is as follows:

i) Revenue within India includes sales to customers located within India and other operating income earned in India.

ii) Revenue outside India includes sales to customers located outside India and other operating income outside India.

b) Segment revenue comprises:

(Current year ₹ in million)					
Particulars	India	USA	Japan	Others	Total
Sales (net of excise duty)	33586.2	54601.3	13239.0	24570.6	125997.1
Other Operating Income	262.7	146.0	30.0	1264.3	1703.0
Total Revenue	33848.9	54747.3	13269.0	25834.9	127700.1

(Previous year ₹ in million)					
Particulars	India	USA	Japan	Others	Total
Sales (net of excise duty)	27999.2	48091.2	12954.7	21821.3	110866.4
Other Operating Income	641.8	208.7	43.2	1105.6	1999.3
Total Revenue	28641.0	48299.9	12997.9	22926.9	112865.7

35. Basic and Diluted Earnings per Share is calculated as under:

Particulars	2014-2015	2013-2014
Net Profit after minority interest attributable to equity shareholders (₹ in million)	24032.4	18363.7
Weighted average number of Equity Shares:		
- Basic	448868014	447982156
Add: Effect of dilutive issue of employees stock options (ESOPs) - converted during the year and ESOPs outstanding as at the year end	2846900	2262690
- Diluted	451714914	450244846
Earnings per Share (in ₹)		
- Basic	53.54	40.99
- Diluted	53.20	40.79

36. a) The Group procures equipments, vehicles and office premises under operating leases. The initial tenure of the lease is generally between 12 months to 60 months. The lease rentals recognised in the Consolidated Statement of Profit and Loss (Refer note 29) for the year are ₹ 626.3 million (previous year ₹ 550.3 million). The future minimum lease payments and payment profile of non-cancellable operating leases are as under:

Particulars	2014-2015	2013-2014
	₹ in million	₹ in million
Not later than one year	517.2	460.0
Later than one year but not later than five years	845.3	878.9
Later than five years	229.3	129.7
Total	1591.8	1468.6

- b) Subsidiary companies in Japan and South Africa have future obligations under finance lease for procurement of Plant and Equipment and Vehicles which are payable as under:

(₹ in million)

Particulars	2014-2015		
	Present Value of minimum lease payment	Future Interest Cost	Minimum lease payment
Not later than one year	10.0	0.6	10.6
	(25.6)	(1.0)	(26.6)
Later than one year but not later than five years	1.0	0.1	1.1
	(11.3)	(0.5)	(11.8)
Later than five years	-	-	-
	(-)	(-)	(-)
Total	11.0	0.7	11.7
	(36.9)	(1.5)	(38.4)

Previous year figures are given in bracket.

37. Employees Stock Option Plans:

- a) The Group implemented "Lupin Employees Stock Option Plan 2003" (ESOP 2003), "Lupin Employees Stock Option Plan 2005" (ESOP 2005), "Lupin Subsidiary Companies Employees Stock Option Plan 2005" (SESOP 2005), "Lupin Employees Stock Option Plan 2011" (ESOP 2011), "Lupin Subsidiary Companies Employees Stock Option Plan 2011" (SESOP 2011) in earlier years; and "Lupin Employees Stock Option Plan 2014" (ESOP 2014) and "Lupin Subsidiary Companies Employees Stock Option Plan 2014" (SESOP 2014) in the current year, as approved by the Shareholders of the Company and the Remuneration / Compensation / Nomination and Remuneration Committee of the Board of Directors. Details of the options granted during the year under the plans are as under:

Lupin Employees Stock Option Plan 2003 (ESOP 2003):

Grant Date	No. of Options	Exercise Price ₹	Vesting Period
August 14, 2014	39250	1164.80	14.08.2014 to 14.08.2015
	39250	1164.80	14.08.2014 to 14.08.2016
	39250	1164.80	14.08.2014 to 14.08.2017
	39250	1164.80	14.08.2014 to 14.08.2018
	157000		
November 20, 2014	4000	724.68	20.11.2014 to 20.11.2015
	4000		

Lupin Employees Stock Option Plan 2005 (ESOP 2005):

Grant Date	No. of Options	Exercise Price ₹	Vesting Period
August 14, 2014	9125	1164.80	14.08.2014 to 14.08.2015
	9125	1164.80	14.08.2014 to 14.08.2016
	9125	1164.80	14.08.2014 to 14.08.2017
	9125	1164.80	14.08.2014 to 14.08.2018
	36500		
November 20, 2014	4000	724.68	20.11.2014 to 20.11.2015
	4000		

Lupin Employees Stock Option Plan 2011 (ESOP 2011):

Grant Date	No. of Options	Exercise Price ₹	Vesting Period
May 26, 2014	125	923.85	26.05.2014 to 26.05.2015
	125	923.85	26.05.2014 to 26.05.2016
	125	923.85	26.05.2014 to 26.05.2017
	125	923.85	26.05.2014 to 26.05.2018
	500		
August 14, 2014	155563	1164.80	14.08.2014 to 14.08.2015
	155563	1164.80	14.08.2014 to 14.08.2016
	155562	1164.80	14.08.2014 to 14.08.2017
	155562	1164.80	14.08.2014 to 14.08.2018
	622250		

Grant Date	No. of Options	Exercise Price ₹	Vesting Period
October 08, 2014	1125	1368.05	08.10.2014 to 08.10.2015
	1125	1368.05	08.10.2014 to 08.10.2016
	1125	1368.05	08.10.2014 to 08.10.2017
	1125	1368.05	08.10.2014 to 08.10.2018
	4500		
November 20, 2014	42000	724.68	20.11.2014 to 20.11.2015
	42000		

Lupin Subsidiary Companies Employees Stock Option Plan 2011 (SESOP 2011):

Grant Date	No. of Options	Exercise Price ₹	Vesting Period
April 02, 2014	7500	945.10	02.04.2014 to 02.04.2015
	7500	945.10	02.04.2014 to 02.04.2016
	7500	945.10	02.04.2014 to 02.04.2017
	7500	945.10	02.04.2014 to 02.04.2018
	30000		
May 13, 2014	6250	959.05	13.05.2014 to 13.05.2015
	6250	959.05	13.05.2014 to 13.05.2016
	6250	959.05	13.05.2014 to 13.05.2017
	6250	959.05	13.05.2014 to 13.05.2018
	25000		
July 02, 2014	3000	1049.55	02.07.2014 to 02.07.2015
	3000	1049.55	02.07.2014 to 02.07.2016
	3000	1049.55	02.07.2014 to 02.07.2017
	3000	1049.55	02.07.2014 to 02.07.2018
	12000		
August 05, 2014	10050	1177.60	05.08.2014 to 05.08.2015
	10050	1177.60	05.08.2014 to 05.08.2016
	10050	1177.60	05.08.2014 to 05.08.2017
	10050	1177.60	05.08.2014 to 05.08.2018
	40200		
August 14, 2014	63678	1164.80	14.08.2014 to 14.08.2015
	63678	1164.80	14.08.2014 to 14.08.2016
	63677	1164.80	14.08.2014 to 14.08.2017
	63677	1164.80	14.08.2014 to 14.08.2018
	254710		
November 11, 2014	8225	1430.95	11.11.2014 to 11.11.2015
	8225	1430.95	11.11.2014 to 11.11.2016
	8225	1430.95	11.11.2014 to 11.11.2017
	8225	1430.95	11.11.2014 to 11.11.2018
	32900		
November 20, 2014	6675	1449.35	20.11.2014 to 20.11.2015
	6675	1449.35	20.11.2014 to 20.11.2016
	6675	1449.35	20.11.2014 to 20.11.2017
	6675	1449.35	20.11.2014 to 20.11.2018
	26700		
February 11, 2015	6925	1562.95	11.02.2015 to 11.02.2016
	6925	1562.95	11.02.2015 to 11.02.2017
	6925	1562.95	11.02.2015 to 11.02.2018
	6925	1562.95	11.02.2015 to 11.02.2019
	27700		

Lupin Employees Stock Option Plan 2014 (ESOP 2014):

Grant Date	No. of Options	Exercise Price ₹	Vesting Period
November 20, 2014	59900	2.00	20.11.2014 to 20.11.2015
	59900	2.00	20.11.2014 to 20.11.2016
	59899	2.00	20.11.2014 to 20.11.2017
	59899	2.00	20.11.2014 to 20.11.2018
	239598		
January 27, 2015	5106	2.00	27.01.2015 to 27.01.2016
	5106	2.00	27.01.2015 to 27.01.2017
	5106	2.00	27.01.2015 to 27.01.2018
	5106	2.00	27.01.2015 to 27.01.2019
	20424		

The options are granted at an exercise price, which is in accordance with the relevant SEBI guidelines in force, at the time of such grants. Each option entitles the holder to exercise the right to apply for and seek allotment of one equity share of ₹ 2 each. The options have vesting periods as stated above in accordance with the vesting schedule as per the said plans with an exercise period of ten years from the respective grant dates.

The particulars of the options granted and lapsed under the Schemes are as below:

Particulars	Year Ended	Year Ended
	31.03.2015	31.03.2014
	Nos.	Nos.
Lupin Employees Stock Option Plan 2003 (ESOP 2003):		
Options outstanding as at the beginning of the year	539389	763615
Add: Options granted during the year	161000	50000
Less: Options lapsed during the year	14000	-
Less: Options exercised during the year	343389	274226
Options outstanding as at the year end	343000	539389

During the year, the Company terminated the offering of fresh grants under the above plan resulting in termination of 745 options which were not granted upto the date of termination. Options already granted under the said plan would continue to be in force in terms of their grant.

Lupin Employees Stock Option Plan 2005 (ESOP 2005):		
Options outstanding as at the beginning of the year	494529	751920
Add: Options granted during the year	40500	-
Less: Options lapsed during the year	6750	4875
Less: Options exercised during the year	82975	252516
Options outstanding as at the year end	445304	494529

During the year, the Company terminated the offering of fresh grants under the above plan resulting in termination of 4200 options which were not granted upto the date of termination. Options already granted under the said plan would continue to be in force in terms of their grant.

Lupin Subsidiary Companies Employees Stock Option Plan 2005 (SESOP 2005):		
Options outstanding as at the beginning of the year	364133	430119
Add: Options granted during the year	-	-
Less: Options lapsed during the year	220	-
Less: Options exercised during the year	130377	65986
Options outstanding as at the year end	233536	364133

During the year, the Company terminated the offering of fresh grants under the above plan resulting in termination of 7190 options which were not granted upto the date of termination. Options already granted under the said plan would continue to be in force in terms of their grant.

Lupin Employees Stock Option Plan 2011 (ESOP 2011):		
Options outstanding as at the beginning of the year	2737539	2259047
Add: Options granted during the year	669250	946250
Less: Options lapsed during the year	159664	219062
Less: Options exercised during the year	538774	248696
Options outstanding as at the year end	2708351	2737539

Lupin Subsidiary Companies Employees Stock Option Plan 2011 (SESOP 2011):		
Options outstanding as at the beginning of the year	429033	306780
Add: Options granted during the year	449210	185090
Less: Options lapsed during the year	61283	57950
Less: Options exercised during the year	17016	4887
Options outstanding as at the year end	799944	429033

Particulars	Year Ended	Year Ended
	31.03.2015	31.03.2014
	Nos.	Nos.
Lupin Employees Stock Option Plan 2014 (ESOP 2014):		
Options outstanding as at the beginning of the year	-	-
Add: Options granted during the year	260022	-
Less: Options lapsed during the year	5783	-
Less: Options exercised during the year	-	-
Options outstanding as at the year end	254239	-

- b. The Group has followed the intrinsic value based method of accounting for stock options granted after April 1, 2005 based on Guidance Note on Accounting for Employee Share-based Payments, issued by the Institute of Chartered Accountants of India (ICAI). Had the compensation cost for the Group's stock based compensation plans been determined in the manner consistent with the fair value approach as described in the said Guidance Note, the Group's net income would be lower by ₹ 444.7 million (previous year ₹ 291.5 million) and earnings per share as reported would be as indicated below:

Particulars	Year Ended	Year Ended
	31.03.2015	31.03.2014
	₹ in million	₹ in million
Net profit as reported	24032.4	18363.7
Less: Total stock-based employee compensation expense determined under fair value based method	501.4	310.9
Add: Total stock-based employee compensation expense determined under intrinsic value based method	56.7	19.4
Adjusted net profit	23587.7	18072.2
Basic earnings per share		
- As reported (in ₹)*	53.54	40.99
- Adjusted (in ₹)	52.55	40.34
Diluted earnings per share		
- As reported (in ₹)*	53.20	40.79
- Adjusted (in ₹)	52.22	40.14

* Refer note 35

The fair value of each option granted during the year is estimated on the date of grant based on the following assumptions:

Particulars	Grant Date	Dividend Yield (%)	Expected life (years)	Risk Free interest rate (%)	Volatility (%)
ESOP 2003 Plan	August 14, 2014	0.70	6.25	8.72	30.32
	November 20, 2014	0.70	5.50	8.23	26.93
ESOP 2005 Plan	August 14, 2014	0.70	6.25	8.72	30.32
	November 20, 2014	0.70	5.50	8.23	26.93
ESOP 2011 Plan	May 26, 2014	0.70	6.25	8.65	30.96
	August 14, 2014	0.70	6.25	8.72	30.32
	October 08, 2014	0.70	6.25	8.55	29.95
	November 20, 2014	0.70	5.50	8.23	26.93
SESOP 2011 Plan	April 02, 2014	0.70	6.25	9.07	31.71
	May 13, 2014	0.70	6.25	8.84	31.05
	July 02, 2014	0.70	6.25	8.66	30.59
	August 05, 2014	0.70	6.25	8.69	30.37
	August 14, 2014	0.70	6.25	8.72	30.32
	November 11, 2014	0.70	6.25	8.25	29.52
	November 20, 2014	0.70	6.25	8.23	29.31
ESOP 2014 Plan	February 11, 2015	0.70	6.25	7.75	28.56
	November 20, 2014	0.70	6.25	8.23	29.31
	January 27, 2015	0.70	6.25	7.75	28.61

38. Stock Appreciation Rights:

During the years 2011-12 and 2012-13, the Company has granted Stock Appreciation Rights ("SARs") to certain eligible employees in accordance with Lupin Employees Stock Appreciation Rights Scheme 2011 ("LESARs 2011") approved by the Board of Directors (Board) at their Board Meeting held on September 13, 2011. Under the scheme, eligible employees are entitled to receive appreciation in value of shares on completion of the vesting period.

The Scheme is administered through the Lupin Employees Benefit Trust (the "Trust") as settled by the Company. The Trust is administered by an independent Trustee. At the end of the vesting period of 3 years, the equity shares will be sold in the market by the Trust and the appreciation on the same (if any) will be distributed to the said employees, subject to vesting conditions.

The Company has been submitting required details with stock exchanges in terms of the circulars issued by SEBI in this regard. During the year SEBI vide its circular no. CIR/CFD/POLICYCELL/3/2014 dated June 27, 2014 has extended the timelines for alignment of the Scheme till the new regulations are notified, continuing the prohibition on acquiring securities from the secondary market.

The new regulation viz: Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 ('the Regulation') was notified on October 28, 2014, pursuant to which the existing schemes are to be aligned within one year of the effective date of the Regulation. During the year, the Trust has distributed the benefits of SARs to the eligible employees in terms of LESARs 2011 and has not acquired any shares from the secondary market.

As approved by the Board, the Company had, prior to the SEBI circular no. CIR/CFD/DIL/3/2013 dated January 17, 2013 advanced an interest free loan to the Trust during the years 2011-12 and 2012-13 to acquire appropriate number of Equity Shares of the Company from the market on the grant date of SARs and the loan outstanding as at the balance sheet date aggregating to ₹ nil (previous year ₹ 258.0 million) is included under "Long-Term Loans and Advances" (Refer note 15) and ₹ 251.3 million (previous year ₹ 218.9 million) is included under "Short-Term Loans and Advances" (Refer note 21).

The particulars of the SARs assigned, lapsed and redeemed under the Scheme are as below:

Particulars	Year Ended 31.03.2015	Year Ended 31.03.2014
Lupin Employees Stock Appreciation Rights Scheme 2011:		
SARs outstanding as at the beginning of the year	843396	860098
Less: SARs lapsed during the year	13873	16702
Less: SARs redeemed during the year	420931	-
SARs outstanding as at the year end	408592	843396

The related compensation cost for outstanding SARs and in case of redeemed SARs upto the date of redemption amounting to ₹ 620.1 million (previous year ₹ 191.6 million) has been recognized as Employee Benefits Expense and the corresponding credit is included under "Reserves and Surplus" as Employee Stock Appreciation Rights Outstanding. In respect of SARs redeemed during the year, the corresponding amount of ₹ 379.0 million (previous year ₹ nil) has been transferred from Employee Stock Appreciation Rights Outstanding to General Reserve. Had the compensation cost for the Company's stock based compensation plans been determined in the manner consistent with the fair value approach as described in the Guidance Note on Accounting for Employee Share-based Payments issued by ICAI, the Group's net income would be higher by ₹ 587.3 million (previous year by ₹ 110.3 million) and earnings per share as reported would be as indicated below:

Particulars	Year Ended 31.03.2015	Year Ended 31.03.2014
	₹ in million	₹ in million
Net profit as reported	24032.4	18363.7
Less: Total stock-based employee compensation expense determined under fair value based method	32.8	81.3
Add: Total stock-based employee compensation expense determined under intrinsic value based method	620.1	191.6
Adjusted net profit	24619.7	18474.0
Basic earnings per share		
- As reported (in ₹)*	53.54	40.99
- Adjusted (in ₹)	54.85	41.24
Diluted earnings per share		
- As reported (in ₹)*	53.20	40.79
- Adjusted (in ₹)	54.50	41.03

* Refer note 35

39. Post Employment Benefits:

(i) Defined Contribution Plans:

The Group makes contributions towards provident fund, superannuation fund and other retirement benefits to a defined contribution retirement benefit plan for qualifying employees. Under the plan, the Group is required to contribute a specified percentage of payroll cost to the retirement benefit plan to fund the benefits.

The Group recognised ₹ 454.4 million (previous year ₹ 360.4 million) for superannuation contribution and other retirement benefit contributions in the Consolidated Statement of Profit and Loss.

The contributions payable to these plans by the Group are at rates specified in the rules of the schemes.

The Company recognised ₹ 147.5 million (previous year ₹ 92.5 million) for provident fund contributions in the Consolidated Statement of Profit and Loss.

(ii) Defined Benefit Plan:

a) The Company

A) The Company makes annual contributions to the Group Gratuity cum Life Assurance Schemes administered by the LIC of India, a funded defined benefit plan for qualifying employees. The scheme provides for payment as under:

i) On normal retirement / early retirement / withdrawal / resignation:

As per the provisions of the Payment of Gratuity Act, 1972 with vesting period of 5 years of service.

ii) On death in service:

As per the provisions of the Payment of Gratuity Act, 1972 without any vesting period.

In addition to the above mentioned scheme, the Company also pays additional gratuity as an ex-gratia and the said amount is provided as non-funded liability based on actuarial valuation.

The most recent actuarial valuation of plan assets and the present value of the defined benefit obligation for gratuity were carried out as at March 31, 2015. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

Based on the actuarial valuation obtained in this respect, the following table sets out the status of the gratuity plan and the amounts recognised in the Group's financial statements as at balance sheet date:

Sr. No.	Particulars	Gratuity (Funded)		Gratuity (Unfunded)	
		As on	As on	As on	As on
		31.03.2015	31.03.2014	31.03.2015	31.03.2014
		₹ in million	₹ in million	₹ in million	₹ in million
I)	Reconciliation in present value of obligations ('PVO') – defined benefit obligation:				
	Current service cost	136.2	102.6	92.3	70.8
	Past service cost	-	-	-	-
	Interest cost	57.5	45.4	39.7	29.0
	Actuarial loss / (gain)	75.1	(27.0)	10.2	(28.3)
	Benefits paid	(52.8)	(63.5)	-	-
	PVO at the beginning of the year	652.4	594.9	431.8	360.3
	PVO at the end of the year	868.4	652.4	574.0	431.8
II)	Change in fair value of plan assets:				
	Expected return on plan assets	54.2	45.3	-	-
	Actuarial gain / (loss)	2.0	4.2	-	-
	Contributions by the employer	76.5	125.5	-	-
	Benefits paid	(52.8)	(63.5)	-	-
	Fair value of plan assets at the beginning of the year	580.9	469.4	-	-
	Fair value of plan assets at the end of the year	660.8	580.9	-	-
III)	Reconciliation of PVO and fair value of plan assets:				
	PVO at end of the year	868.4	652.4	574.0	431.8
	Fair Value of plan assets at the end of the year	660.8	580.9	-	-
	Funded status	(207.6)	(71.5)	(574.0)	(431.8)

Sr. No.	Particulars	Gratuity (Funded)		Gratuity (Unfunded)	
		As on	As on	As on	As on
		31.03.2015	31.03.2014	31.03.2015	31.03.2014
		₹ in million	₹ in million	₹ in million	₹ in million
	Unrecognised actuarial gain / (loss)	-	-	-	-
	Net liability recognised in the balance sheet	(207.6)	(71.5)	(574.0)	(431.8)
IV)	Net cost for the year:				
	Current service cost	136.2	102.6	92.3	70.8
	Past service cost	-	-	-	-
	Interest cost	57.5	45.4	39.7	29.0
	Expected return on plan assets	(54.2)	(45.3)	-	-
	Actuarial losses / (gain)	73.1	(31.2)	10.2	(28.3)
	Total expense recognised in the Statement of Profit and Loss (Refer note 27)	212.6	71.5	142.2	71.5
V)	Category of assets as at the end of the year:				
	Insurer Managed Funds (100%) (Fund is Managed by LIC as per IRDA guidelines, category-wise composition of the plan assets is not available)	660.8	580.9	NA	NA
VI)	Actual return on the plan assets:	56.2	49.5	NA	NA
VII)	Assumptions used in accounting for the gratuity plan:				
	Discount rate (%)	7.8	9.2	7.8	9.2
	Salary escalation rate (%)	6.0	6.0	6.0	6.0
	Expected rate of return on plan assets (%)	9.1 & 9.2	9.1	NA	NA
VIII)	Estimate of amount of contribution in immediate next year	207.6	71.5	NA	NA

The estimates of salary escalation, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Gratuity (Funded)	Year Ended				
	31.03.2015	31.03.2014	31.03.2013	31.03.2012	31.03.2011
Experience adjustment					
- On plan liabilities	(15.3)	32.6	6.1	90.5	#
- On plan assets	2.0	4.2	0.1	2.3	#
Present value of benefit obligation	868.4	652.4	594.9	462.7	384.6
Fair value of plan assets	660.8	580.9	469.4	417.7	365.4
Excess of (obligation over plan assets) / plan assets over obligation	(207.6)	(71.5)	(125.5)	(45.0)	(19.2)

Experience adjustment information in respect of previous one year is not available, hence not disclosed.

- B) The provident fund plan of the Company, except at two plants, is operated by the "Lupin Limited Employees Provident Fund Trust" (the "Trust"). Eligible employees receive benefits from the said Provident Fund. Both the employees and the Company make monthly contributions to the Provident Fund Plans equal to a specified percentage of the covered employee's salary. The minimum interest rate payable by the Trust to the beneficiaries every year is being notified by the Government. The Company has an obligation to make good the shortfall, if any, between the return from the investments of the Trust and the notified interest rate.

The ASB Guidance on Implementing AS-15, Employee Benefits (revised 2005) issued by Accounting Standards Board (ASB) states that benefit plans involving employer established provident funds, which require interest shortfalls to be recompensed are to be considered as defined benefit plans. As per the Guidance Note from the Actuarial Society of India, the Company has obtained the actuarial valuation of interest rate obligation in respect of Provident Fund as at March 31, 2015 and shortfall aggregating ₹ nil (previous year ₹ 9.0 million) has been

provided for. The Company has an obligation to service the shortfall on account of interest generated by the fund and on maturity of fund investments and hence the same has been classified as Defined Benefit Plan.

The Company recognised ₹ 266.4 million (previous year ₹ 257.0 million) for provident fund contributions in the Consolidated Statement of Profit and Loss.

Based on the actuarial valuation obtained in this respect, the following table sets out the status of the provident fund plan and the amounts recognised in the Group's financial statements as at balance sheet date:

Sr. No.	Particulars	Provident Fund (Funded)	
		As on 31.03.2015 ₹ in million	As on 31.03.2014 ₹ in million
I)	Reconciliation in present value of obligations ('PVO') – defined benefit obligation:		
	Current service cost	1068.4	885.6
	Past service cost	-	-
	Interest cost	0.8	1.6
	Actuarial loss / (gain)	(9.8)	(12.5)
	Benefits paid	(286.2)	(224.9)
	PVO at the beginning of the year	3388.9	2739.1
	PVO at the end of the year	4162.1	3388.9
II)	Change in fair value of plan assets:		
	Expected return on plan assets	329.7	243.2
	Adjustment to opening balance	(3.5)	-
	Actuarial gain / (loss)	-	-
	Contributions by the employer	742.2	642.4
	Benefits paid	(286.2)	(224.9)
	Fair value of plan assets at the beginning of the year	3379.9	2719.2
	Fair value of plan assets at the end of the year	4162.1	3379.9
III)	Reconciliation of PVO and fair value of plan assets:		
	PVO at end of the year	4162.1	3388.9
	Fair Value of plan assets at the end of the year	4162.1	3379.9
	Funded status	-	(9.0)
	Unrecognised actuarial gain / (loss)	-	-
	Net liability recognised in the balance sheet (Refer note 7)	-	(9.0)
IV)	Net cost for the year:		
	Current service cost	1068.4	885.6
	Past service cost	-	-
	Interest cost	0.8	1.6
	Expected return on plan assets	(329.7)	(243.2)
	Actuarial losses / (gain)	(6.3)	(12.5)
	Interest expense pertaining to the Trust	(742.2)	(642.4)
	Net expense recognised in the Statement of Profit and Loss (Refer note 27)	(9.0)	(10.9)
V)	Category of assets as at the end of the year:		
	Investment in PSU bonds	21%	22%
	Investment in Government Securities	45%	44%
	Bank Special Deposit	6%	6%
	Investment in other securities	26%	26%
	Bank Savings Deposit	2%	2%
VI)	Actual return on the plan assets:	329.7	243.2
VII)	Assumptions used in accounting for the provident fund plan:		
	Discount rate (%)	7.8	9.2
	Salary escalation rate (%)	6.0	6.0
	Expected rate of return on plan assets (%)	8.8	8.8

b) **Kyowa Pharmaceutical Industry Co., Limited, Japan**

The Group's subsidiary at Japan has retirement plan to cover all its employees. The plan consist of a defined benefit non funded pension plan (referred as "plan").

Under the plan, employees are entitled to benefits based on level of salaries, length of service and certain other factors at the time of retirement or termination.

The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

Retirement allowances for directors are provided for liability of the amount that would be required if all directors retired at the balance sheet date.

The following table sets out the status of the retirement plan and the amounts recognised in the Group's financial statements as at balance sheet date:

Sr. No.	Particulars	Lump sum Retirement Benefits (non funded)	
		As on 31.03.2015	As on 31.03.2014
		₹ in million	₹ in million
I)	Reconciliation in present value of obligations ('PVO') – defined benefit obligation:		
	Current service cost	19.8	15.6
	Interest cost	1.1	1.6
	Actuarial (gain) / loss	8.4	11.2
	Benefits paid	(4.4)	(4.5)
	Foreign exchange translation difference	(16.8)	1.2
	PVO at the beginning of the year	138.5	113.4
	PVO at end of the year	146.6	138.5
II)	Reconciliation of PVO and fair value of plan assets:		
	PVO at end of the year	146.6	138.5
	Fair Value of plan assets at end of the year	-	-
	Funded status	(146.6)	(138.5)
	Unrecognised actuarial gain / (loss)	-	-
	Net asset / (liability) recognised in the balance sheet	(146.6)	(138.5)
III)	Net cost for the year:		
	Current service cost	19.8	15.6
	Interest cost	1.1	1.6
	Actuarial (gain) / losses	8.4	11.2
	Total expense recognised in the Consolidated Statement of Profit and Loss (Refer note 27)	29.3	28.4
IV)	Assumptions used in accounting for the retirement benefit plan:		
	Discount rate (%)	0.7	0.9
	Salary escalation rate (%)	-	-
	Expected rate of return on plan assets (%)	-	-

Liability of lump sum retirement benefit as above along with liability for retirement benefits of directors ₹ 20.4 million (previous year ₹ 18.2 million) is shown under "Long-Term Provisions" (Refer note 7).

(₹ in million)

	Year Ended				
	31.03.2015	31.03.2014	31.03.2013	31.03.2012	31.03.2011
Experience adjustment					
- On plan liabilities	7.8	3.9	1.3	2.0	#
- On plan assets	-	-	-	-	#
Present value of benefit obligation	146.6	138.5	113.4	108.5	81.1
Fair value of plan assets	-	-	-	-	-
Excess of obligation over plan assets	(146.6)	(138.5)	(113.4)	(108.5)	(81.1)

Experience adjustment information in respect of previous one year is not available, hence not disclosed.

c) **Kyowa CritiCare Co., Limited, Japan (formerly I'rom Pharmaceutical Co., Limited)**

The Group's another subsidiary at Japan has retirement plan to cover its employees.

Under the plan, employees are entitled to benefits based on level of salaries, length of service and certain other factors at the time of retirement or termination.

The most recent actuarial valuation of the present value of the defined benefit obligation for retirement benefits were carried out as at March 31, 2015. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

The following table sets out the status of the retirement plan and the amounts recognised in the Group's financial statements as at balance sheet date:

Sr. No.	Particulars	Lump sum Retirement Benefits (non funded)	
		As on 31.03.2015	As on 31.03.2014
		₹ in million	₹ in million
I)	Reconciliation in present value of obligations ('PVO') – defined benefit obligation:		
	Current Service Cost	24.0	26.9
	Interest Cost	1.3	2.8
	Actuarial (gain) / loss	0.8	5.9
	Prior Service Cost	5.9	(2.9)
	Benefits paid	(37.1)	(36.8)
	Foreign exchange translation difference	(29.1)	4.8
	PVO at beginning of the year	268.9	268.2
	PVO at the end of the year	234.6	268.9
II)	Reconciliation of PVO and fair value of plan assets:		
	PVO at end of the year	234.6	268.9
	Fair Value of planned assets at end of the year	-	-
	Funded status	(234.6)	(268.9)
	Unrecognised actuarial gain / (loss)	-	-
	Net asset / (liability) recognised in the balance sheet	(234.6)	(268.9)
III)	Net cost for the year:		
	Current Service cost	24.0	26.9
	Interest cost	1.3	2.8
	Actuarial (gain) / losses	0.8	5.9
	Amortization of prior service cost	5.9	(2.9)
	Total expense recognised in the Consolidated Statement of Profit and Loss (Refer note 27)	32.0	32.6
IV)	Assumptions used in accounting for retirement benefit plans:		
	Discount rate (%)	0.4	1.0
	Salary escalation rate (%)	-	-
	Expected rate of return on plan assets (%)	-	-

Liability of lump sum retirement benefit as above along with liability for retirement benefits of directors ₹ 2.3 million (previous year ₹ nil) is shown under "Long-Term Provisions" (Refer note 7).

(₹ in million)

	Year Ended				
	31.03.2015	31.03.2014	31.03.2013	31.03.2012	31.03.2011
Experience adjustment					
- On plan liabilities	0.8	(5.9)	(3.5)	#	NA
- On plan assets	-	-	-	-	NA
Present value of benefit obligation	234.6	268.9	268.2	283.4	NA
Fair value of plan assets	-	-	-	-	NA
Excess of obligation over plan assets	(234.6)	(268.9)	(268.2)	(283.4)	NA

Experience adjustment information in respect of one year is not available, hence not disclosed.

d) **Multicare Pharmaceuticals Philippines Inc., Philippines**

The Group's subsidiary at Philippines makes annual contributions to a private bank to fund defined benefit plan for qualifying employees. The most recent actuarial valuation of plan assets and the present value of the defined benefit obligation for retirement benefit were carried out as at March 31, 2015. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

The following table sets out the status of the retirement plan and the amounts recognised in the Group's financial statements as at balance sheet date:

Sr. No.	Particulars	Retirement Benefits (funded)	
		As on 31.03.2015 ₹ in million	As on 31.03.2014 ₹ in million
I)	Reconciliation in present value of obligations ('PVO') – defined benefit obligation:		
	Current service cost	9.5	9.0
	Interest cost	3.0	3.6
	Actuarial (gain) / loss	(11.2)	(29.4)
	Benefits paid	(0.7)	(1.0)
	Foreign exchange translation difference	2.4	0.9
	PVO at the beginning of the year	52.8	69.7
	PVO at end of the year	55.7	52.8
II)	Change in fair value of plan assets:		
	Expected return on plan assets	1.7	1.4
	Actuarial gain / (loss)	1.2	(₹ 22674)
	Contributions by the employer	-	6.8
	Benefits paid	(0.7)	(1.0)
	Foreign exchange translation difference	1.4	(0.1)
	Fair value of plan assets at beginning of the year	30.8	23.7
	Fair value of plan assets at end of the year	34.4	30.8
III)	Reconciliation of PVO and fair value of plan assets:		
	PVO at end of year	55.7	52.8
	Fair Value of plan assets at end of year	34.4	30.7
	Funded status	(21.3)	(22.1)
	Unrecognised actuarial (loss) / gain	-	-
	Net asset / (liability) recognised in the balance sheet	(21.3)	(22.1)
IV)	Net cost for the year:		
	Current Service cost	9.5	9.0
	Interest cost	3.0	3.6
	Expected return on plan assets	(1.7)	(1.4)
	Actuarial (gain) / losses	(12.4)	(29.4)
	Total expense recognised in the Consolidated Statement of Profit and Loss	(1.7)	(18.2)
V)	Category of assets as at the end of the year:		
	Investment in government bonds	15%	23%
	Investment in unit investment trust fund	40%	37%
	Investment in debt instruments – bonds	15%	18%
	Investment in equity and other securities	21%	18%
	Cash and cash equivalents	9%	4%
VI)	Actual return on the plan assets	3.0	1.4
VII)	Assumptions used in accounting for retirement benefit plan:		
	Discount rate (%)	5.1	5.5
	Salary escalation rate (%)	7.0	7.0
	Expected rate of return on plan assets (%)	5.4	7.0

(₹ in million)

	Year Ended				
	31.03.2015	31.03.2014	31.03.2013	31.03.2012	31.03.2011
Experience adjustment					
- On plan liabilities	(6.0)	(1.7)	19.9	0.3	#
- On plan assets	1.2	₹ 22674	1.3	₹ (33109)	#
Present value of benefit obligation	55.7	52.8	69.7	34.6	22.8
Fair value of plan assets	34.4	30.7	23.7	12.0	10.0
Excess of obligation over plan assets	(21.3)	(22.1)	(46.0)	(22.6)	(12.8)

Experience adjustment information in respect of previous one year is not available, hence not disclosed.

e) **Laboratorios Grin S.A. de C.V., Mexico**

The Company has retirement plan to cover its employees which are required by law.

Under the plan, employees are entitled to benefits based on level of salaries, length of service and certain other factors at the time of retirement or termination.

The most recent actuarial valuation of the present value of the defined benefit obligation for retirement benefits were carried out as at March 31, 2015. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

The following table sets out the status of the retirement plan and the amounts recognised in the Company's financial statements as at March 31, 2015.

Sr. No.	Particulars	Lump sum Retirement Benefits (non funded) As on 31.03.2015 ₹ in million
I)	Reconciliation in present value of obligations ('PVO') – defined benefit obligation :	
	Current Service Cost	1.0
	Interest Cost	0.6
	Actuarial (gain) / losses	(0.1)
	Benefits paid	0.5
	Foreign exchange translation difference	(1.4)
	Past service cost	(0.4)
	PVO at the beginning of the year	12.5
	PVO at end of the year	12.7
II)	Reconciliation of PVO and fair value of plan assets:	
	PVO at end of year	12.7
	Fair Value of planned assets at end of year	-
	Funded status	-
	Unrecognised actuarial gain / (loss)	-
	Net asset / (liability) recognised in the balance sheet	12.7
III)	Net cost for the year ended March 31,2015 :	
	Current Service cost	1.0
	Past service cost	(0.4)
	Interest cost	0.6
	Actuarial (gain) / losses	(0.1)
	Benefits paid	0.5
	Expected return on plan assets	-
	Net cost	1.6
IV)	Assumption used in accounting for the plans:	
	Discount rate (%)	6.8
	Salary escalation rate (%)	5.3
	Expected rate of return on plan assets (%)	-

(₹ in million)

	Year Ended				
	31.03.2015	31.03.2014	31.03.2013	31.03.2012	31.03.2011
Experience adjustment					
- On plan liabilities	12.7	#	#	#	#
- On plan assets	-	#	#	#	#
Present value of benefit obligation	12.7	#	#	#	#
Fair value of plan assets	-	#	#	#	#
Excess of obligation over plan assets	(12.7)	#	#	#	#

Information in respect of previous four years is not available, hence not disclosed.

40. (i) The Company has entered into foreign currency forward and futures contracts which are not intended for trading or speculative purposes but for hedge purposes to establish the amount of reporting currency required or available at the settlement date of certain payables. The following are the outstanding foreign currency forward contracts entered into by the Company:

Currency	Amount		Buy or Sell	Cross Currency
	As on 31.03.2015	As on 31.03.2014		
USD	-	10149602	Buy	INR

- (ii) The year-end foreign currency exposures that have not been hedged by a derivative instrument or otherwise are given below:

- a. Amount receivable in foreign currency on account of the following:

Particulars	Foreign Currency	As on 31.03.2015		As on 31.03.2014	
		₹ in million	Amount in Foreign Currency	₹ in million	Amount in Foreign Currency
Export of goods					
	AUD	25.5	535690	31.9	574748
	ACUD	16.7	267382	9.1	152575
	EURO	350.9	5222949	405.8	4930367
	JPY	-	-	1.0	1768559
	RUB	₹ 2126	1961	-	-
	USD	3369.0	53900315	3247.4	54200582
Deposits with banks	USD	-	-	3170.2	52970000
Interest receivable on bank fixed deposits	USD	-	-	24.6	410691
Other receivables					
	JPY	27.5	52776791	6.9	11727001
	UZS	0.1	2251420	0.1	2973852
	EURO	263.8	3156620	7.1	86818
	USD	212.9	3406643	759.8	12680846
	RUB	0.7	611994	0.1	47325
	KZT	1.0	2826041	1.9	5710111
	CAD	0.6	12121	-	-
	GBP	48.4	523094	-	-
	RMB	5.5	542456	3.4	348403
	UAH	3.4	1248759	0.1	25879
	CHF	38.2	573238	-	-
	AUD	5.4	113274	-	-

b. Amount payable in foreign currency on account of the following:

Particulars	Foreign Currency	As on 31.03.2015		As on 31.03.2014	
		₹ in million	Amount in Foreign Currency	₹ in million	Amount in Foreign Currency
Import of goods and services					
	USD	2431.2	39202196	626.9	10532002
	GBP	18.9	205529	18.5	185281
	EURO	378.4	5468187	392.7	4903537
	AUD	1.1	22726	0.1	929
	CHF	120.6	1857888	1.2	17808
	JPY	0.3	495850	1.6	2807377
	SEK	-	-	0.2	22593
	CAD	₹ 10586	216	1.8	33296
	MYR	2.0	118555	-	-
	ZAR	0.2	30100	-	-
Other payables					
	USD	271.0	4317173	289.4	4830371
	RUB	1.0	903873	0.5	297112
	GBP	5.7	61500	-	-
	JPY	₹ 24484	46972	0.3	500000
	BRL	-	-	0.5	18684
	KZT	0.2	451218	0.4	1120778
	ACUD	0.8	12354	0.9	15187
	UAH	2.8	1040844	2.7	489197
	EURO	65.0	967963	51.5	631016
	AUD	-	-	9.8	176834
	CHF	20.4	314317	3.1	46044
	AED	-	-	0.3	18594
	PHP	27.1	19403305	-	-
	RMB	-	-	₹ 10224	1060
	UZS	-	-	0.1	4809250
	ZAR	5977.6	1167833450	-	-

41. Details of Derivative Contracts:

The Company enters into forward and option contracts in order to hedge and manage its foreign currency exposures towards future export earnings. Such derivative contracts are entered into by the Company for hedging purposes only, and are accordingly classified as cash flow hedges.

The category wise break-up of outstanding derivative contracts entered into by the Company is as under:

Particulars	Currency	(Amount in million)		
		As at 31.03.2015	As at 31.03.2014	Cross Currency
Forward contracts	USD	333.0	129.0	INR
Option contracts	USD	-	0.8	INR

The changes in the fair value of the derivative contracts during the year ended March 31, 2015, aggregating ₹ 92.6 million (previous year ₹ 265.5 million) designated and effective as hedges have been credited to the Cash Flow Hedge Reserve and ₹ 42.6 million (previous year ₹ 36.8 million) is credited to the Consolidated Statement of Profit and Loss, being the ineffective portion thereof.

42. The aggregate amount of revenue expenditure incurred by the Group during the year on Research and Development and shown in the respective heads of account is ₹ 10987.8 million (previous year ₹ 9294.1 million).

43. a) During the previous year, the Company purchased 100% stake consisting of Equity and Capital contribution of Lupin Atlantis Holdings SA, Switzerland (LAHSA) from its wholly owned subsidiary Lupin Holdings B.V., Netherlands at a total cost of ₹ 2993.7 million pursuant to which LAHSA became direct wholly owned subsidiary of the Company. During the year, the Company has made additional Capital Contribution of ₹ 7982.8 million in LAHSA. Further, the Company invested an additional amount of ₹ 24.8 million (previous year ₹ nil) in Lupin Middle East FZ-LLC, UAE, a wholly owned subsidiary.
- b) During the year, the Company, through its wholly owned subsidiary LAHSA acquired / subscribed to the equity stake of the following subsidiaries / jointly controlled entity:
- 45% equity stake in YL Biologics Ltd., Japan a jointly controlled entity at a total cost of ₹ 33.0 million. Initial investment was ₹ 80.8 million of which ₹ 47.8 million was refunded subsequently in terms of resolution passed at extraordinary shareholders meeting of YL Biologics Ltd. on November 14, 2014 which has been accounted as reduction in investment by LAHSA.
 - 100% equity stake in Laboratorios Grin S.A. de C.V., Mexico at a total cost of ₹ 6149.6 million.
 - Additional Investment in Nanomi B.V., Netherlands at a total cost of ₹ nil (previous year ₹ 857.0 million for 100% equity stake).
 - Additional investment in Lupin Inc., USA at a total cost of ₹ 542.1 million (previous year ₹ 325.0 million for 100% equity stake) including additional paid-in capital – securities premium of ₹ 542.1 million (previous year ₹ 321.9 million).
 - Additional investment in Lupin GmbH, Switzerland at a total cost of ₹ 93.5 million (previous year ₹ 1.3 million for 100% equity stake) including capital contribution of ₹ 93.5 million (previous year ₹ nil).
- c) During the previous year, Lupin Inc., USA (LINC) wholly owned subsidiary of LAHSA subscribed to equity stake of Company's wholly owned subsidiary Lupin Pharmaceuticals, Inc., USA (LPI) at a total cost of ₹ 71.9 million resulting into LINC holding 80% and the Company holding 20% of LPI's equity stake. During the year, LINC has further subscribed to additional equity stake of LPI at a total cost of ₹ 538.5 million resulting into LINC holding 97% and the Company holding 3% of LPI's equity stake.
- d) During the year, the Company, through its wholly owned subsidiary Lupin Holdings B.V., Netherlands (LHBV), acquired / subscribed to the equity stake of the following subsidiaries:
- Additional investment in Lupin Farmaceutica do Brasil LTDA, Brazil (formerly Farma World Importacao e Exportacao de Medicamentos LTDA – EPP) at a total cost of ₹ 51.7 million (previous year ₹ 29.8 million for 100% equity stake).
 - Additional investment in Generic Health Pty Ltd., Australia at a total cost of ₹ 144.5 million (previous year ₹ nil) thereby making it 100% (previous year 91.04%) subsidiary of LHBV.
 - Additional investment in Generic Health SDN. BHD., Malaysia at a total cost of ₹ 1.4 million (previous year ₹ 2.2 million).
 - Acquired balance 40% shareholding of Pharma Dynamics (Proprietary) Ltd., South Africa (PD) consequent to exercise of Put Option by the minority shareholders of PD, for a consideration of ₹ 5977.6 million included under note 10 'Other Current Liabilities'. Accordingly PD has become wholly owned subsidiary of LHBV. Pending the completion of certain formalities as at the year end, the transfer of share certificates in the name of LHBV for the said balance shareholding is in process.
 - Additional investment in Lupin Philippines Inc., Philippines at a total cost of ₹ nil (previous year ₹ 10.9 million).
 - Additional investment in Hormosan Pharma GmbH, Germany at a total cost of ₹ nil (previous year ₹ 237.6 million).
 - Additional investment in Lupin Mexico S.A. de C.V., Mexico at a total cost of ₹ nil (previous year ₹ 32.8 million).
 - Additional investment in Lupin Pharma Canada Limited, Canada at a total cost of ₹ nil (previous year ₹ 30.2 million).
- e) During the year, the Company, through Kyowa Pharmaceutical Industry Co., Limited, Japan, wholly owned subsidiary of LHBV subscribed to additional investment in Kyowa CritiCare Co., Limited, Japan (formerly I'rom Pharmaceutical Co., Limited) at a total cost of ₹ 835.8 million (previous year ₹ nil).

The above acquisitions / subscriptions are based on the net asset values, the future projected revenues, operating profits, cash flows and independent valuation reports; as applicable, of the investee companies.

- f) Goodwill on Consolidation comprises of:

Particulars	2014-2015	2013-2014
	₹ in million	₹ in million
Opening Balance	6578.7	5073.2
Add: On acquisition / increase of stake in subsidiaries during the year	10762.8	844.3
(Less) / Add : Exchange difference during the year on translation of Goodwill of foreign subsidiaries	(860.4)	661.2
Total	16481.1	6578.7

44. a) The Company holds 100% equity stake at a cost of ₹ 20.0 million in Lupin (Europe) Limited, UK (LEL). The said subsidiary has incurred losses during the year and has negative net worth as at the end of the year. Considering the financial, technical and operational support from the Company and LEL's projections / plans for introducing new products (including products from the Company) in the UK Market in the near future, growth in the turnover and profitability is expected, which would result in improvement in net worth, over a period of time.
- b) The Company through its wholly owned subsidiary at Netherlands, namely Lupin Holdings B.V., Netherlands ("LHBV"), holds 100% equity stake at a cost of ₹ 1207.7 million (previous year ₹ 1207.7 million) including capital contribution in Hormosan Pharma GmbH, Germany (Hormosan). Hormosan has incurred losses in the current year and its net worth is negative. Considering the financial, technical and operational support from the Company and Hormosan's projections / plans for introducing new products (including products from the Company) in the German Market in the near future, the Company is of the view that this would lead to an improvement in growth, turnover and profitability, which would result in improvement in net worth, over a period of time.
- c) The Company through LHBV has made long-term strategic investments aggregating to ₹ 155.6 million (previous year ₹ 155.6 million) in Lupin Pharma Canada Ltd. (LPCL), wholly owned subsidiary. LPCL has incurred losses in the current year and its net worth is negative as at the end of the year. The Company considers its investments in LPCL to be long term and strategic in nature. LPCL renders marketing services in terms of the marketing and service agreement with the Company for registration and sale of products in Canada. Also based on projections / plans for introducing new products (including products from the Company and Lupin Atlantis Holdings SA) in the Canadian market in near future, the Company is of the view that this would lead to an improvement in growth, turnover and profitability, which would result in improvement in net worth of LPCL over a period of time.
- d) Further, networth of Lupin Australia Pty Limited, Pharma Dynamics (Proprietary) Limited, Lupin Atlantis Holdings SA, Lupin Mexico S.A. de C.V., Lupin Philippines Inc., Lupin Healthcare Limited, Generic Health SDN. BHD., Kyowa CritiCare Co., Limited (formerly I'rom Pharmaceutical Co., Limited), Lupin Middle East FZ-LLC, Lupin Farmaceutica do Brasil LTDA (formerly Farma World Importacao e Exportacao De Medicamentos LTDA - EPP), Nanomi B.V., and Laboratorios Grin S.A. de C.V., is substantially less than the carrying amount of investments made by the Company directly or through its subsidiaries.

The Company considers its investments in subsidiaries as strategic and long-term in nature and accordingly, in view of the management, any decline in the value of such long-term investments in subsidiaries is considered to be temporary in nature and hence no provision for diminution in value of investments is considered necessary.

45. Minority Interest represents the minority's share in equity of the subsidiaries as below:

Particulars	As on	As on
	31.03.2015	31.03.2014
	₹ in million	₹ in million
Pharma Dynamics (Proprietary) Limited, South Africa		
-Share in Equity Capital	-	0.2
-Share in Reserves and Surplus	-	473.8
	-	474.0
Multicare Pharmaceuticals Philippines Inc., Philippines		
-Share in Equity Capital	13.2	13.2
-Share in Reserves and Surplus	227.8	156.0
	241.0	169.2
Generic Health Pty Limited, Australia		
-Share in Equity Capital	-	120.4
-Share in Reserves and Surplus	-	(94.2)
	-	26.2
Total	241.0	669.4

46. Auditors' Remuneration:

Particulars	2014-2015	2013-2014
	₹ in million	₹ in million
Payment to Auditors:		
a) As Auditors	43.8	43.5
b) For audit of subsidiaries*	4.3	-
c) for other services including Taxation matters and certifications**	19.6	17.2
d) Reimbursement of out-of-pocket expenses	1.7	0.6
Total	69.4	61.3

* Represents fees in respect of audit of subsidiaries for consolidation requirements of the Company in terms of Section 129(3) of the 2013 Act pursuant to enactment of the 2013 Act.

** Previous year - includes payment for taxation matters to an affiliated firm covered by a networking arrangement which is registered with the Institute of Chartered Accountants of India.

47. a) Foreign Currency Translation Reserve (Refer note 3) represents the net exchange difference on translation of net investment in non-integral foreign operations located at Japan, Australia, Germany, South Africa, Philippines, Mexico, Switzerland and Netherlands from their local currency to the Indian currency. Consequently, in accordance with the Accounting Standard 11 (AS-11) "The Effects of Changes in Foreign Exchange Rates (Revised 2003)", the exchange rate difference on translation of ₹ 1121.0 million (previous year ₹ 829.1 million credited) is debited during the year to such reserve instead of to the Consolidated Statement of Profit and Loss.

b) LPCL has planned to introduce products of the Company and has commenced rendering of the marketing services to the Company in the Canadian market. Based on its methods of operations, financing models and relationship and support to / from the company, had re-classified its operations w.e.f. the previous financial year as 'integral operations', which were hitherto classified as 'non - integral operations'. Accordingly, the Company had applied the translation procedures in accordance with the Accounting Standard 11 (AS-11) 'The Effects of Changes in Foreign Exchange Rates (Revised 2003)' applicable for integral foreign operations and the resulting net exchange difference is charged / credited to the Consolidated Statement of Profit and Loss instead of accumulating the same in Foreign Currency Translation Reserve. Consequently, the net profit after tax for the year is lower by ₹ 3.4 million (previous year ₹ 2.3 million). There is no impact on shareholders' funds for current as well as previous year.

48. During the year ended March 31, 2010, a wholly owned subsidiary company located in Switzerland, Lupin Atlantis Holdings SA ('LAHSA'), acquired certain assets (Manufacturing Knowhow / Product Marketing Rights, etc.) related to a product, in accordance with the terms of agreement entered into by the said subsidiary. Further, LPCL was in the process of setting up of plant and equipment related to the said product.

During the year ended March 31, 2012, the aforesaid two subsidiaries, had initiated trial run batches to test whether the product output is as per the desired specifications. During such trial runs, there were some technical issues that were faced for which these Companies were working on resolving the same.

During the year ended March 31, 2013, based on notice of termination from its toll manufacturing set-up vendor, LPCL had impaired its plant and equipment included in Capital Work-In-Progress amounting to ₹ 128.6 million.

During the previous year, due to generic launches, the management has decided not to pursue further development of the product and the said Intangible Assets under Development aggregating ₹ 416.0 million have been impaired as stated under note 29 "Other Expenses". The Company is pursuing alternate use of plant and equipment at various sites / with other companies.

49. Excise duty (Refer note 29) includes ₹ 32.9 million (previous year ₹ 34.2 million) being net impact of the excise duty provision on opening and closing stock.

50. The current tax in respect of foreign subsidiaries has been computed considering the applicable tax laws and tax rates of the respective countries, as certified by the local tax consultants / local management of the said subsidiaries.

51. As per best estimate of the management, provision has been made towards probable non-saleable return of goods from customers, as per Accounting Standard 29 (AS-29) notified under Companies (Accounting Standards) Rules, 2006.

Particulars	2014-2015	2013-2014
	₹ in million	₹ in million
Carrying amount at the beginning of the year	672.2	721.7
Add : Additional Provisions made during the year	2083.8	2103.0
Less : Amounts used / utilised during the year	2367.3	2220.7
Add : Exchange Difference during the year	17.7	68.2
Carrying amount at the end of the year	406.4	672.2

52. The aggregate amount of expenditure incurred during the year on Corporate Social Responsibility and shown in the respective heads of account is ₹ 125.8 million.

Particulars	2014-2015
	₹ in million
Donations (Refer note 29)	119.8
Employee Benefits Expense (Refer note 27)	6.0
Total	125.8

53. During the year, pursuant to the notification of Schedule II to the Companies Act, 2013 read together with Accounting Standard 6 (AS - 6) "Depreciation Accounting", the management of the Company has, based on independent technical evaluation, reassessed the remaining useful lives of fixed assets to align with those specified in schedule II and undertaken the componentization of major items of fixed assets with effect from April 1, 2014. In terms of these evaluations, changes has been made in the useful lives of certain assets from their previous estimates as under:

Asset	Previous useful life	Revised Useful Life
Plant and Equipment	9.7 to 21.1 years	10 to 15 years
Furniture and Fixtures	15.8 years	10 years
Vehicles	10.5 years	8 years
Office Equipment	6.2 to 21.1 years	3 to 6 years

Pursuant to the transition provisions prescribed in Schedule II to the Companies Act, 2013, the Company has fully depreciated the carrying value of assets, net of residual value, where the remaining useful life of the asset was determined to be nil as on April 1, 2014, and has adjusted an amount of ₹ 610.8 million (net of deferred tax of ₹ 314.6 million) against the opening Surplus balance in the Consolidated Statement of Profit and Loss under Reserves and Surplus.

The depreciation expense in the Consolidated Statement of Profit and Loss for the year is higher by ₹ 1,618.2 million consequent to the change in the useful life of the assets.

54. During the year, LPI has revised the useful life of certain assets, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc. In terms of these evaluations, changes has been made in the useful lives of certain assets from their previous estimates as under:

Assets class	Previous Useful Life	Revised Useful Life
Computers	3 years	2 - 3 years
Office Equipment	7 years	2- 6 years

The depreciation expense in the Consolidated Statement of Profit and Loss for the year is higher by ₹ 3.4 million consequent to the changes in the useful life of the assets

55. No borrowing cost has been capitalised during the year.

56. Additional information as required by Paragraph 2 of the General Instructions for Preparation of Consolidated Financial Statements to Schedule III to the Companies Act, 2013.

Particulars	Net assets, i.e., total assets minus total liabilities		Share of profit	
	As % of consolidated net assets	₹ in million	As % of consolidated profit	₹ in million
Parent				
Lupin Ltd.	101.73	90,277.4	99.75	23,973.5
Indian Subsidiary				
Lupin Healthcare Ltd., India	0.09	78.8	-	0.4
Foreign Subsidiaries				
Lupin Pharmaceuticals, Inc., USA	1.32	1,172.7	2.73	655.7
Kyowa Pharmaceutical Industry Co., Ltd., Japan	7.51	6,664.6	3.78	909.0
Kyowa CritiCare Co., Ltd., Japan	1.93	1,710.8	0.22	53.1
Hormosan Pharma GmbH, Germany	(0.18)	(155.6)	(0.98)	(236.7)
Pharma Dynamics (Proprietary) Ltd., South Africa	1.50	1,330.7	3.37	810.8
Lupin Australia Pty Ltd., Australia	0.02	21.4	(0.02)	(4.9)
Lupin Holdings B.V., Netherlands	10.99	9,752.3	1.51	363.7
Lupin Atlantis Holdings SA, Switzerland	7.07	6,274.9	(12.59)	(3,027.4)
Multicare Pharmaceuticals Philippines Inc., Philippines	0.55	491.3	0.76	182.9
Lupin (Europe) Ltd., U.K.	(0.16)	(140.5)	(0.05)	(13.1)
Lupin Pharma Canada Ltd., Canada	(0.04)	(34.6)	(0.29)	(69.5)
Generic Health Pty Ltd., Australia	0.15	125.7	(0.84)	(203.7)
Bellwether Pharma Pty Ltd., Australia	(0.01)	(8.4)	-	-
Max Pharma Pty Ltd., Australia (upto 17 December 2014)	-	-	(0.02)	(5.7)
Lupin Mexico S.A. de C.V., Mexico	0.01	11.1	(0.05)	(12.0)
Lupin Philippines Inc., Philippines	0.05	45.4	0.01	3.5
Generic Health SDN. BHD., Malaysia	-	0.5	-	(0.9)
Lupin Middle East FZ - LLC, UAE	0.01	7.8	(0.05)	(11.2)
Lupin GmbH, Switzerland	0.11	97.6	0.01	2.8
Lupin Inc., USA	1.97	1,746.9	4.84	1,164.0
Lupin Farmaceutica do Brasil LTDA, Brazil	(0.02)	(14.5)	(0.25)	(60.5)
Nanomi B.V., Netherlands	(0.21)	(188.8)	(0.86)	(205.9)
Laboratorios Grin, S.A. de C.V., Mexico (from 30 September 2014)	1.11	987.1	0.42	101.2
Minority Interests in the Subsidiaries				
Multicare Pharmaceuticals Philippines Inc., Philippines	(0.27)	(241.0)	(0.37)	(89.6)
Pharma Dynamics (Proprietary) Ltd., South Africa	-	-	(1.34)	(324.3)
Generic Health Pty Ltd., Australia	-	-	0.01	2.0
Foreign Joint Controlled Entity (as per proportionate consolidation)				
YL Biologics Limited, Japan (from 23 April 2014)	0.04	33.1	0.04	10.1
Total Eliminations / Consolidation Adjustments	(35.27)	(31,306.1)	0.26	65.1
Total	100.00	88,740.6	100.00	24,032.4

The above amounts / percentage of net assets and net profit or (loss) in respect of Lupin Limited and its subsidiaries and Joint Venture are determined based on the amounts of the respective entities included in consolidated financial statements before inter-company eliminations / consolidation adjustments.

57. Related Party Disclosures, as required by Accounting Standard 18 (AS-18) are given below :

A. Relationships -

Category I: Jointly Controlled Entity:

YL Biologics Ltd., Japan (from 23 April 2014)

Category II: Key Management Personnel (KMP):

Dr. D. B. Gupta Chairman
 Dr. Kamal K. Sharma Vice Chairman
 Ms. Vinita Gupta Chief Executive Officer
 Mr. Nilesh Gupta Managing Director
 Mrs. M. D. Gupta Executive Director

Category III: Others (Relatives of KMP and Entities in which the KMP and Relatives of KMP have control or significant influence)

Dr. Anuja Gupta (Daughter of Chairman)
 Mrs. Kavita Sabharwal (Daughter of Chairman)
 Dr. Richa Gupta (Daughter of Chairman)
 Mrs. Pushpa Khandelwal (Sister of Chairman)
 Mrs. Shefali Nath (Wife of Managing Director)
 Ms. Veda Nilesh Gupta (Daughter of Managing Director)
 Bharat Steel Fabrication and Engineering Works
 D. B. Gupta (HUF)
 Lupin Human Welfare and Research Foundation
 Lupin International Pvt. Limited
 Lupin Investments Pvt. Limited
 Lupin Holdings Pvt. Limited
 Matashree Gomati Devi Jana Seva Nidhi
 Novamed Investments Pvt. Limited
 Polynova Industries Limited
 Rahas Investments Pvt. Limited
 Synchem Investments Pvt. Limited
 Visiomed Investments Pvt. Limited
 Zyma Laboratories Limited
 Concept Pharmaceuticals Limited
 Shuban Prints

B. Transactions with the related parties:

(₹ in million)					
Sr. No.	Transactions	Jointly Controlled Entity*	Key Management Personnel	Others	Total
1.	Rent Expenses	-	-	84.8	84.8
		(-)	(-)	(90.9)	(90.9)
2.	Expenses Recovered / Rent Received	43.0	-	2.7	45.7
		(-)	(-)	(3.0)	(3.0)
3.	Remuneration Paid	-	877.8	-	877.8
		(-)	(707.9)	(-)	(707.9)
4.	Purchases of Goods / Materials	-	-	119.6	119.6
		(-)	(-)	(128.1)	(128.1)
5.	Donations Paid	-	-	143.8	143.8
		(-)	(-)	(135.9)	(135.9)
6.	Dividend Paid	-	19.6	611.1	630.7
		(-)	(46.6)	(1,424.6)	(1,471.2)
7.	License Fees Received	122.3	-	-	122.3
		(-)	(-)	(-)	(-)
8.	Deposits paid for Leave and Licence arrangement for premises	-	-	-	-
		(-)	(-)	(0.4)	(0.4)
9.	Refund of Deposits paid for Leave and Licence arrangement for premises	-	-	-	-
		(-)	(-)	(7.9)	(7.9)
10.	Deposits received for Leave and Licence arrangement for premises	-	-	-	-
		(-)	(-)	(0.1)	(0.1)

Out of the above items transactions in excess of 10% of the total related party transactions are as under :

(₹ in million)				
Sr. No.	Transactions	Related party relation	For the year ended 31.03.2015	For the year ended 31.03.2014
1.	Rent Expenses			
	Lupin Investments Pvt. Limited	Others	65.9	72.2
	Bharat Steel Fabrication and Engineering Works	Others	10.4	10.3
2.	Expenses Recovered / Rent Received			
	YL Biologics Ltd	Jointly Controlled Entity	43.0	-
	Polynova Industries Limited	Others	2.7	3.0
3.	Remuneration Paid			
	Dr. D. B. Gupta	Key Management Personnel	375.8	371.5
	Dr. Kamal K. Sharma	Key Management Personnel	166.1	134.7
	Ms. Vinita Gupta	Key Management Personnel	248.6	135.8
4.	Purchases of Goods / Materials			
	Concept Pharmaceuticals Limited	Others	93.9	107.2
	Shuban Prints	Others	25.7	20.9
5.	Donations Paid			
	Lupin Human Welfare and Research Foundation	Others	133.8	129.2
6.	Dividend Paid			
	Lupin Holdings Pvt. Limited	Others	121.2	282.8
	Rahas Investments Pvt. Limited	Others	137.1	319.9
	Visiomed Investments Pvt. Limited	Others	130.5	304.6
	Zyma Laboratories Limited	Others	164.9	384.7
7.	License Fees Received			
	YL Biologics Ltd	Jointly Controlled Entity	122.3	-
8.	Deposits paid for Leave and Licence arrangement for premises			
	Bharat Steel Fabrication and Engineering Works	Others	-	0.4
9.	Refund of Deposits paid for Leave and Licence arrangement for premises			
	Lupin Investments Pvt. Limited	Others	-	7.9
10.	Deposits received for Leave and Licence arrangement for premises			
	Polynova Industries Limited	Others	-	0.1

C. Balances due from / to the related parties:

(₹ in million)					
Sr. No.	Transactions	Jointly Controlled Entity*	Key Management Personnel	Others	Total
1.	Deposits paid under Leave and Licence arrangement for premises	-	-	54.7	54.7
		(-)	(-)	(54.7)	(54.7)
2.	Trade Payables	-	-	3.4	3.4
		(-)	(58.9)	(6.6)	(65.5)
3.	Advances to Vendors	149.1	-	-	149.1
		(-)	(-)	(-)	(-)
4.	Commission Payable	-	326.8	-	326.8
		(-)	(328.5)	(-)	(328.5)
5.	Expenses Receivable	-	-	-	-
		(-)	(-)	(0.1)	(0.1)
6.	Deposits received under Leave and Licence arrangement for premises	-	-	0.1	0.1
		(-)	(-)	(0.1)	(0.1)

* Transactions with Jointly Controlled Entity has been reported at full value

i) Figures in brackets are for previous year.

ii) Related party relationship is as identified by the Company and relied upon by the Auditors.

58. The Consolidated Financial Statements includes results of operations of one new subsidiary acquired, proportionate share of income and expenditure of one Jointly controlled entity incorporated, results of operations of one subsidiary liquidated during the year and results of operations of the entire twelve months of four subsidiaries incorporated / acquired during the previous year. Accordingly, the current year figures are not strictly comparable with those of the previous year.

59. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

Signatures to note 1 to 59

For Lupin Limited

Dr. Desh Bandhu Gupta
Chairman
DIN: 00209378

Dr. Kamal K. Sharma
Vice Chairman
DIN: 00209430

Vinita Gupta
Chief Executive Officer
DIN: 00058631

Nilesh Gupta
Managing Director
DIN: 01734642

M. D. Gupta
Executive Director
DIN: 00209461

Dr. Vijay Kelkar
Director
DIN: 00011991

Richard Zahn
Director
DIN: 02937226

R. A. Shah
Director
DIN: 00009851

Dr. K. U. Mada
Director
DIN: 00011395

Dileep C. Choksi
Director
DIN: 00016322

Ramesh Swaminathan
Chief Financial Officer

R. V. Satam
Company Secretary
ACS - 11973

Place : Mumbai
Dated : May 13, 2015

STANDALONE ACCOUNTS

INDEPENDENT AUDITORS' REPORT TO THE MEMBERS OF LUPIN LIMITED

Report on the Standalone Financial Statements

We have audited the accompanying standalone financial statements of LUPIN LIMITED ("the Company"), which comprise the Balance Sheet as at March 31, 2015, the Statement of Profit and Loss, the Cash Flow Statement for the year then ended, and a summary of the significant accounting policies and other explanatory information.

Management's Responsibility for the Standalone Financial Statements

The Company's Board of Directors is responsible for the matters stated in Section 134(5) of the Companies Act, 2013 ("the Act") with respect to the preparation of these standalone financial statements that give a true and fair view of the financial position, financial performance and cash flows of the Company in accordance with the accounting principles generally accepted in India, including the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding the assets of the Company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial statements that give a true and fair view and are free from material misstatement, whether due to fraud or error.

Auditors' Responsibility

Our responsibility is to express an opinion on these standalone financial statements based on our audit.

We have taken into account the provisions of the Act, the accounting and auditing standards and matters which are required to be included in the audit report under the provisions of the Act and the Rules made thereunder.

We conducted our audit in accordance with the Standards on Auditing specified under Section 143(10) of the Act. Those Standards require that we comply with ethical requirements and plan and perform the audit to obtain reasonable assurance about whether the financial statements are free from material misstatement.

An audit involves performing procedures to obtain audit evidence about the amounts and the disclosures in the financial statements. The procedures selected depend on the auditor's judgment, including the assessment of the risks of material misstatement of the financial statements, whether due to fraud or error. In making those risk assessments, the auditor considers internal financial control relevant to the Company's preparation of the financial statements that give a true and fair view in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on whether the Company has in place an adequate internal financial controls system over financial reporting and the operating effectiveness of such controls. An audit also includes evaluating the appropriateness of the accounting policies used and the reasonableness of the accounting estimates made by the Company's Directors, as well as evaluating the overall presentation of the financial statements.

We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion on the standalone financial statements.

Opinion

In our opinion and to the best of our information and according to the explanations given to us, the aforesaid standalone financial statements give the information required by the Act in the manner so required and give a true and fair view in conformity with the accounting principles generally accepted in India, of the state of affairs of the Company as at March 31, 2015, and its profit and its cash flows for the year ended on that date.

Report on Other Legal and Regulatory Requirements

1. As required by the Companies (Auditor's Report) Order, 2015 ("the Order") issued by the Central Government in terms of Section 143(11) of the Act, we give in the Annexure a statement on the matters specified in paragraphs 3 and 4 of the Order.
2. As required by Section 143(3) of the Act, we report that:
 - (a) We have sought and obtained all the information and explanations which to the best of our knowledge and belief were necessary for the purposes of our audit.
 - (b) In our opinion, proper books of account as required by law have been kept by the Company so far as it appears from our examination of those books.
 - (c) The Balance Sheet, the Statement of Profit and Loss, and the Cash Flow Statement dealt with by this Report are in agreement with the books of account.
 - (d) In our opinion, the aforesaid standalone financial statements comply with the Accounting Standards specified under Section 133 of the Act, read with Rule 7 of the Companies (Accounts) Rules, 2014.
 - (e) On the basis of the written representations received from the directors as on March 31, 2015 taken on record by the Board of Directors, none of the directors is disqualified as on March 31, 2015 from being appointed as a director in terms of Section 164(2) of the Act.
 - (f) With respect to the other matters to be included in the Auditor's Report in accordance with Rule 11 of the Companies (Audit and Auditors) Rules, 2014, in our opinion and to the best of our information and according to the explanations given to us:
 - i. The Company has disclosed the impact of pending litigations on its financial position in its financial statements - Refer Note 30 (a), (b), (c) and (g) to the financial statements;
 - ii. The Company has made provision, as required under the applicable law or accounting standards, for material foreseeable losses, if any, on long-term contracts including derivative contracts - Refer Notes 42(i) and 43 to the financial statements;
 - iii. There has been no delay in transferring amounts, required to be transferred, to the Investor Education and Protection Fund by the Company.

For Deloitte Haskins & Sells LLP

Chartered Accountants

(Firm's Registration No. 117366W/W-100018)

K.A. Katki

Partner

(Membership No.: 038568)

Place : Mumbai

Dated : May 13, 2015

ANNEXURE TO

THE INDEPENDENT AUDITORS' REPORT

(Referred to in paragraph 1 under 'Report on Other Legal and Regulatory Requirements' section of our report of even date)

- (i) In respect of its fixed assets:
 - (a) The Company has maintained proper records showing full particulars, including quantitative details and situation of fixed assets.
 - (b) The Company has a program of verification of fixed assets to cover all the items in a phased manner over a period of three years which, in our opinion, is reasonable having regard to the size of the Company and the nature of its assets. Pursuant to the program, certain fixed assets were physically verified by the Management during the year. According to the information and explanations given to us no material discrepancies were noticed on such verification.
- (ii) In respect of its inventories:
 - (a) As explained to us, the inventories were physically verified during the year by the Management at reasonable intervals.
 - (b) In our opinion and according to the information and explanations given to us, the procedures of physical verification of inventories followed by the Management were reasonable and adequate in relation to the size of the Company and the nature of its business.
 - (c) In our opinion and according to the information and explanations given to us, the Company has maintained proper records of its inventories and no material discrepancies were noticed on physical verification.
- (iii) The Company has not granted any loans, secured or unsecured, to companies, firms or other parties covered in the Register maintained under Section 189 of the Companies Act, 2013.
- (iv) In our opinion and according to the information and explanations given to us, having regard to the explanations that some of the items purchased are of special nature and suitable alternative sources are not readily available for obtaining comparable quotations, there is an adequate internal control system commensurate with the size of

the Company and the nature of its business with regard to purchases of inventory and fixed assets and the sale of goods and services. During the course of our audit, we have not observed any major weakness in such internal control system.

- (v) According to the information and explanations given to us, the Company has not accepted any deposit during the year in terms of provisions of Sections 73 to 76 or any other relevant provisions of the Companies Act, 2013. There were no unclaimed deposits as at the year end.
- (vi) We have broadly reviewed the cost records maintained by the Company pursuant to the Companies (Cost Records and Audit) Rules, 2014, as amended, prescribed by the Central Government under sub-section (1) of Section 148 of the Companies Act, 2013, and are of the opinion that, *prima facie*, the prescribed cost records have been made and maintained. We have, however, not made a detailed examination of the cost records with a view to determine whether they are accurate or complete.
- (vii) According to the information and explanations given to us, in respect of statutory dues:
 - (a) The Company has generally been regular in depositing undisputed statutory dues, including Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues applicable to it with the appropriate authorities.
 - (b) There were no undisputed amounts payable in respect of Provident Fund, Employees' State Insurance, Income-tax, Sales Tax, Wealth Tax, Service Tax, Customs Duty, Excise Duty, Value Added Tax, Cess and other material statutory dues in arrears as at March 31, 2015 for a period of more than six months from the date they became payable.
 - (c) Details of dues of Income-tax, Sales Tax, Service Tax and Excise Duty which have not been deposited as on March 31, 2015 on account of disputes are given below:

Name of Statute	Nature of Dues	Forum where Dispute is Pending	Period to which the Amount Relates	Amount Involved (₹ In million)
Income-tax Act, 1961	Income tax	Commissioner of Income-tax (Appeals) – LTU	2006-2008	55.5
Central Excise Act, 1944	Excise duty	Customs, Excise and Service Tax Appellate Tribunal (CESTAT)	1996-1997, 1998-2000, 2001-2010	48.6
		Commissioner of Central Excise (Appeals)	1997-1998 2002-2007	1.1
	Service tax credit matters	Customs, Excise and Service Tax Appellate Tribunal (CESTAT)	2005-2008	202.3
Central and various States' Sales Tax Acts	Sales tax	Sales Tax Tribunal	2006-2009	21.0
		Commissioner of Sales Tax (Appeals)	2004-2005, 2006-2007, 2008-2014	25.0
		Assistant Commissioner of Sales Tax (Investigations)	2006-2011	20.7
		Additional Commissioner	2002-2003, 2011-2013	4.8
		Deputy Commissioner	2000-2001	0.3

There are no dues of Wealth Tax, Customs Duty, Value Added Tax and Cess which have not been deposited as on March 31, 2015 on account of disputes.

(d) The Company has been regular in transferring amounts to the Investor Education and Protection Fund in accordance with the relevant provisions of the Companies Act, 1956 (1 of 1956) and Rules made thereunder within time.

(viii) The Company does not have accumulated losses at the end of the financial year and the Company has not incurred cash losses during the financial year covered by our audit and in the immediately preceding financial year.

(ix) In our opinion and according to the information and explanations given to us, the Company has not defaulted in the repayment of dues to banks. The Company has not obtained loans from financial institutions or by way of debentures.

(x) In our opinion and according to the information and explanations given to us, the terms and conditions of the guarantees given by the Company for loans taken by others from banks and financial institutions are not, *prima facie*, prejudicial to the interests of the Company.

(xi) In our opinion and according to the information and explanations given to us, the term loans have been applied by the Company during the year for the purposes for which they were obtained, other than temporary deployment pending application.

(xii) To the best of our knowledge and according to the information and explanations given to us, no fraud by the Company and no material fraud on the Company has been noticed or reported during the year.

For Deloitte Haskins & Sells LLP
Chartered Accountants
(Firm's Registration No. 117366W/W-100018)

K.A. Katki
Partner

Place : Mumbai
Dated : May 13, 2015

(Membership No.: 038568)

BALANCE SHEET AS AT MARCH 31, 2015

		As at 31.03.2015	As at 31.03.2014
	Note	₹ in million	₹ in million
EQUITY AND LIABILITIES			
Shareholders' Funds			
Share Capital	2	899.0	896.8
Reserves and Surplus	3	89,378.4	68,893.6
		90,277.4	69,790.4
Non-Current Liabilities			
Long-Term Borrowings	4	191.4	242.4
Deferred Tax Liabilities (net)	5	1,892.2	2,479.3
Other Long-Term Liabilities	6	85.0	95.1
Long-Term Provisions	7	1,031.2	769.2
		3,199.8	3,586.0
Current Liabilities			
Short-Term Borrowings	8	209.5	1,151.6
Trade Payables	9	10,420.4	9,838.5
Other Current Liabilities	10	1,014.8	1,265.1
Short-Term Provisions	11	4,955.2	2,358.0
		16,599.9	14,613.2
	TOTAL	110,077.1	87,989.6
ASSETS			
Non-Current Assets			
Fixed Assets	12		
Tangible Assets		20,206.7	21,709.1
Intangible Assets - Acquired		149.3	85.5
Capital Work-in-Progress		4,899.6	2,670.5
		25,255.6	24,465.1
Non-Current Investments	13	17,902.6	9,890.5
Long-Term Loans and Advances	14	2,394.5	3,197.0
Other Non-Current Assets	15	3.2	-
		45,555.9	37,552.6
Current Assets			
Current Investments	16	16,539.7	1,746.1
Inventories	17	17,395.1	13,722.4
Trade Receivables	18	25,152.1	28,599.2
Cash and Cash Equivalents	19	593.0	1,462.8
Short-Term Loans and Advances	20	2,925.0	2,594.4
Other Current Assets	21	1,916.3	2,312.1
		64,521.2	50,437.0
	TOTAL	110,077.1	87,989.6

See accompanying notes forming part of the financial statements

In terms of our report attached
For Deloitte Haskins & Sells LLP
Chartered Accountants

K.A. Katki
Partner

For Lupin Limited

Dr. Desh Bandhu Gupta
Chairman
DIN: 00209378

Nilesh Gupta
Managing Director
DIN: 01734642

Richard Zahn
Director
DIN: 02937226

Dileep C. Choksi
Director
DIN: 00016322

Ramesh Swaminathan
Chief Financial Officer

Dr. Kamal K. Sharma
Vice Chairman
DIN: 00209430

M. D. Gupta
Executive Director
DIN: 00209461

R. A. Shah
Director
DIN: 00009851

R. V. Satam
Company Secretary
ACS - 11973

Vinita Gupta
Chief Executive Officer
DIN: 00058631

Dr. Vijay Kelkar
Director
DIN: 00011991

Dr. K. U. Mada
Director
DIN: 00011395

Place : Mumbai
Dated : May 13, 2015

STATEMENT OF PROFIT AND LOSS FOR THE YEAR ENDED MARCH 31, 2015

	Note	For the Current Year ended 31.03.2015 ₹ in million	For the Previous Year ended 31.03.2014 ₹ in million
INCOME:			
Revenue from Operations (Gross)	22	98,459.8	90,198.6
Less : Excise Duty		935.1	804.8
Revenue from Operations (Net)		97,524.7	89,393.8
Other Income	23	1,806.3	4,153.8
Total Revenue		99,331 .0	93,547.6
EXPENSES:			
Cost of Raw and Packing Materials Consumed	24	22,393.2	21,320.0
Purchases of Stock-in-Trade	48(A)	9,425.0	8,291.9
Changes in Inventories of Finished Goods, Work-in-Process and Stock-in-Trade	25	(1,708.0)	(762.1)
Employee Benefits Expense	26	10,525.5	8,443.2
Finance Costs	27	49.0	209.9
Depreciation and Amortisation Expense	12	3,367.9	1,676.3
Other Expenses	28	23,156.5	22,977.5
Total Expenses		67,209.1	62,156.7
Profit before Tax		32,121.9	31,390.9
Tax Expense / (Benefit):			
- Current Tax Expense		8,496.0	8,117.0
- Tax Benefit for Prior Years		(40.9)	(15.9)
Net Current Tax Expense		8,455.1	8,101.1
- Deferred Tax (net)		(306.7)	47.6
Profit for the year		23,973.5	23,242.2
Earnings per equity share (in ₹)	38		
Basic		53.41	51.88
Diluted		53.07	51.62
Face Value of Equity Share (in ₹)		2.00	2.00
See accompanying notes forming part of the financial statements			

In terms of our report attached
For Deloitte Haskins & Sells LLP
Chartered Accountants

K.A. Katki
Partner

Place : Mumbai
Dated : May 13, 2015

For Lupin Limited

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CASH FLOW STATEMENT FOR THE YEAR ENDED MARCH 31, 2015

	For the Current Year ended 31.03.2015	For the Previous Year ended 31.03.2014
	₹ in million	₹ in million
A. Cash Flow from Operating Activities		
Profit before Tax	32,121.9	31,390.9
Adjustments for:		
Depreciation and Amortisation Expense	3,367.9	1,676.3
Loss on Sale / Write-off of Fixed Assets (net)	38.6	99.6
Net Gain on sale of Current Investments	(4.0)	(5.5)
Finance Costs	49.0	209.9
Interest on Deposits with Banks	(29.2)	(63.5)
Dividend on Current Investments	(649.6)	(25.0)
Dividend on Long-Term Investment from Subsidiary company	(37.1)	(3,020.2)
Dividend on Long-Term Investment from Others	(0.2)	(0.2)
Provision for Doubtful Trade Receivables / Advances / Deposits	-	269.4
Excess of carrying cost over fair value of current investments	2.5	-
Provision for Doubtful Trade Receivables / Advances / Deposits Written Back	(157.1)	(7.3)
Expenses on Employees Stock Options / Stock Appreciation Rights	676.8	211.0
Unrealised Exchange (gain) / loss on revaluation (net)	(182.9)	595.5
Operating Profit before Working Capital Changes	35,196.6	31,330.9
Changes in working capital:		
Adjustments for (increase) / decrease in operating assets:		
Inventories	(3,672.7)	(414.1)
Trade Receivables	3,747.1	(10,769.1)
Short-Term Loans and Advances	(322.3)	261.0
Long-Term Loans and Advances	222.5	(657.3)
Other Current Assets	515.3	111.0
Adjustments for increase / (decrease) in operating liabilities:		
Trade Payables	571.0	1,171.9
Other Current Liabilities	(144.7)	362.7
Other Long-Term Liabilities	(12.9)	(6.2)
Short-Term Provisions	137.1	6.5
Long-Term Provisions	262.0	85.7
Cash Generated from Operations	36,499.0	21,483.0
Net Income tax paid	(7,983.8)	(6,201.7)
Net Cash Flow from Operating Activities	28,515.2	15,281.3
B. Cash Flow from Investing Activities		
Capital expenditure on fixed assets, including capital advances	(5,069.8)	(3,941.5)
Proceeds from sale of fixed assets	21.2	22.9
Purchase of Long-Term Investment in subsidiaries	(8,007.6)	(3,010.1)
Purchase of Long-Term Investment in others	(4.5)	-
Advance against Investment in subsidiary	-	(14.6)
Net Gain on sale of Current Investments	4.0	5.5
Bank balances not considered as Cash and Cash Equivalents (net)	597.8	(636.2)
Dividend on Current Investments	649.6	25.0
Dividend on Long-Term Investment from Subsidiary company	-	3,020.2
Dividend on Long-Term Investment from Others	0.2	0.2
Interest on Deposits with Banks	29.2	63.5
Net Cash Used in Investing Activities	(11,779.9)	(4,465.1)

	For the Current Year ended 31.03.2015	For the Previous Year ended 31.03.2014
	₹ in million	₹ in million
C. Cash Flow from Financing Activities		
Repayment of Long-Term Borrowings (net)	(50.5)	(1,204.7)
Repayment of Short-Term Borrowings - Loans from banks (net)	(942.1)	(4,111.5)
Proceeds from issue of equity shares (ESOPs)	2.2	1.7
Securities Premium Received (ESOPs)	410.8	237.7
Finance Costs	(58.4)	(221.7)
Dividends paid	(1,344.5)	(3,127.0)
Corporate Tax on Dividend	(228.7)	(19.2)
Net Cash Used in Financing Activities	(2,211.2)	(8,444.7)
Net increase in Cash and Cash Equivalents	14,524.1	2,371.5
Cash and Cash Equivalents as at the beginning of the year	2,553.1	181.6
Cash and Cash Equivalents as at the end of the year	17,077.2	2,553.1
Reconciliation of Cash and Cash Equivalents with the Balance Sheet		
Cash and Cash Equivalents as per Balance Sheet (Refer note 19)	593.0	1,462.8
Less : Bank balances not considered as Cash and Cash Equivalents as defined in AS-3 - "Cash Flow Statements" (Refer note 19)	58.0	655.8
Add : Current Investments Considered as part of Cash and Cash Equivalents (Refer note 16)	16,542.2	1,746.1
Cash and Cash Equivalents as restated as at the year end	17,077.2	2,553.1

Notes :

- The above Cash Flow Statement has been prepared under the 'Indirect Method' as set out in the Accounting Standard 3 (AS-3) "Cash Flow Statements".
- Cash comprises cash on hand and Current Accounts with banks. Cash equivalents are short-term balances (with an original maturity of three months or less from the date of acquisition), highly liquid investments that are readily convertible into known amounts of cash and which are subject to insignificant risk of changes in value.

In terms of our report attached
For **Deloitte Haskins & Sells LLP**
Chartered Accountants

For **Lupin Limited**

K.A. Katki
Partner

Dr. Desh Bandhu Gupta
Chairman
DIN: 00209378

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Dr. K. U. Mada
Director
DIN: 00011395

Place : Mumbai
Dated : May 13, 2015

NOTES FORMING PART OF THE FINANCIAL STATEMENTS

1A. OVERVIEW:

Lupin Limited, ('the Company') incorporated in 1983, is an innovation led Transnational Pharmaceutical Company producing, developing and marketing a wide range of branded and generic formulations and active pharmaceutical ingredients (APIs). The Company along with its subsidiaries has manufacturing locations spread across India, Japan and Mexico with trading and other incidental and related activities extending to the global markets.

1B. SIGNIFICANT ACCOUNTING POLICIES:

a) Basis of accounting and preparation of Financial Statements:

The financial statements of the Company have been prepared in accordance with the Generally Accepted Accounting Principles in India (Indian GAAP) to comply with the Accounting Standards specified under Section 133 of the Companies Act, 2013 ("the 2013 Act"), read with Rule 7 of the Companies (Accounts) Rules, 2014 and the relevant provisions of the 2013 Act / Companies Act, 1956 ("the 1956 Act"), as applicable. The financial statements have been prepared on accrual basis under the historical cost convention. The accounting policies adopted in the preparation of the financial statements are consistent with those followed in the previous year.

b) Use of Estimates:

The preparation of the financial statements in conformity with Indian GAAP requires the Management to make estimates and assumptions considered in the reported amounts of assets and liabilities (including contingent liabilities) and the reported income and expenses during the year. The Management believes that the estimates used in preparation of the Financial Statements are prudent and reasonable. Future results could differ due to these estimates and the differences between the actual results and the estimates are recognised in the periods in which the results are known / materialise.

c) Tangible Fixed Assets:

Fixed Assets are carried at cost less accumulated depreciation and impairment losses, if any. The cost of fixed assets includes interest on borrowings attributable to acquisition of qualifying fixed assets up to the date the asset is ready for its intended use and other incidental expenses incurred up to that date. The Company has adopted the provisions of paragraph 46A of AS-11 "The Effects of Changes in Foreign Exchange Rates", accordingly, exchange differences arising on restatement / settlement of long-term foreign currency borrowings relating to acquisition of depreciable fixed assets are adjusted to the cost of the respective assets and depreciated over the remaining useful life of such assets. Subsequent expenditure relating to fixed assets is capitalised only if such expenditure results in an increase in the future benefits from such asset beyond its previously assessed standard of performance.

Capital work-in-progress in respect of assets which are not ready for their intended use are carried at cost, comprising of direct costs, related incidental expenses and attributable interest.

d) Intangible Assets:

Intangible assets are carried at cost less accumulated amortisation and impairment losses, if any. The cost of an intangible asset comprises its purchase price, including any import duties and other taxes (other than those subsequently recoverable from the taxing authorities), and any directly attributable expenditure on making the asset ready for its intended use.

Expenditure on Research and development eligible for capitalisation are carried as Intangible assets under development where such assets are not yet ready for their intended use.

e) Foreign Currency Transactions / Translations:

i) Transactions denominated in foreign currency are recorded at exchange rates prevailing at the date of transaction or at rates that closely approximate the rate at the date of the transaction.

ii) Foreign currency monetary items (other than derivative contracts) of the Company, outstanding at the balance sheet date are restated at the year-end rates. Non-monetary items of the Company are carried at historical cost.

iii) Exchange differences arising on settlement / restatement of short-term foreign currency monetary assets and liabilities of the Company and its integral foreign operations are recognised as income or expense in the Statement of Profit and Loss.

The exchange differences arising on restatement / settlement of long-term foreign currency monetary items are capitalised as part of the depreciable fixed assets to which the monetary item relates and depreciated over the remaining useful life of such assets or amortised on settlement over the maturity period of such items if such items do not relate to acquisition of depreciable fixed assets. The unamortised exchange difference is carried under Reserves and Surplus as "Foreign currency monetary item translation difference account" net of the tax effect thereon, where applicable.

iv) Premium / discount on forward exchange contracts, which are not intended for trading or speculation purposes, are amortised over the period of the contracts if such contracts relate to monetary items as at the Balance Sheet date. Any

profit or loss arising on cancellation or renewal of such a forward exchange contract is recognised as income or as expense in the period in which such cancellation or renewal is made.

- v) In respect of foreign offices, which are integral foreign operations, all revenues and expenses during the year are reported at average rates. Outstanding balances in respect of monetary assets and liabilities are restated at the year end exchange rates. Outstanding balances in respect of non-monetary assets and liabilities are stated at the rates prevailing on the date of the transaction. Net gain / loss on foreign currency translation is recognised in the Statement of Profit and Loss.

f) Hedge Accounting:

The Company uses foreign currency forward contracts to hedge its risks associated with foreign currency fluctuations relating to highly probable forecast transactions. The Company designates such forward contracts in a cash flow hedging relationship by applying the hedge accounting principles set out in Accounting Standard 30 (AS-30) "Financial Instruments: Recognition and Measurement". These forward contracts are stated at fair value at each reporting date. Changes in the fair value of these forward contracts that are designated and effective as hedges of future cash flows are recognised directly in "Cash Flow Hedge Reserve Account" under Reserves and Surplus, net of applicable deferred income taxes and the ineffective portion is recognised immediately in the Statement of Profit and Loss. Amounts accumulated in the "Cash Flow Hedge Reserve Account" are reclassified to the Statement of Profit and Loss in the same period during which the forecasted transaction affects profit and loss. Hedge accounting is discontinued when the hedging instrument expires or is sold, terminated, or exercised, or no longer qualifies for hedge accounting. For forecasted transactions, any cumulative gain or loss on the hedging instrument recognised in "Cash Flow Hedge Reserve Account" is retained until the forecasted transaction occurs. If the forecasted transaction is no longer expected to occur, the net cumulative gain or loss recognised in "Cash Flow Hedge Reserve Account" is immediately transferred to the Statement of Profit and Loss.

g) Derivative Contracts:

The Company enters into derivative contracts in the nature of currency options, forward contracts and currency futures with an intention to hedge its existing assets and liabilities and highly probable forecast transactions in foreign currency. Derivative contracts which are closely linked to the existing assets and liabilities are accounted as per the policy stated for Foreign Currency Transactions / Translations.

Derivative contracts designated as a hedging instrument for highly probable forecast transactions are accounted as per the policy stated for Hedge Accounting.

The gain or loss in respect of currency futures contract the pricing period of which has expired or squared off during the year are recognised in the Statement of Profit and Loss. In respect of contract as at the year end, losses, if any, are recognised in the Statement of Profit and Loss. Gains arising on the same are not recognised, until realised, on grounds of prudence.

All other derivative contracts are marked-to-market on a portfolio basis and losses, if any, are recognised in the Statement of Profit and Loss. Gains arising on the same are not recognised, until realised, on grounds of prudence.

h) Investments:

Long-term investments are carried individually at cost, less provision for diminution, other than temporary, in the value of such investments. Current investments are carried individually at lower of cost and fair value. Cost of investments includes expenses directly incurred on acquisition of investments.

i) Inventories:

Inventories of all procured materials and Stock-in-Trade are valued at the lower of cost (on moving weighted average basis) and the net realisable value after providing for obsolescence and other losses, where considered necessary. Cost includes all charges in bringing the goods to their present location and condition, including octroi and other levies, transit insurance and receiving charges. Work-in-process and finished goods include appropriate proportion of overheads and, where applicable, excise duty.

j) Revenue recognition:

Revenue from sale of goods is recognised net of returns, product expiry claims and trade discounts, on transfer of significant risks and rewards in respect of ownership to the buyer. Sales include excise duty but exclude sales tax and value added tax. Sales are also netted off for probable non - saleable return of goods from the customers, estimated on the basis of historical data of such returns.

Income from Research Services including sale of technology / know-how (rights, licenses, dossiers and other intangibles) is recognised in accordance with the terms of the contract with customers when the related performance obligation is completed, or when risks and rewards of ownership are transferred, as applicable.

Revenue is recognised when it is reasonable to expect that the ultimate collection will be made.

Interest income is accounted on accrual basis. Dividend from investment is recognised as revenue when right to receive is established.

k) Depreciation and Amortisation:

Depreciable amount for assets is the cost of an asset, or other amount substituted for cost, less its estimated residual value.

Depreciation on tangible fixed assets of the Company has been provided on the straight-line method as per the useful life prescribed in Schedule II to the Companies Act, 2013 except in respect of the following categories of assets, in whose case the life of the assets has been assessed as under based on independent technical evaluation and management's assessment thereof, taking into account the nature of the asset, the estimated usage of the asset, the operating conditions of the asset, past history of replacement, anticipated technological changes, manufacturers warranties and maintenance support, etc.:

Particulars	Estimated useful life
Leasehold Land	Over the period of lease
Plant and Equipment	10 to 15 years
Office Equipment (Desktop)	4 years
Certain assets provided to employees	3 years

Intangible assets are amortised over their estimated useful life on Straight Line Method as follows:

Particulars	Estimated useful life
Goodwill – Acquired	5 years
Computer Software	5 to 6 years
Trademark and Licences	4 to 5 years

The estimated useful lives of intangible assets and the amortisation period are reviewed at the end of each financial year and the amortisation method is revised to reflect the changed pattern, if any.

l) Employee Benefits:

Employee benefits include provident fund, superannuation fund, gratuity fund, and compensated absences.

i) Defined Contribution Plans:

The Company's contribution to provident fund and superannuation fund for certain eligible employees are considered as defined contribution plans as the Company does not carry any further obligations, apart from the contributions made on a monthly basis. Such contributions are charged as an expense to the Statement of Profit and Loss based on the amount of contribution required to be made and when services are rendered by the employees.

ii) Defined Benefit Plans:

For defined benefit plan in the form of gratuity fund, the cost of providing benefits is determined using the Projected Unit Credit method, with actuarial valuations being carried out at each balance sheet date. Actuarial gains and losses are recognised in the Statement of Profit and Loss in the period in which they occur. Past service cost is recognised immediately to the extent that the benefits are already vested and otherwise is amortised on a straight-line basis over the average period until the benefits become vested.

The retirement benefit obligation recognised in the Balance Sheet represents the present value of the defined benefit obligation as adjusted for unrecognised past service cost, as reduced by the fair value of plan assets. Any asset resulting from this calculation is limited to past service cost, plus the present value of available refunds and reductions in future contributions to the scheme.

Provident Fund for certain employees is administered through the "Lupin Limited Employees Provident Fund Trust". Periodic contributions to the Fund are charged to the Statement of Profit and Loss. The Company has an obligation to make good the shortfall, if any, between the return from the investment of the trust and interest rate notified by the Government of India.

iii) Short-Term Employee Benefits:

The undiscounted amount of short-term employee benefits expected to be paid in exchange for the services rendered by employees are recognised during the year when the employees render the service. These benefits include performance incentive and compensated absences which are expected to occur within twelve months after the end of the period in which the employee renders the related service.

The cost of short-term compensated absences is accounted as under:

- a. in case of accumulated compensated absences, when employees render the services that increase their entitlement of future compensated absences; and
- b. in case of non-accumulating compensated absences, when the absences occur.

iv) Long-Term Employee Benefit:

The cost of compensated absences which are not expected to occur within twelve months after the end of the period

in which the employee renders the related service is determined using the Projected Unit Credit method, with actuarial valuations being carried out at each balance sheet date. Actuarial gains and losses are recognised in the Statement of Profit and Loss in the period in which they occur.

m) Taxes on Income:

Tax expense comprises both Current Tax and Deferred Tax. Current tax is the amount of tax payable on taxable income for the year as determined in accordance with the applicable tax rates and the provisions of the Income-tax Act, 1961 and other applicable tax laws.

Minimum Alternate Tax (MAT) paid in accordance with the tax laws, which gives future economic benefits in the form of adjustment to future income tax liability, is considered as an asset if there is convincing evidence that the Company will pay normal income tax. Accordingly, MAT is recognised as an asset in the Balance Sheet when it is highly probable that future economic benefit associated with it will flow to the Company.

Deferred tax is recognised on timing differences, being the differences between the taxable income and the accounting income that originate in one period and are capable of reversal in one or more subsequent periods. Deferred tax is measured using the tax rates and the tax laws enacted or substantively enacted as at the reporting date. Deferred tax liabilities are recognised for all timing differences. Deferred tax assets for timing differences in respect of unabsorbed depreciation, carry forward of losses and items relating to capital losses are recognised only if there is virtual certainty supported by convincing evidence that there will be sufficient future taxable income available to realise such assets. Deferred tax assets are recognised for timing differences of other items only to the extent that reasonable certainty exists that sufficient future taxable income will be available against which these can be realised. Deferred tax assets and liabilities are offset if such items relate to taxes on income levied by the same governing tax laws and the Company has a legally enforceable right for such set off. Deferred tax assets are reviewed at each Balance Sheet date for their realisability.

Current and deferred tax relating to items directly recognised in reserves are recognised in reserves and not in the Statement of Profit and Loss.

n) Operating Leases:

Assets taken on lease under which all risks and rewards of ownership are effectively retained by the lessor are classified as operating lease. Lease rentals under operating leases are recognised in the Statement of Profit and Loss on a straight line basis over the lease term in accordance with the respective lease agreement terms.

o) Provisions, Contingent Liabilities and Contingent Assets:

A provision is recognised when the Company has a present obligation as a result of past events and it is probable that an outflow of resources will be required to settle the obligation in respect of which a reliable estimate can be made. Provisions (excluding retirement benefits) are not discounted to their present value and are determined based on the best estimate required to settle the obligation at the Balance Sheet date. These are reviewed at each Balance Sheet date and adjusted to reflect the current best estimates. Contingent liabilities are disclosed in the Notes. Contingent liabilities are disclosed for (1) possible obligations which will be confirmed only by future events not wholly within the control of the Company or (2) present obligations arising from past events where it is not probable that an outflow of resources will be required to settle the obligation or a reliable estimate of the amount of the obligation cannot be made. Contingent assets are not recognised in the financial statements.

p) Borrowing Costs:

Borrowing costs include interest, amortisation of ancillary costs incurred and exchange differences arising from foreign currency borrowings to the extent they are regarded as an adjustment to the interest cost. Costs in connection with the borrowing of funds to the extent not directly related to the acquisition of qualifying assets are charged to the Statement of Profit and Loss over the tenure of the loan. Borrowing costs, allocated to and utilised for qualifying assets, pertaining to the period from commencement of activities relating to construction / development of the qualifying asset upto the date of capitalisation of such asset is added to the cost of the assets. Capitalisation of borrowing costs is suspended and charged to the Statement of Profit and Loss during extended periods when active development activity on the qualifying assets is interrupted.

q) Stock based Compensation:

i) Employees Stock Option Plans ("ESOPs"):

The compensation cost of stock options granted to employees is measured by the intrinsic value method, i.e. the difference between the market price of the Company's shares on the date of the grant of options and the exercise price to be paid by the option holders. The compensation cost, if any, is amortised on a straight-line basis over the vesting period of the options.

ii) Stock Appreciation Rights ("SARs"):

The compensation cost of SARs granted to employees is measured by the intrinsic value method, i.e. the excess of

the market price of the Company's shares as at the period end and the acquisition price as on the date of grant. The compensation cost is amortised on a straight line basis over the vesting period of the SARs.

r) Government Grants, subsidies and export incentives:

Government grants and subsidies are accounted when there is reasonable assurance that the Company will comply with the conditions attached to them and it is reasonably certain that the ultimate collection will be made. Capital grants relating to specific fixed assets are reduced from the gross value of the respective fixed assets. Revenue grants are recognised in the Statement of Profit and Loss.

Export benefits available under prevalent schemes are accrued in the year in which the goods are exported and there is no uncertainty in receiving the same.

s) Research and Development:

Revenue expenditure pertaining to research is charged to the Statement of Profit and Loss. Development costs of products are also charged to the Statement of Profit and Loss in the year it is incurred, unless a product's technological feasibility has been established, in which case such expenditure is capitalised. These costs are charged to the respective heads in the Statement of Profit and Loss in the year it is incurred. The amount capitalised comprises of expenditure that can be directly attributed or allocated on a reasonable and consistent basis for creating, producing and making the asset ready for its intended use. Fixed assets utilised for research and development are capitalised and depreciated in accordance with the policies stated for Tangible Fixed Assets and Intangible Assets.

t) Impairment of Assets:

The carrying values of assets / cash generating units at each balance sheet date are reviewed for impairment if any indication of impairment exists. The following intangible assets are tested for impairment each financial year even if there is no indication that the asset is impaired:

- (a) an intangible asset that is not yet available for use; and
- (b) an intangible asset that is amortised over a period exceeding ten years from the date when the asset is available for use.

If the carrying amount of the assets exceed the estimated recoverable amount, an impairment is recognised for such excess amount. The impairment loss is recognised as an expense in the Statement of Profit and Loss, unless the asset is carried at revalued amount, in which case any impairment loss of the revalued asset is treated as a revaluation decrease to the extent a revaluation reserve is available for that asset.

The recoverable amount is the greater of the net selling price and their value in use. Value in use is arrived at by discounting the future cash flows to their present value based on an appropriate discount factor.

When there is indication that an impairment loss recognised for an asset (other than a revalued asset) in earlier accounting periods no longer exists or may have decreased, such reversal of impairment loss is recognised in the Statement of Profit and Loss, to the extent the amount was previously charged to the Statement of Profit and Loss. In case of revalued assets, such reversal is not recognised.

u) Earnings per share:

Basic earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year. Diluted earnings per share is computed by dividing the profit / (loss) after tax (including the post tax effect of extraordinary items, if any) by the weighted average number of equity shares outstanding during the year adjusted for the effects of all dilutive potential equity shares.

v) Insurance claims:

Insurance claims are accounted for on the basis of claims admitted / expected to be admitted and to the extent that the amount recoverable can be measured reliably and it is reasonable to expect the ultimate collection.

w) Service tax input credit:

Service tax input credit is accounted for in the books in the period in which the underlying service received is accounted and when there is reasonable certainty in availing / utilising the credits.

x) Operating cycle:

Based on the nature of products / activities of the Company and the normal time between acquisition of assets and their realisation in cash or cash equivalents, the Company has determined its operating cycle as 12 months for the purpose of classification of its assets and liabilities as current and non-current.

2. SHARE CAPITAL

a) Share Capital

Particulars	As at 31 March 2015		As at 31 March 2014	
	No. of Shares	₹ in million	No. of Shares	₹ in million
Authorised				
Equity Shares of ₹ 2 each	500,000,000	1,000.0	500,000,000	1,000.0
Issued, Subscribed and Paid up				
Equity Shares of ₹ 2 each fully paid	449,488,335	899.0	448,375,804	896.8
Total	449,488,335	899.0	448,375,804	896.8

b) Reconciliation of the number of shares and amount outstanding at the beginning and at the end of the reporting period

Particulars	As at 31 March 2015		As at 31 March 2014	
	No. of Shares	₹ in million	No. of Shares	₹ in million
Equity Shares outstanding at the beginning of the year	448,375,804	896.8	447,529,493	895.1
Equity Shares issued during the year pursuant to exercise of ESOPs	1,112,531	2.2	846,311	1.7
Equity Shares outstanding at the end of the year	449,488,335	899.0	448,375,804	896.8

c) Rights attached to Equity Shares

The Company has only one class of equity shares with voting rights having a par value of ₹ 2 per share. The Company declares and pays dividends in Indian Rupees. The dividend proposed by the Board of Directors is subject to the approval of the shareholders at the ensuing Annual General Meeting, except in case of interim dividend.

During the year ended 31 March 2015, the amount of dividend per equity share recognised as distributions to equity shareholders is ₹ 7.5 (previous year ₹ 6 which includes ₹ 3 interim dividend and ₹ 3 final dividend).

In the event of liquidation of the Company, the shareholders of equity shares will be entitled to receive remaining assets of the Company after distribution of all preferential amounts. The distribution will be in proportion to the number of equity shares held by the shareholders.

d) Details of shares held by each shareholder holding more than 5% equity shares

Name of Shareholder	As at 31 March 2015		As at 31 March 2014	
	No. of Shares	% of Holding	No. of Shares	% of Holding
Zyma Laboratories Limited	54,960,490	12.23	54,960,490	12.26
Rahas Investments Pvt. Limited	45,699,510	10.17	45,699,510	10.19
Visiomed Investments Pvt. Limited	43,514,660	9.68	43,514,660	9.70
Lupin Holdings Pvt. Limited	40,401,000	8.99	40,401,000	9.01

e) Shares reserved for issuance under Stock Option Plans of the Company

Particulars	As at	As at
	31 March 2015	31 March 2014
	No. of Shares	No. of Shares
Lupin Employees Stock Option Plan 2003	343,000	687,134
Lupin Employees Stock Option Plan 2005	445,304	532,479
Lupin Employees Stock Option Plan 2011	2,758,708	3,297,482
Lupin Employees Stock Option Plan 2014	3,375,000	-
Lupin Subsidiary Companies Employees Stock Option Plan 2005	233,536	371,103
Lupin Subsidiary Companies Employees Stock Option Plan 2011	878,097	895,113
Lupin Subsidiary Companies Employees Stock Option Plan 2014	1,125,000	-

f) Aggregate number of shares issued during last five years pursuant to Stock Option Plans of the Company

Particulars	As at	As at
	31 March 2015	31 March 2014
	Aggregate No. of Shares	Aggregate No. of Shares
Equity Shares:		
Issued under various Stock Option plans of the Company	4,769,170	5,194,344

g) No shares have been allotted without payment being received in cash or by way of bonus shares during the period of five years immediately preceding the Balance Sheet date.

3. RESERVES AND SURPLUS

	As at 31.03.2015 ₹ in million	As at 31.03.2014 ₹ in million
Capital Reserve		
- Investment Subsidies from Central Government		
Opening and Closing Balance as per last Balance Sheet	1.0	1.0
- Investment Subsidies from State Government		
Opening and Closing Balance as per last Balance Sheet	8.2	8.2
- On restructuring of capital of the Company under the Scheme of Amalgamation		
Opening and Closing Balance as per last Balance Sheet	254.7	254.7
	263.9	263.9
Capital Redemption Reserve		
Opening and Closing Balance as per last Balance Sheet	126.5	126.5
	126.5	126.5
Securities Premium Account		
Opening Balance as per last Balance Sheet	5,633.4	5,378.2
Add : Additions during the year*	410.8	255.2
Balance as at the year end	6,044.2	5,633.4
Employees Stock Options Outstanding (Refer note 39)		
- Employees Stock Options Outstanding		
Opening Balance as per last Balance Sheet	47.7	43.2
Add : Options granted during the year	414.1	22.0
Less : Exercised during the year	-	17.5
Less : Lapsed during the year	8.4	-
Balance as at the year end (A)	453.4	47.7
- Deferred Employees Stock Options Cost		
Opening Balance as per last Balance Sheet	11.3	8.7
Add : Options granted during the year	414.1	22.0
Less : Amortisation during the year	56.7	19.4
Less : Lapsed during the year	8.4	-
Balance as at the year end (B)	360.3	11.3
(A-B)	93.1	36.4
Employee Stock Appreciation Rights Outstanding (Refer note 40)		
Opening Balance as per last Balance Sheet	225.9	34.3
Add : Additions during the year	620.1	191.6
Less : Transferred to General Reserve	379.0	-
Balance as at the year end	467.0	225.9
General Reserve		
Opening Balance as per last Balance Sheet	15,515.4	13,015.4
Add : Transferred from Surplus in the Statement of Profit and Loss	-	2,500.0
Add : Transferred from Employee Stock Appreciation Rights Outstanding	379.0	-
Balance as at the year end	15,894.4	15,515.4
Amalgamation Reserve		
Opening and Closing Balance as per last Balance Sheet	317.9	317.9
	317.9	317.9
Cash Flow Hedge Reserve (Refer note 43)		
Opening Balance as per last Balance Sheet	127.6	(137.9)
Add : Effect of foreign exchange rate variations on hedging instruments outstanding [net of deferred tax of ₹ 34.2 million (previous year ₹ 102.5 million)]	135.2	302.3
Less : Transferred to the Statement of Profit and Loss	42.6	36.8
Balance as at the year end	220.2	127.6
Surplus in the Statement of Profit and Loss		
Opening Balance as per last Balance Sheet	46,646.6	28,539.2
Less : Depreciation on transition to Schedule II of the Companies Act, 2013 on tangible fixed assets with nil remaining useful life (net of deferred tax ₹ 314.6 million) (Refer notes 12 & 51)	610.8	-
Add : Profit for the year	23,973.5	23,242.2
Less : Transferred to General Reserve	-	2,500.0
Less : Interim Dividend paid on Equity Shares [Refer note 2(c)]	-	1,345.0
Less : Proposed Final Dividend on Equity Shares [Refer note 2(c)]	3,371.2	1,345.1
Less : Dividend for previous year on Equity Shares issued after year end pursuant to ESOPs allotment	0.5	1.1
Add : Reversal of Corporate Tax on Final Dividend for previous year (in terms of Section 115-O / 115BBB of the Income-tax Act, 1961)	-	304.2
Less : Corporate Tax on Dividend **	686.4	247.8
Balance as at the year end	65,951.2	46,646.6
Total	89,378.4	68,893.6

* Represents amount received on allotment of 1,112,531 (previous year 846,311) Equity Shares of ₹ 2 each, pursuant to "Lupin Employees Stock Option Plans" [Refer note 39 (a)].

** Represents Corporate Tax on Proposed Final Dividend ₹ 686.3 million (previous year ₹ 228.6 million), on Interim Dividend ₹ nil (previous year ₹ 19.2 million) and on dividend paid for previous year on Equity Shares issued after year end pursuant to ESOPs allotment ₹ 0.1 million (previous year ₹ nil).

4. LONG-TERM BORROWINGS

	As at 31.03.2015 ₹ in million	As at 31.03.2014 ₹ in million
(Refer note 10)		
Term Loans - from other parties		
Unsecured		
Deferred Sales Tax Loan from Government of Maharashtra	36.5	46.2
Term Loans from Council for Scientific and Industrial Research (CSIR)	123.8	154.7
Term Loans from Department of Science and Technology (DST)	31.1	41.5
Total	191.4	242.4

- a) Deferred Sales Tax Loan is interest free and payable in 5 equal annual installments after expiry of initial 10 years moratorium period from each such year of deferral period from 1998-99 to 2009-10.
- b) Term Loans from CSIR carry interest of 3% p.a. and is payable in 5 annual installments of ₹ 30.9 million each alongwith interest.
- c) Term Loans from DST carry interest of 3% p.a. and is payable in 4 annual installments of ₹ 10.4 million each alongwith interest.
- d) The Company has not defaulted on repayment of loans and interest during the year.

5. DEFERRED TAX LIABILITIES (NET)

	As at 31.03.2015 ₹ in million	As at 31.03.2014 ₹ in million
Tax effect of items constituting Deferred Tax Liabilities		
On differences between book and tax depreciation	2,475.2	3,022.2
Cash Flow Hedge Reserve	82.7	48.6
	2,557.9	3,070.8
Less : Tax effect of items constituting Deferred Tax Assets		
Provision for Doubtful Trade Receivables / Advances	75.1	127.2
VRS Compensation	44.0	47.9
Provision for Employee Benefits	372.2	276.2
Others	174.4	140.2
	665.7	591.5
Total	1,892.2	2,479.3

6. OTHER LONG-TERM LIABILITIES

Trade Payables (Refer note 46)	82.2	95.1
Mark to Market Derivative Liabilities	2.8	-
Total	85.0	95.1

7. LONG-TERM PROVISIONS

Provisions for Employee Benefits (Refer note 11)		
Gratuity [Refer note 41 (ii) (A)]	574.0	431.8
Compensated Absences	457.2	328.4
Provident Fund [Refer note 41 (ii) (B)]	-	9.0
Total	1,031.2	769.2

8. SHORT-TERM BORROWINGS

	As at 31.03.2015 ₹ in million	As at 31.03.2014 ₹ in million
Secured		
Loans from Banks	209.5	500.0
	209.5	500.0
Unsecured		
Loans from Banks	-	651.6
	-	651.6
Total	209.5	1,151.6

- a) Secured loans comprise of Cash Credit, Short-Term Loans, Packing Credit, Post Shipment Credit, Bills Discounted and Overseas Import Credit and are secured by hypothecation of inventories and trade receivables, and all other moveable assets, including current assets at godowns, depots, in course of transit or on high seas and a second charge on immovable properties and moveable assets of the Company both present and future.
- b) Unsecured loans comprise of Short-Term Loans, Packing Credit, Post Shipment Credit, Bills Discounted and Overseas Import Credit. It includes foreign currency loans of ₹ nil (previous year ₹ 608.1 million).
- c) Loans in Indian Rupees carry interest rate in the range of 10.50% to 12.25% p.a.
- d) The Company has not defaulted on repayment of loans and interest during the year.

9. TRADE PAYABLES

	As at 31.03.2015 ₹ in million	As at 31.03.2014 ₹ in million
Acceptances	1,363.0	909.2
Other than Acceptances (Refer note 46)	9,057.4	8,929.3
Total	10,420.4	9,838.5

10. OTHER CURRENT LIABILITIES

	As at 31.03.2015 ₹ in million	As at 31.03.2014 ₹ in million
Current Maturities of Long-Term Borrowings (Refer note 4)		
- Deferred Sales Tax Loan from Government of Maharashtra	9.9	9.4
- Term Loans from CSIR	30.9	30.9
- Term Loans from DST	10.4	10.4
Interest Accrued but not due on Borrowings	2.6	12.0
Unpaid Dividend*	26.8	25.7
Mark to Market Derivative Liabilities	-	86.6
Statutory Dues Payables (includes Excise Duty, Provident Fund, Withholding Taxes etc.)	374.5	327.2
Payables on Purchase of Fixed Assets (Refer note 46)	306.0	317.2
Advances from customers	74.9	387.8
Other Payables	178.8	57.9
(Includes trade / security deposits received, etc.)		
Total	1,014.8	1,265.1

* There are no amounts due and outstanding to be credited to Investor Education and Protection Fund.

11. SHORT-TERM PROVISIONS

	As at 31.03.2015 ₹ in million	As at 31.03.2014 ₹ in million
Provisions for Employee Benefits (Refer note 7)		
Gratuity [Refer note 41 (ii) (A)]	207.6	71.5
Compensated Absences	157.2	165.3
Other Provisions		
For Sales Returns (Refer note 47)	111.6	102.5
For Taxation (net of Advance Tax)	421.3	445.0
For Proposed Dividend on Equity Shares	3,371.2	1,345.1
For Corporate Tax on Dividend	686.3	228.6
Total	4,955.2	2,358.0

12. FIXED ASSETS

Particulars	Gross Block				Accumulated Depreciation And Amortisation				Net Block		
	As at 01.04.2014	Effect of Foreign Currency exchange differences	Additions	Deductions	As at 31.03.2015	As at 01.04.2014	For the Year	Deductions	Transition adjustment recorded against Surplus balance in the Statement of Profit and Loss (Refer notes 3 & 51)	As at 31.03.2015	As at 31.03.2015
A. Tangible Assets											
Freehold Land	131.7	-	336.6	-	468.3	-	-	-	-	-	468.3
	133.1	-	-	1.4	131.7	-	-	-	-	-	131.7
Leasehold Land	577.1	-	0.3	-	577.4	63.3	9.8	-	-	73.1	504.3
	572.0	-	5.1	-	577.1	53.5	9.8	-	-	63.3	513.8
Buildings	7,450.9	-	276.4	10.8	7,716.5	1,449.7	286.7	5.6	20.9	1,751.7	5,964.8
	6,682.4	9.2	771.5	12.2	7,450.9	1,223.0	228.8	2.1	-	1,449.7	6,001.2
Plant and Equipment	20,518.3	-	1,840.6	624.1	21,734.8	6,593.8	2,639.3	573.2	805.3	9,465.2	12,269.6
	18,429.2	56.4	2,296.4	263.7	20,518.3	5,581.2	1,188.5	175.9	-	6,593.8	13,924.5
Furniture and Fixtures	691.4	-	128.4	16.2	803.6	232.0	105.6	14.9	15.4	338.1	465.5
	634.7	2.8	95.9	42.0	691.4	204.9	59.1	32.0	-	232.0	459.4
Vehicles	47.6	-	18.4	7.4	58.6	21.7	7.1	7.4	1.8	23.2	35.4
	45.2	-	3.5	1.1	47.6	17.7	4.7	0.7	-	21.7	25.9
Office Equipment	1,067.1	-	210.7	43.7	1,234.1	414.5	280.1	41.3	82.0	735.3	498.8
	1,002.3	3.4	191.4	130.0	1,067.1	412.3	119.4	117.2	-	414.5	652.6
Total - Tangible Assets (A)	30,484.1	-	2,811.4	702.2	32,593.3	8,775.0	3,328.6	642.4	925.4	12,386.6	20,206.7
	27,498.9	71.8	3,363.8	450.4	30,484.1	7,492.6	1,610.3	327.9	-	8,775.0	21,709.1
B. Intangible Assets - Acquired											
Goodwill	218.1	-	-	-	218.1	218.1	-	-	-	218.1	-
	218.1	-	-	-	218.1	174.5	43.6	-	-	218.1	-
Computer Software	174.2	-	31.0	-	205.2	103.4	25.1	-	-	128.5	76.7
	165.4	-	8.8	-	174.2	82.0	21.4	-	-	103.4	70.8
Trademarks and Licences	15.8	-	72.1	-	87.9	1.1	14.2	-	-	15.3	72.6
	3.3	-	12.5	-	15.8	0.1	1.0	-	-	1.1	14.7
Total - Intangible Assets (B)	408.1	-	103.1	-	511.2	322.6	39.3	-	-	361.9	149.3
	386.8	-	21.3	-	408.1	256.6	66.0	-	-	322.6	85.5
Total (A+B)	30,892.2	-	2,914.5	702.2	33,104.5	9,097.6	3,367.9	642.4	925.4	12,748.5	20,356.0
	27,885.7	71.8	3,385.1	450.4	30,892.2	7,749.2	1,676.3	327.9	-	9,097.6	21,794.6
Capital Work-in-Progress (Refer note 32)											4,899.6
											2,670.5
Total											25,255.6
											24,465.1

a) Cost of Buildings includes cost of shares in co-operative societies of ₹ 1,000/- (previous year ₹ 1,000/-).

b) Additions to Fixed Assets include items of fixed assets aggregating ₹ 596.2 million (previous year ₹ 526.9 million) located at Research and Development Centers of the Company.

c) Additions to Plant and Equipment include ₹ nil (previous year ₹ 3.0 million) on account of Capital Investment Subsidy.

d) Previous year figures are given in italics below current year figures in each class of assets.

13. NON-CURRENT INVESTMENTS

			As at 31.03.2015	As at 31.03.2014
			₹ in million	₹ in million
Trade Investments - Unquoted				
a) In Subsidiary Companies				
1) In Equity Instruments:	Number	Face Value		
- Lupin Holdings B.V., Netherlands	105,829	Euro	6,720.3	6,720.3
	(105,829)	1000		
- Lupin Pharmaceuticals, Inc., USA [Refer note 31 (c)]	300,000	USD	13.8	13.8
	(300,000)	1		
- Lupin Australia Pty Ltd., Australia	800,000	AUD	33.3	33.3
	(800,000)	*		
- Lupin Healthcare Ltd., India (Including 6 shares held by nominees)	2,616,677	₹	81.7	81.7
	(2,616,677)	10		
- Lupin (Europe) Ltd., UK	251,000	GBP	20.0	20.0
	(251,000)	1		
- Lupin Middle East FZ-LLC, UAE [Refer note 31 (a)]	2,000	AED	32.3	7.5
	(500)	1000		
- Lupin Atlantis Holdings SA, Switzerland [Refer note 31 (a)]	2,486	CHF	2,993.7	2,993.7
	(2,486)	1000		
2) Capital Contribution:				
- Lupin Atlantis Holdings SA, Switzerland [Refer note 31 (a)]			7,982.8	-
			17,877.9	9,870.3
b) Others				
1) In Equity Instruments:				
- Biotech Consortium India Ltd., India	50,000	₹	0.5	0.5
	(50,000)	10		
- Enviro Infrastructure Co. Ltd., India	100,000	₹	1.0	1.0
	(100,000)	10		
- Bharuch Enviro Infrastructure Ltd., India [31.03.2015 - ₹ 45,850/- (previous year ₹ 45,850/-)]	4,585	₹		
	(4,585)	10		
- Narmada Clean Tech Ltd., India	1,145,190	₹	11.5	11.5
	(1,145,190)	10		
- Tarapur Environment Protection Society, India	72,358	₹	7.2	7.2
	(72,358)	100		
2) In Preference Shares:				
- Enviro Infrastructure Co. Ltd., India	450,000	₹	4.5	-
	(-)	10		
(Figures in brackets are for previous year)			24.7	20.2
c) In Government Securities				
National Saving Certificates				
[31.03.2015 ₹ 6,000/- (previous year ₹ 6,000/-)]				
Deposited with Government Authority				
[31.03.2015 ₹ 6,000/- (previous year ₹ 6,000/-)]				
	Total		17,902.6	9,890.5
* Shares do not have face value				
i) All investments in shares are fully paid up				
ii) All investments are stated at cost				
iii) All the above subsidiaries are directly or indirectly, wholly owned by the Company				
iv) Aggregate amount of unquoted investments			17,902.6	9,890.5

14. LONG-TERM LOANS AND ADVANCES

	As at 31.03.2015	As at 31.03.2014
	₹ in million	₹ in million
Unsecured, considered good unless otherwise stated		
Capital Advances	981.6	1,066.6
Loans and Advances to Related Parties [Refer note 49 (C)]	54.7	54.7
Security Deposits	186.8	188.8
Loans to Employees	7.1	5.3
Advance payment of Income Tax (net of Provision)	283.6	255.2
MAT Credit Entitlement	-	523.4
Balances with Government Authorities (Drawback / Customs and Excise duties receivable)	880.7	845.0
Loans to Employees Benefit Trust (Refer note 40)	-	258.0
Total	2,394.5	3,197.0

15. OTHER NON-CURRENT ASSETS

Unsecured, considered good unless otherwise stated		
Mark to Market Derivative Assets	3.2	-
Total	3.2	-

16. CURRENT INVESTMENTS

		As at 31.03.2015 ₹ in million	As at 31.03.2014 ₹ in million
Non Trade Investments - Unquoted			
- In Mutual Funds	Number of Units		
- Birla Sun Life Cash Plus Daily Dividend Regular Plan	10,769,445	1,079.0	325.0
	(3,243,608)		
- ICICI Prudential Liquid Plan Regular Daily Dividend	-	-	705.6
	(7,051,651)		
- HDFC Liquid Fund - Dividend Daily Reinvest	46,530,363	474.5	715.5
	(70,154,424)		
- HDFC High Interest Fund-Short Term Plan Fortnightly Dividend	196,263,170	2,076.9	-
	(-)		
- ICICI Prudential Blended Plan B Regular Plan Monthly Dividend Option - I	101,597,773	1,037.8	-
	(-)		
- Axis Short Term Fund Monthly Dividend	100,692,087	1,025.7	-
	(-)		
- Birla Sun Life Short Term Fund Monthly Dividend Regular Plan	86,839,119	1,027.0	-
	(-)		
- Birla Sun Life Treasury Optimizer Plan Monthly Dividend Regular Plan	4,919,391	510.9	-
	(-)		
- Reliance Medium Term Fund Monthly Dividend Plan	191,462,695	2,046.1	-
	(-)		
- Reliance Short Term Fund Monthly Dividend Plan	46,961,944	511.4	-
	(-)		
- ICICI Prudential Banking & PSU Debt Fund Regular Plan Weekly Dividend	148,063,792	1,510.0	-
	(-)		
- ICICI Prudential Ultra Short Term Regular Plan Daily Dividend	98,833,834	1,002.9	-
	(-)		
- Axis Banking Debt Fund-Weekly Dividend	2,495,963	2,508.6	-
	(-)		
- SBI Magnum Insta Cash Fund Liquid Floater Regular Plan Daily Dividend	995,692	1,005.6	-
	(-)		
- Axis Liquid Fund-Daily Dividend	50,002	50.0	-
	(-)		
- Kotak Treasury Advantage Fund Daily Dividend Regular Plan	49,914,730	503.1	-
	(-)		
- Kotak Liquid Scheme Plan A Daily Dividend Regular Plan	139,208	170.2	-
	(-)		
(Figures in brackets are for previous year)			
	Total	16,539.7	1,746.1
a) All investments are stated at lower of cost and fair value unless otherwise stated			
b) Aggregate amount of unquoted investments (At cost)		16,542.2	1,746.1
c) Excess of carrying cost over fair value of current investments as adjusted above		2.5	-

17. INVENTORIES

	As at 31.03.2015	As at 31.03.2014
	₹ in million	₹ in million
Raw Materials	5,375.9	4,108.7
Packing Materials	781.1	559.5
Work-in-Process	3,672.1	3,131.0
Finished Goods	4,020.3	3,212.4
Stock-in-Trade	2,237.8	1,879.2
Consumable Stores and Spares	860.4	666.7
Goods-in-Transit		
- Raw Materials	390.3	121.6
- Packing Materials	21.7	13.2
- Stock-in-Trade	9.5	9.1
- Consumable Stores and Spares	26.0	21.0
[Refer notes 1B (i), 48 (C) & (D)]	Total	17,395.1
		13,722.4

18. TRADE RECEIVABLES

Unsecured		
Trade receivables outstanding for a period exceeding six months from the date they were due for payment		
- Considered Good	154.5	350.6
- Considered Doubtful	217.0	367.5
	371.5	718.1
Other Trade Receivables Considered Good	24,997.6	28,248.6
	25,369.1	28,966.7
Less : Provision for Doubtful Trade Receivables	217.0	367.5
	Total	25,152.1
		28,599.2

Trade receivables include debts due from subsidiary companies ₹ 18,440.4 million (previous year ₹ 22,077.2 million) [Refer note 49 (C)]

19. CASH AND CASH EQUIVALENTS

	As at 31.03.2015	As at 31.03.2014
	₹ in million	₹ in million
Cash and Cash Equivalents (as per AS-3 - "Cash Flow Statements")		
Bank Balances		
- In Current Accounts (including money-in-transit)	258.8	698.5
- In EEFC Account	137.7	-
Cheques on hand	132.1	103.6
Cash on hand	6.4	4.9
	535.0	807.0
Other Bank Balances (Refer note below)		
Earmarked Balances with Banks		
- Unpaid dividend accounts	26.8	21.5
- Deposits against borrowings, guarantees and other commitments	31.2	10.4
Bank Deposits maturing more than 3 months but less than 12 months	-	623.9
	58.0	655.8
	Total	593.0
		1,462.8

Other Bank Balances - Earmarked Balances with Banks include deposits ₹ 11.2 million (previous year ₹ 10.4 million) which have an original maturity of more than 12 months.

20. SHORT-TERM LOANS AND ADVANCES

	As at 31.03.2015	As at 31.03.2014
	₹ in million	₹ in million
Unsecured, considered good unless otherwise stated		
Loans and Advances to Related Parties [Refer note 49 (C)]	40.5	23.6
Security Deposits		
- Considered Good	82.3	75.5
- Considered Doubtful	-	6.6
	82.3	82.1
Less : Provision for Doubtful Deposits	-	6.6
	82.3	75.5
Prepaid Expenses	180.5	169.2
Balances with Government Authorities (VAT / Cenvat / Service tax credit receivable)	1,751.4	1,542.9
Advance to Vendors	484.8	500.6
Loans to Employees Benefit Trust (Refer notes 14 & 40)	251.3	218.9
Other Loans and Advances	134.2	63.7
(includes Loans and Advances to employees, etc.)		
Total	2,925.0	2,594.4

21. OTHER CURRENT ASSETS

Mark to Market Derivative Assets	339.3	256.9
Export Benefits receivable	1,253.6	1,699.7
Other Current Assets	323.4	355.5
(includes receivable from Government authorities, Dividend receivable, Interest receivables, etc.)		
Total	1,916.3	2,312.1

22. REVENUE FROM OPERATIONS (GROSS)

	For the Current Year ended 31.03.2015	For the Previous Year ended 31.03.2014
	₹ in million	₹ in million
Sale		
Goods [Refer note 48 (B)]	93,284.4	86,273.8
Research Services (Refer note 50)	3,766.1	2,302.8
	97,050.5	88,576.6
Other Operating Revenue		
Export Benefits and Other Incentives	1,272.7	1,199.1
Insurance Claims	12.7	10.3
Compensation and Settlement Income	-	204.8
Provision for Doubtful Advances Written Back	-	7.3
Miscellaneous Income	123.9	200.5
	1,409.3	1,622.0
Total	98,459.8	90,198.6

23. OTHER INCOME

Interest on Deposits with Banks	29.2	63.5
Other Interest (including interest on income tax refunds)	52.8	18.2
Dividend on Current Investments	649.6	25.0
Dividend on Long-Term Investment from Subsidiary company [Refer note 49 (B)]	37.1	3,020.2
Dividend on Long-Term Investment from Others	0.2	0.2
Net gain on Sale of Current Investments	4.0	5.5
Net gain on Foreign Currency Transactions	893.1	969.7
Provisions no longer required Written Back	21.5	51.5
Provision for Doubtful Trade Receivables / Deposits Written Back (net)	118.8	-
Total	1,806.3	4,153.8

24. COST OF RAW AND PACKING MATERIALS CONSUMED

Raw Materials Consumed [Refer notes 34 (a)(i) & 48 (E)]	19,616.8	18,727.2
Packing Materials Consumed	2,776.4	2,592.8
Total	22,393.2	21,320.0

25. CHANGES IN INVENTORIES OF FINISHED GOODS, WORK-IN-PROCESS AND STOCK-IN-TRADE

Opening Stock:		
Finished Goods	3,212.4	3,229.0
Stock-in-Trade	1,888.3	1,467.8
Work-in-Process	3,131.0	2,772.8
	8,231.7	7,469.6
Less:		
Closing Stock:		
Finished Goods	4,020.3	3,212.4
Stock-in-Trade	2,247.3	1,888.3
Work-in-Process	3,672.1	3,131.0
	9,939.7	8,231.7
Changes In Inventories:		
Finished Goods	(807.9)	16.6
Stock-in-Trade	(359.0)	(420.5)
Work-in-Process	(541.1)	(358.2)
Total	(1,708.0)	(762.1)

26. EMPLOYEE BENEFITS EXPENSE

	For the Current Year ended 31.03.2015	For the Previous Year ended 31.03.2014
	₹ in million	₹ in million
(Refer note 45)		
Salaries and Wages	8,160.7	6,928.9
Contribution to Provident and Other Funds	831.8	618.8
Gratuity Expense [Refer note 41 (ii) (A)]	142.2	71.5
Expense on Employees Stock Options / Stock Appreciation Rights	676.8	211.0
(Refer notes 39 & 40)		
Staff Welfare Expenses	714.0	613.0
Total	10,525.5	8,443.2

27. FINANCE COSTS

Interest on Borrowings	13.3	42.3
Other Borrowing Costs (includes bank charges, etc.)	35.7	153.7
Interest on Income Tax	-	13.9
Total	49.0	209.9

28. OTHER EXPENSES

Processing Charges	877.4	876.7
Stores and Spares Consumed [Refer note 34 (a)(ii)]	3,300.6	2,622.7
Repairs and Maintenance:		
- Buildings	216.8	181.6
- Plant and Machinery	619.1	546.7
- Others	744.8	571.4
Rent	192.5	185.8
Rates and Taxes	717.6	544.5
[Net of provision of earlier year adjusted ₹ 5.0 million (previous year ₹ nil)]		
Insurance	334.2	325.2
Power and Fuel	3,363.9	3,093.6
Contract Labour Charges	763.8	651.2
Excise Duty (net) (Refer note 52)	137.2	163.9
Selling and Promotion Expenses	4,336.4	4,656.8
Commission, Brokerage and Discount	957.1	1,000.5
[Including cash discount of ₹ 8.4 million (previous year ₹ 7.3 million)]		
Freight and Forwarding	631.1	608.1
Lease Rent and Hire Charges (Refer note 37)	398.4	366.8
Postage and Telephone Expenses	198.0	209.9
Travelling and Conveyance	1,269.2	1,160.9
Legal and Professional Charges	2,089.4	3,181.0
[Net of recoveries of ₹ 330.2 million (previous year ₹ 79.3 million)]		
Donations (Refer note 45)	170.5	228.5
Clinical and Analytical Charges	925.9	743.3
Loss on Sale / Write-off of Fixed Assets (net)	38.6	99.6
Bad Trade Receivables / Advances / Deposits written off	22.4	6.2
[Net of provision of earlier years adjusted ₹ 33.4 million (previous year ₹ nil)]		
Provision for Doubtful Trade Receivables / Advances / Deposits	-	269.4
Excess of carrying cost over fair value of current investments	2.5	-
Directors Sitting Fees	1.0	0.9
Miscellaneous Expenses	848.1	682.3
Total	23,156.5	22,977.5

29. Commitments:

- Estimated amount of contracts remaining to be executed on capital account and not provided for, net of advances, ₹ 2399.6 million (previous year ₹ 1867.4 million).
- Letters of comfort for support in respect of certain subsidiaries. The Company considers its investments in subsidiaries as strategic and long-term in nature. The Company is committed to operationally, technically and financially support the operations of its subsidiaries.
- Other commitments – Non-cancellable operating leases (Refer note 37).

30. Contingent Liabilities:

	As at 31.03.2015	As at 31.03.2014
	₹ in million	₹ in million
a) Income tax demands / matters on account of deductions / disallowances for earlier years, pending in appeals [₹ 49.7 million (previous year ₹ 49.7 million) consequent to department preferring appeals against the orders of the Appellate Authorities passed in favour of the Company]. Amount paid there against and included under note 14 "Long-Term Loans and Advances" ₹ 55.4 million (previous year ₹ 26.3 million).	826.4	173.2
b) Excise duty, Service tax and Sales tax demands for input tax credit disallowances and demand for additional Entry Tax arising from dispute on applicable rate are in appeals and pending decisions. Amount paid there against and included under note 20 "Short-Term Loans and Advances" ₹ 28.5 million (previous year ₹ 30.4 million) and under note 14 "Long Term Loans and Advances" ₹ 2.5 million (previous year ₹ nil).	377.0	355.5
c) Claims against the Company not acknowledged as debts [excluding interest (amount unascertained) in respect of a claim] for transfer charges of land, octroi duty, local body tax, employee claims, power, trade marks, pricing, indemnity and stamp duty. Amount paid there against without admitting liability and included under note 20 "Short-Term Loans and Advances" ₹ 12.3 million (previous year ₹ 12.6 million).	753.7	830.8
d) Counter guarantee given to GIDC in connection with repayment of loan sanctioned by a financial institution to a company, jointly promoted by an Association of Industries (of which, the Company is a member) and GIDC.	-	7.5
e) Letter of comfort issued by the Company towards the credit facilities sanctioned by the bankers of subsidiary companies aggregating ₹ 139.5 million (previous year ₹ 133.5 million).	-	26.7
f) Corporate guarantee given in respect of credit facilities sanctioned by bankers of subsidiary companies aggregating ₹ 1849.9 million (previous year ₹ 2264.2 million).	1666.9	2124.1
g) During the year, the Company received a notice from the European Commission for alleged breach of the EU Antitrust Rules, whereby it has sought to levy a fine of Euro 40.0 million (₹ 2687.6 million) on the Company in respect of an agreement entered into by the Company with Laboratories Servior, France, for sale of certain patent applications and IPs for the product Perindopril which the European Commission considered as anti-competitive. The Company, based on facts of the matter and legal advice received does not agree with the said notice / demand and is of the view that it has a strong case to defend itself. Accordingly, the Company has filed an appeal before the European General Court. A bank guarantee of Euro 40.0 million has been furnished to the European Commission.		

Future cash outflows in respect of the above, if any, is determinable only on receipt of judgement / decisions pending with the relevant authorities. The Company does not expect the outcome of the matters stated above to have a material adverse impact on the Company's financial condition, results of operations or cash flows.

The Company does not envisage any likely reimbursements in respect of the above.

The Company is involved in various legal proceedings, including product liability related claims, employment claims and other regulatory matters relating to conduct of its business. The Company carries product liability insurance policy with an amount it believes is sufficient for its needs. In respect of other claims, the Company believes, these claims do not constitute material litigation matters and with its meritorious defenses, the ultimate disposition of these matters will not have material adverse effect on its Financial Statements.

31. a) During the previous year, the Company purchased 100% stake consisting of Equity and Capital contribution of Lupin Atlantis Holdings SA, Switzerland (LAHSA) from its wholly owned subsidiary Lupin Holdings B.V., Netherlands at a total cost of ₹ 2993.7 million pursuant to which LAHSA became direct wholly owned subsidiary of the Company (Refer note 13(a)). During the year, the Company has made additional Capital Contribution of ₹ 7982.8 million in LAHSA.

Further, the Company invested an additional amount of ₹ 24.8 million (previous year ₹ nil) in Lupin Middle East FZ-LLC, UAE, a wholly owned subsidiary.

- b) During the year, the Company, through its wholly owned subsidiary LAHSA acquired / subscribed to the equity stake of the following subsidiaries / jointly controlled entity:

- i) 45% equity stake in YL Biologics Ltd., Japan a jointly controlled entity at a total cost of ₹ 33.0 million. Initial investment was ₹ 80.8 million of which ₹ 47.8 million was refunded subsequently in terms of resolution passed at extraordinary shareholders meeting of YL Biologics Ltd. on November 14, 2014 which has been accounted as reduction in investment by LAHSA.
- ii) 100% equity stake in Laboratorios Grin S.A. de C.V., Mexico at a total cost of ₹ 6149.6 million.
- iii) Additional investment in Nanomi B.V., Netherlands at a total cost of ₹ nil (previous year ₹ 857.0 million for 100% equity stake).
- iv) Additional investment in Lupin Inc., USA at a total cost of ₹ 542.1 million (previous year ₹ 325.0 million for 100% equity stake) including additional paid-in capital – securities premium of ₹ 542.1 million (previous year ₹ 321.9 million).
- v) Additional investment in Lupin GmbH, Switzerland at a total cost of ₹ 93.5 million (previous year ₹ 1.3 million for 100% equity stake) including capital contribution of ₹ 93.5 million (previous year ₹ nil).

- c) During the previous year, Lupin Inc., USA (LINC) wholly owned subsidiary of LAHSA subscribed to equity stake of Company's wholly owned subsidiary Lupin Pharmaceuticals, Inc., USA (LPI) at a total cost of ₹ 71.9 million resulting into LINC holding 80% and the Company holding 20% of LPI's equity stake. During the year, LINC has further subscribed to additional equity stake of LPI at a total cost of ₹ 538.5 million resulting into LINC holding 97% and the Company holding 3% of LPI's equity stake.

- d) During the year, the Company, through its wholly owned subsidiary Lupin Holdings B.V., Netherlands (LHBV), acquired / subscribed to the equity stake of the following subsidiaries:

- i) Additional investment in Lupin Farmaceutica do Brasil LTDA, Brazil (formerly Farma World Importacao e Exportacao de Medicamentos LTDA – EPP) at a total cost of ₹ 51.7 million (previous year ₹ 29.8 million for 100% equity stake).
- ii) Additional investment in Generic Health Pty Ltd., Australia at a total cost of ₹ 144.5 million (previous year ₹ nil) thereby making it 100% (previous year 91.04%) subsidiary of LHBV.
- iii) Additional investment in Generic Health SDN. BHD., Malaysia at a total cost of ₹ 1.4 million (previous year ₹ 2.2 million).
- iv) Acquired balance 40% shareholding of Pharma Dynamics (Proprietary) Ltd., South Africa (PD) consequent to exercise of Put Option by the minority shareholders of PD, for a consideration of ₹ 5977.6 million. Accordingly PD has become wholly owned subsidiary of LHBV. Pending the completion of certain formalities as at the year end, the transfer of share certificates in the name of LHBV for the said balance shareholding is in process.
- v) Additional investment in Lupin Philippines Inc., Philippines at a total cost of ₹ nil (previous year ₹ 10.9 million).
- vi) Additional investment in Hormosan Pharma GmbH, Germany at a total cost of ₹ nil (previous year ₹ 237.6 million).
- vii) Additional investment in Lupin Mexico S.A. de C.V., Mexico at a total cost of ₹ nil (previous year ₹ 32.8 million).
- viii) Additional investment in Lupin Pharma Canada Limited, Canada at a total cost of ₹ nil (previous year ₹ 30.2 million).

- e) During the year, the Company, through Kyowa Pharmaceutical Industry Co., Limited, Japan, wholly owned subsidiary of LHBV subscribed to additional investment in Kyowa CritiCare Co., Limited, Japan (formerly I'rom Pharmaceutical Co., Limited) at a total cost of ₹ 835.8 million (previous year ₹ nil)

The above acquisitions / subscriptions are based on the net asset values, the future projected revenues, operating profits, cash flows and independent valuation reports; as applicable, of the investee companies.

- f) The Company considers its investments in subsidiaries as strategic and long-term in nature and accordingly, in view of the management, any decline in the value of such long-term investments in subsidiaries is considered to be temporary in nature and hence no provision for diminution in value of investments is considered necessary.

32. Pre-operative expenses pending capitalisation included in Capital Work-In-Progress (Refer note 12) represent direct attributable expenditure for setting up of plants prior to the date of commencement of commercial production. The same will be capitalised on completion of projects and commencement of commercial operations. The details of pre-operative expenses are:

Particulars	2014-2015	2013-2014
	₹ in million	₹ in million
Opening balance	182.2	222.6
Incurring during the year:		
Salaries, allowances and contribution to funds	65.7	11.2
Legal and Professional Charges	6.3	0.3
Travelling and Conveyance	13.0	1.6
Others	16.3	4.4
Total	101.3	17.5
Less: Capitalised during the year	42.5	57.9
Closing balance	241.0	182.2

33. Segment Reporting:

The Company has presented data relating to its segments based on its consolidated financial statements, which are presented in the same Annual Report. Accordingly, in terms of paragraph 4 of the Accounting Standard 17 (AS-17) "Segment Reporting", no disclosures related to segments are presented in this standalone financial statements.

34. Additional information pursuant to the provisions of Paragraph 5 (viii) of Part II of Schedule III to the Companies Act, 2013.

a) Value of Imported and Indigenous consumption:

i) Consumption of Raw Materials:

	2014-2015		2013-2014	
	%	₹ in million	%	₹ in million
Imported	40.6	7961.5	38.3	7173.3
Indigenous	59.4	11655.3	61.7	11553.9
Total	100.0	19616.8	100.0	18727.2

ii) Consumption of Stores and Spares:

	2014-2015		2013-2014	
	%	₹ in million	%	₹ in million
Imported	0.1	1.8	0.4	9.9
Indigenous	99.9	3298.8	99.6	2612.8
Total	100.0	3300.6	100.0	2622.7

b) CIF Value of Imports:

	2014-2015	2013-2014
	₹ in million	₹ in million
i) Capital Goods	852.4	992.9
ii) Raw Materials	8654.0	7206.3
iii) Packing Materials	545.2	405.2
iv) Purchases of Stock-in-Trade	349.1	488.4
v) Consumable Stores and Spares	656.6	560.7
Total	11057.3	9653.5

c) Expenditure in Foreign currencies (subject to deduction of tax where applicable) on account of:

	2014-2015	2013-2014
	₹ in million	₹ in million
i) Finance Costs	10.1	27.7
ii) Travelling and Conveyance	46.6	39.6
iii) Commission	196.6	279.1
iv) Selling and Promotion Expenses	2025.7	2554.6
v) Clinical and Analytical Charges	594.6	391.9
vi) Legal and Professional Charges (net of recoveries)	1200.7	2320.7
vii) Employee Benefits Expense	127.3	109.5
viii) Rates and Taxes	468.9	330.6
ix) Others	435.2	343.8
Total	5105.7	6397.5

d) Earnings in Foreign Exchange (subject to deduction of tax where applicable) on account of:

i) FOB value of Exports	58481.5	57177.0
ii) Sale - Research Services	3766.1	2302.8
iii) Reimbursement of freight and insurance on Exports	281.7	292.8
iv) Compensation and Settlement Income	-	200.3
v) Dividend Income	37.1	3020.2
vi) Others	26.9	83.0
Total	62593.3	63076.1

35. Remittance in Foreign currency on account of dividend:

The Company has paid dividend in respect of shares held by Non-Resident Shareholders on repatriation basis. This inter-alia includes portfolio investment and direct investment, where the amount is also credited to Non Resident External Account (NRE A/c). The total amount remittable in this respect is given below:

	2014-2015	2013-2014	
Amount of dividend remitted (₹ in million)	429.3	429.3	568.9
Number of non-resident shareholders	2177	2214	1970
Number of shares held by them on which dividend was due	143109531	143097779	142217266
Year to which the dividend relates	2013-2014	2013-2014	2012-2013

The Company does not have any information as to the extent to which remittances, if any, in foreign currencies on account of dividends have been made by non-resident shareholders.

36. Auditors' Remuneration:

	2014-2015	2013-2014
	₹ in million	₹ in million
Payment to Auditors*:		
a) As Auditors	12.5	11.4
b) For audit of subsidiaries**	4.3	-
c) In respect of Taxation matters***	6.8	5.2
d) For other services – Certification	2.2	1.8
e) Reimbursement of out-of-pocket expenses	0.8	0.5
Total	26.6	18.9

* Excluding service tax.

** Represents fees in respect of audit of subsidiaries for consolidation requirements of the Company in terms of Section 129(3) of the 2013 Act pursuant to enactment of the 2013 Act.

*** Previous year - includes payment for taxation matters to an affiliated firm covered by a networking arrangement which is registered with the Institute of Chartered Accountants of India.

37. The Company procures equipments, vehicles and office premises under operating lease agreements that are renewable on a periodic basis at the option of both lessor and lessee. The initial tenure of the lease is generally between 12 months to 60 months. The lease rentals recognised in the Statement of Profit and Loss (Refer note 28) for the year are ₹ 342.6 million (previous year ₹ 321.1 million). The future minimum lease payments and payment profile of non-cancellable operating leases are as under:

Particulars	2014-2015	2013-2014
	₹ in million	₹ in million
Not later than one year	292.9	263.2
Later than one year but not later than five years	322.9	380.6
Later than five years	23.5	23.9
Total	639.3	667.7

38. Basic and Diluted Earnings per Share is calculated as under:

Particulars	Year Ended 31.03.2015	Year Ended 31.03.2014
Profit attributable to Equity Shareholders (₹ in million)	23973.5	23242.2
Weighted average number of Equity Shares:		
- Basic	448868014	447982156
Add: Effect of dilutive issue of employees stock options (ESOPs) - converted during the year and ESOPs outstanding as at the year end	2846900	2262690
- Diluted	451714914	450244846
Earnings per Share (in ₹)		
- Basic	53.41	51.88
- Diluted	53.07	51.62

39. Employees Stock Option Plans:

- a) The Company implemented "Lupin Employees Stock Option Plan 2003" (ESOP 2003), "Lupin Employees Stock Option Plan 2005" (ESOP 2005), "Lupin Subsidiary Companies Employees Stock Option Plan 2005" (SESOP 2005), "Lupin Employees Stock Option Plan 2011" (ESOP 2011), "Lupin Subsidiary Companies Employees Stock Option Plan 2011" (SESOP 2011) in earlier years; and "Lupin Employees Stock Option Plan 2014" (ESOP 2014) and "Lupin Subsidiary Companies Employees Stock Option Plan 2014" (SESOP 2014) in the current year, as approved by the Shareholders of the Company and the Remuneration / Compensation / Nomination and Remuneration Committee of the Board of Directors. Details of the options granted during the year under the plans are as under:

Lupin Employees Stock Option Plan 2003 (ESOP 2003):

Grant Date	No. of Options	Exercise Price ₹	Vesting Period
August 14, 2014	39250	1164.80	14.08.2014 to 14.08.2015
	39250	1164.80	14.08.2014 to 14.08.2016
	39250	1164.80	14.08.2014 to 14.08.2017
	39250	1164.80	14.08.2014 to 14.08.2018
	157000		
November 20, 2014	4000	724.68	20.11.2014 to 20.11.2015
	4000		

Lupin Employees Stock Option Plan 2005 (ESOP 2005):

Grant Date	No. of Options	Exercise Price ₹	Vesting Period
August 14, 2014	9125	1164.80	14.08.2014 to 14.08.2015
	9125	1164.80	14.08.2014 to 14.08.2016
	9125	1164.80	14.08.2014 to 14.08.2017
	9125	1164.80	14.08.2014 to 14.08.2018
	36500		
November 20, 2014	4000	724.68	20.11.2014 to 20.11.2015
	4000		

Lupin Employees Stock Option Plan 2011 (ESOP 2011):

Grant Date	No. of Options	Exercise Price ₹	Vesting Period
May 26, 2014	125	923.85	26.05.2014 to 26.05.2015
	125	923.85	26.05.2014 to 26.05.2016
	125	923.85	26.05.2014 to 26.05.2017
	125	923.85	26.05.2014 to 26.05.2018
	500		
August 14, 2014	155563	1164.80	14.08.2014 to 14.08.2015
	155563	1164.80	14.08.2014 to 14.08.2016
	155562	1164.80	14.08.2014 to 14.08.2017
	155562	1164.80	14.08.2014 to 14.08.2018
	622250		
October 08, 2014	1125	1368.05	08.10.2014 to 08.10.2015
	1125	1368.05	08.10.2014 to 08.10.2016
	1125	1368.05	08.10.2014 to 08.10.2017
	1125	1368.05	08.10.2014 to 08.10.2018
	4500		
November 20, 2014	42000	724.68	20.11.2014 to 20.11.2015
	42000		

Lupin Subsidiary Companies Employees Stock Option Plan 2011 (SESOP 2011):

Grant Date	No. of Options	Exercise Price ₹	Vesting Period
April 02, 2014	7500	945.10	02.04.2014 to 02.04.2015
	7500	945.10	02.04.2014 to 02.04.2016
	7500	945.10	02.04.2014 to 02.04.2017
	7500	945.10	02.04.2014 to 02.04.2018
	30000		
May 13, 2014	6250	959.05	13.05.2014 to 13.05.2015
	6250	959.05	13.05.2014 to 13.05.2016
	6250	959.05	13.05.2014 to 13.05.2017
	6250	959.05	13.05.2014 to 13.05.2018
	25000		
July 02, 2014	3000	1049.55	02.07.2014 to 02.07.2015
	3000	1049.55	02.07.2014 to 02.07.2016
	3000	1049.55	02.07.2014 to 02.07.2017
	3000	1049.55	02.07.2014 to 02.07.2018
	12000		
August 05, 2014	10050	1177.60	05.08.2014 to 05.08.2015
	10050	1177.60	05.08.2014 to 05.08.2016
	10050	1177.60	05.08.2014 to 05.08.2017
	10050	1177.60	05.08.2014 to 05.08.2018
	40200		
August 14, 2014	63678	1164.80	14.08.2014 to 14.08.2015
	63678	1164.80	14.08.2014 to 14.08.2016
	63677	1164.80	14.08.2014 to 14.08.2017
	63677	1164.80	14.08.2014 to 14.08.2018
	254710		
November 11, 2014	8225	1430.95	11.11.2014 to 11.11.2015
	8225	1430.95	11.11.2014 to 11.11.2016
	8225	1430.95	11.11.2014 to 11.11.2017
	8225	1430.95	11.11.2014 to 11.11.2018
	32900		
November 20, 2014	6675	1449.35	20.11.2014 to 20.11.2015
	6675	1449.35	20.11.2014 to 20.11.2016
	6675	1449.35	20.11.2014 to 20.11.2017
	6675	1449.35	20.11.2014 to 20.11.2018
	26700		
February 11, 2015	6925	1562.95	11.02.2015 to 11.02.2016
	6925	1562.95	11.02.2015 to 11.02.2017
	6925	1562.95	11.02.2015 to 11.02.2018
	6925	1562.95	11.02.2015 to 11.02.2019
	27700		

Lupin Employees Stock Option Plan 2014 (ESOP 2014):

Grant Date	No. of Options	Exercise Price ₹	Vesting Period
November 20, 2014	59900	2.00	20.11.2014 to 20.11.2015
	59900	2.00	20.11.2014 to 20.11.2016
	59899	2.00	20.11.2014 to 20.11.2017
	59899	2.00	20.11.2014 to 20.11.2018
	239598		
January 27, 2015	5106	2.00	27.01.2015 to 27.01.2016
	5106	2.00	27.01.2015 to 27.01.2017
	5106	2.00	27.01.2015 to 27.01.2018
	5106	2.00	27.01.2015 to 27.01.2019
	20424		

The options are granted at an exercise price, which is in accordance with the relevant SEBI guidelines in force, at the time of such grants. Each option entitles the holder to exercise the right to apply for and seek allotment of one equity share of ₹ 2 each. The options have vesting periods as stated above in accordance with the vesting schedule as per the said plans with an exercise period of ten years from the respective grant dates.

The particulars of the options granted and lapsed under the Schemes are as below:

Particulars	Year Ended	Year Ended
	31.03.2015	31.03.2014
	Nos.	Nos.
Lupin Employees Stock Option Plan 2003 (ESOP 2003):		
Options outstanding as at the beginning of the year	539389	763615
Add: Options granted during the year	161000	50000
Less: Options lapsed during the year	14000	-
Less: Options exercised during the year	343389	274226
Options outstanding as at the year end	343000	539389

During the year, the Company terminated the offering of fresh grants under the above plan resulting in termination of 745 options which were not granted upto the date of termination. Options already granted under the said plan would continue to be in force in terms of their grant.

Lupin Employees Stock Option Plan 2005 (ESOP 2005):

Options outstanding as at the beginning of the year	494529	751920
Add: Options granted during the year	40500	-
Less: Options lapsed during the year	6750	4875
Less: Options exercised during the year	82975	252516
Options outstanding as at the year end	445304	494529

During the year, the Company terminated the offering of fresh grants under the above plan resulting in termination of 4200 options which were not granted upto the date of termination. Options already granted under the said plan would continue to be in force in terms of their grant.

Lupin Subsidiary Companies Employees Stock Option Plan 2005 (SESOP 2005):

Options outstanding as at the beginning of the year	364133	430119
Add: Options granted during the year	-	-
Less: Options lapsed during the year	220	-
Less: Options exercised during the year	130377	65986
Options outstanding as at the year end	233536	364133

During the year, the Company terminated the offering of fresh grants under the above plan resulting in termination of 7190 options which were not granted upto the date of termination. Options already granted under the said plan would continue to be in force in terms of their grant.

Lupin Employees Stock Option Plan 2011 (ESOP 2011):

Options outstanding as at the beginning of the year	2737539	2259047
Add: Options granted during the year	669250	946250
Less: Options lapsed during the year	159664	219062
Less: Options exercised during the year	538774	248696
Options outstanding as at the year end	2708351	2737539

Particulars	Year Ended	Year Ended
	31.03.2015	31.03.2014
	Nos.	Nos.
Lupin Subsidiary Companies Employees Stock Option Plan 2011 (SESOP 2011):		
Options outstanding as at the beginning of the year	429033	306780
Add: Options granted during the year	449210	185090
Less: Options lapsed during the year	61283	57950
Less: Options exercised during the year	17016	4887
Options outstanding as at the year end	799944	429033
Lupin Employees Stock Option Plan 2014 (ESOP 2014):		
Options outstanding as at the beginning of the year	-	-
Add: Options granted during the year	260022	-
Less: Options lapsed during the year	5783	-
Less: Options exercised during the year	-	-
Options outstanding as at the year end	254239	-

- b. The Company has followed the intrinsic value based method of accounting for stock options granted after April 1, 2005 based on Guidance Note on Accounting for Employee Share-based Payments, issued by the Institute of Chartered Accountants of India (ICAI). Had the compensation cost for the Company's stock based compensation plans been determined in the manner consistent with the fair value approach as described in the said Guidance Note, the Company's net income would be lower by ₹ 444.7 million (previous year ₹ 291.5 million) and earnings per share as reported would be as indicated below:

Particulars	Year Ended	Year Ended
	31.03.2015	31.03.2014
	₹ in million	₹ in million
Net profit as reported	23973.5	23242.2
Less: Total stock-based employee compensation expense determined under fair value based method	501.4	310.9
Add: Total stock-based employee compensation expense determined under intrinsic value based method	56.7	19.4
Adjusted net profit	23528.8	22950.7
Basic earnings per share		
- As reported (in ₹)*	53.41	51.88
- Adjusted (in ₹)	52.42	51.23
Diluted earnings per share		
- As reported (in ₹)*	53.07	51.62
- Adjusted (in ₹)	52.09	50.97

* Refer note 38

The fair value of each option granted during the year is estimated on the date of grant based on the following assumptions:

Particulars	Grant Date	Dividend Yield (%)	Expected life (years)	Risk Free interest rate (%)	Volatility (%)
ESOP 2003 Plan	August 14, 2014	0.70	6.25	8.72	30.32
	November 20, 2014	0.70	5.50	8.23	26.93
ESOP 2005 Plan	August 14, 2014	0.70	6.25	8.72	30.32
	November 20, 2014	0.70	5.50	8.23	26.93
ESOP 2011 Plan	May 26, 2014	0.70	6.25	8.65	30.96
	August 14, 2014	0.70	6.25	8.72	30.32
	October 08, 2014	0.70	6.25	8.55	29.95
	November 20, 2014	0.70	5.50	8.23	26.93
SESOP 2011 Plan	April 02, 2014	0.70	6.25	9.07	31.71
	May 13, 2014	0.70	6.25	8.84	31.05
	July 02, 2014	0.70	6.25	8.66	30.59
	August 05, 2014	0.70	6.25	8.69	30.37
	August 14, 2014	0.70	6.25	8.72	30.32
	November 11, 2014	0.70	6.25	8.25	29.52
	November 20, 2014	0.70	6.25	8.23	29.31
ESOP 2014 Plan	February 11, 2015	0.70	6.25	7.75	28.56
	January 27, 2015	0.70	6.25	7.75	28.61

40. Stock Appreciation Rights:

During the years 2011-12 and 2012-13, the Company granted Stock Appreciation Rights ("SARs") to certain eligible employees in accordance with Lupin Employees Stock Appreciation Rights Scheme 2011 ("LESARs 2011") approved by the Board of Directors (Board) at their Board Meeting held on September 13, 2011. Under the scheme, eligible employees are entitled to receive appreciation in value of shares on completion of the vesting period.

The Scheme is administered through the Lupin Employees Benefit Trust (the "Trust") as settled by the Company. The Trust is administered by an independent Trustee. At the end of the vesting period of 3 years, the equity shares will be sold in the market by the Trust and the appreciation on the same (if any) will be distributed to the said employees, subject to vesting conditions.

The Company has been submitting required details with stock exchanges in terms of the circulars issued by SEBI in this regard. During the year, SEBI vide its circular no. CIR/CFD/POLICYCELL/3/2014 dated June 27, 2014 has extended the timelines for alignment of the Scheme till the new regulations are notified, continuing the prohibition on acquiring securities from the secondary market.

The new regulation viz: Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 ('the Regulation') was notified on October 28, 2014, pursuant to which the existing schemes are to be aligned within one year of the effective date of the Regulation. During the year, the Trust has distributed the benefits of SARs to the eligible employees in terms of LESARs 2011 and has not acquired any shares from the secondary market.

As approved by the Board, the Company had, prior to the SEBI circular no. CIR/CFD/DIL/3/2013 dated January 17, 2013 advanced an interest free loan to the Trust during the years 2011-12 and 2012-13 to acquire appropriate number of Equity Shares of the Company from the market on the grant date of SARs and the loan outstanding as at the balance sheet date aggregating to ₹ nil (previous year ₹ 258.0 million) is included under "Long-Term Loans and Advances" (Refer note 14) and ₹ 251.3 million (previous year ₹ 218.9 million) is included under "Short-Term Loans and Advances" (Refer note 20).

The particulars of the SARs assigned, lapsed and redeemed under the Scheme are as below:

Particulars	Year Ended 31.03.2015	Year Ended 31.03.2014
Lupin Employees Stock Appreciation Rights Scheme 2011:		
SARs outstanding as at the beginning of the year	843396	860098
Less: SARs lapsed during the year	13873	16702
Less: SARs redeemed during the year	420931	-
SARs outstanding as at the year end	408592	843396

The related compensation cost for outstanding SARs and in case of redeemed SARs upto the date of redemption amounting to ₹ 620.1 million (previous year ₹ 191.6 million) has been recognized as Employee Benefits Expense and the corresponding credit is included under "Reserves and Surplus" as Employee Stock Appreciation Rights Outstanding. In respect of SARs redeemed during the year, the corresponding amount of ₹ 379.0 million (previous year ₹ nil) has been transferred from Employee Stock Appreciation Rights Outstanding to General Reserve. Had the compensation cost for the Company's stock based compensation plans been determined in the manner consistent with the fair value approach as described in the Guidance Note on Accounting for Employee Share-based Payments issued by ICAI, the Company's net income would be higher by ₹ 587.3 million (previous year by ₹ 110.3 million) and earnings per share as reported would be as indicated below:

Particulars	Year Ended 31.03.2015	Year Ended 31.03.2014
	₹ in million	₹ in million
Net profit as reported	23973.5	23242.2
Less: Total stock-based employee compensation expense determined under fair value based method	32.8	81.3
Add: Total stock-based employee compensation expense determined under intrinsic value based method	620.1	191.6
Adjusted net profit	24560.8	23352.5
Basic earnings per share		
- As reported (in ₹)*	53.41	51.88
- Adjusted (in ₹)	54.72	52.13
Diluted earnings per share		
- As reported (in ₹)*	53.07	51.62
- Adjusted (in ₹)	54.37	51.87

* Refer note 38

41. Post Employment Benefits:

(i) Defined Contribution Plans:

The Company makes contributions towards provident fund and superannuation fund to a defined contribution retirement benefit plan for qualifying employees. The superannuation fund is administered by the Life Insurance Corporation of India (LIC). Under the plan, the Company is required to contribute a specified percentage of payroll cost to the retirement benefit plan to fund the benefits.

The Company recognised ₹ 165.5 million (previous year ₹ 161.6 million) for superannuation contribution and ₹ 147.5 million (previous year ₹ 92.5 million) for provident fund and pension contributions in the Statement of Profit and Loss.

(ii) Defined Benefit Plan:

A) The Company makes annual contributions to the Group Gratuity cum Life Assurance Schemes administered by the LIC of India, a funded defined benefit plan for qualifying employees. The scheme provides for payment as under:

a) On normal retirement / early retirement / withdrawal / resignation:

As per the provisions of the Payment of Gratuity Act, 1972 with vesting period of 5 years of service.

b) On death in service:

As per the provisions of the Payment of Gratuity Act, 1972 without any vesting period.

In addition to the above mentioned scheme, the Company also pays additional gratuity as an ex-gratia and the said amount is provided as non-funded liability based on actuarial valuation.

The most recent actuarial valuation of plan assets and the present value of the defined benefit obligation for gratuity were carried out as at March 31, 2015. The present value of the defined benefit obligations and the related current service cost and past service cost, were measured using the Projected Unit Credit Method.

Based on the actuarial valuation obtained in this respect, the following table sets out the status of the gratuity plan and the amounts recognised in the Company's financial statements as at the balance sheet date.

Sr. No.	Particulars	Gratuity (Funded)		Gratuity (Unfunded)	
		As on	As on	As on	As on
		31.03.2015	31.03.2014	31.03.2015	31.03.2014
		₹ in million	₹ in million	₹ in million	₹ in million
I)	Reconciliation in present value of obligations ('PVO') – defined benefit obligation:				
	Current service cost	136.2	102.6	92.3	70.8
	Past service cost	-	-	-	-
	Interest cost	57.5	45.4	39.7	29.0
	Actuarial loss / (gain)	75.1	(27.0)	10.2	(28.3)
	Benefits paid	(52.8)	(63.5)	-	-
	PVO at the beginning of the year	652.4	594.9	431.8	360.3
	PVO at the end of the year	868.4	652.4	574.0	431.8
II)	Change in fair value of plan assets:				
	Expected return on plan assets	54.2	45.3	-	-
	Actuarial gain / (loss)	2.0	4.2	-	-
	Contributions by the employer	76.5	125.5	-	-
	Benefits paid	(52.8)	(63.5)	-	-
	Fair value of plan assets at the beginning of the year	580.9	469.4	-	-
	Fair value of plan assets at the end of the year	660.8	580.9	-	-
III)	Reconciliation of PVO and fair value of plan assets:				
	PVO at end of the year	868.4	652.4	574.0	431.8
	Fair Value of plan assets at the end of the year	660.8	580.9	-	-
	Funded status	(207.6)	(71.5)	(574.0)	(431.8)
	Unrecognised actuarial gain / (loss)	-	-	-	-
	Net liability recognised in the balance sheet	(207.6)	(71.5)	(574.0)	(431.8)
IV)	Net cost for the year:				
	Current service cost	136.2	102.6	92.3	70.8
	Past service cost	-	-	-	-

Sr. No.	Particulars	Gratuity (Funded)		Gratuity (Unfunded)	
		As on 31.03.2015	As on 31.03.2014	As on 31.03.2015	As on 31.03.2014
		₹ in million	₹ in million	₹ in million	₹ in million
	Interest cost	57.5	45.4	39.7	29.0
	Expected return on plan assets	(54.2)	(45.3)	-	-
	Actuarial losses / (gain)	73.1	(31.2)	10.2	(28.3)
	Total expense recognised in the Statement of Profit and Loss (Refer note 26)	212.6	71.5	142.2	71.5
V)	Category of assets as at the end of the year:				
	Insurer Managed Funds (100%) (Fund is Managed by LIC as per IRDA guidelines, category-wise composition of the plan assets is not available)	660.8	580.9	NA	NA
VI)	Actual return on the plan assets:	56.2	49.5	NA	NA
VII)	Assumptions used in accounting for the gratuity plan:				
	Discount rate (%)	7.8	9.2	7.8	9.2
	Salary escalation rate (%)	6.0	6.0	6.0	6.0
	Expected rate of return on plan assets (%)	9.1 & 9.2	9.1	NA	NA
VIII)	Estimate of amount of contribution in immediate next year	207.6	71.5	NA	NA

The estimates of salary escalation, considered in actuarial valuation, take account of inflation, seniority, promotion and other relevant factors, such as supply and demand in the employment market.

Gratuity (Funded)	Year Ended				
	31.03.2015	31.03.2014	31.03.2013	31.03.2012	31.03.2011
Experience adjustment					
- On plan liabilities	(15.3)	32.6	6.1	90.5	#
- On plan assets	2.0	4.2	0.1	2.3	#
Present value of benefit obligation	868.4	652.4	594.9	462.7	384.6
Fair value of plan assets	660.8	580.9	469.4	417.7	365.4
Excess of (obligation over plan assets) / plan assets over obligation	(207.6)	(71.5)	(125.5)	(45.0)	(19.2)

Experience adjustment information in respect of previous one year is not available, hence not disclosed.

- B) The provident fund plan of the Company, except at two plants, is operated by "Lupin Limited Employees Provident Fund Trust" (the "Trust"). Eligible employees receive benefits from the said Provident Fund. Both the employees and the Company make monthly contributions to the Provident Fund Plans equal to a specified percentage of the covered employee's salary. The minimum interest rate payable by the Trust to the beneficiaries every year is being notified by the Government of India. The Company has an obligation to make good the shortfall, if any, between the return from the investments of the Trust and the notified interest rate.

The ASB Guidance on Implementing AS-15, Employee Benefits (revised 2005) issued by Accounting Standards Board (ASB) states that benefit plans involving employer established provident funds, which require interest shortfalls to be recompensed are to be considered as defined benefit plans. As per the Guidance Note from the Actuarial Society of India, the Company has obtained the actuarial valuation of interest rate obligation in respect of Provident Fund as at March 31, 2015 and shortfall aggregating ₹ nil (previous year ₹ 9.0 million) has been provided for. The Company has an obligation to service the shortfall on account of interest generated by the fund and on maturity of fund investments and hence the same has been classified as Defined Benefit Plan.

The Company recognised ₹ 266.4 million (previous year ₹ 257.0 million) for provident fund contributions in the Statement of Profit and Loss.

Based on the actuarial valuation obtained in this respect, the following table sets out the status of the provident fund plan and the amounts recognised in the Company's financial statements as at the balance sheet date:

Sr. No.	Particulars	Provident Fund (Funded)	
		As on 31.03.2015 ₹ in million	As on 31.03.2014 ₹ in million
I)	Reconciliation in present value of obligations ('PVO') – defined benefit obligation:		
	Current service cost	1068.4	885.6
	Past service cost	-	-
	Interest cost	0.8	1.6
	Actuarial loss / (gain)	(9.8)	(12.5)
	Benefits paid	(286.2)	(224.9)
	PVO at the beginning of the year	3388.9	2739.1
	PVO at the end of the year	4162.1	3388.9
II)	Change in fair value of plan assets:		
	Expected return on plan assets	329.7	243.2
	Adjustment to opening balance	(3.5)	-
	Actuarial gain / (loss)	-	-
	Contributions by the employer	742.2	642.4
	Benefits paid	(286.2)	(224.9)
	Fair value of plan assets at the beginning of the year	3379.9	2719.2
	Fair value of plan assets at the end of the year	4162.1	3379.9
III)	Reconciliation of PVO and fair value of plan assets:		
	PVO at end of the year	4162.1	3388.9
	Fair Value of plan assets at the end of the year	4162.1	3379.9
	Funded status	-	(9.0)
	Unrecognised actuarial gain / (loss)	-	-
	Net liability recognised in the balance sheet (Refer note 7)	-	(9.0)
IV)	Net cost for the year:		
	Current service cost	1068.4	885.6
	Past service cost	-	-
	Interest cost	0.8	1.6
	Expected return on plan assets	(329.7)	(243.2)
	Actuarial losses / (gain)	(6.3)	(12.5)
	Interest expense pertaining to the Trust	(742.2)	(642.4)
	Net expense recognised in the Statement of Profit and Loss (Refer note 26)	(9.0)	(10.9)
V)	Category of assets as at the end of the year:		
	Investment in PSU bonds	21%	22%
	Investment in Government Securities	45%	44%
	Bank Special Deposit	6%	6%
	Investment in other securities	26%	26%
	Bank Savings Deposit	2%	2%
VI)	Actual return on the plan assets:	329.7	243.2
VII)	Assumptions used in accounting for the provident fund plan:		
	Discount rate (%)	7.8	9.2
	Salary escalation rate (%)	6.0	6.0
	Expected rate of return on plan assets (%)	8.8	8.8

42. (i) The Company has entered into foreign currency forward and futures contracts which are not intended for trading or speculative purposes but for hedge purposes to establish the amount of reporting currency required or available at the settlement date of certain payables. The following are the outstanding foreign currency forward contracts entered into by the Company:

Currency	Amount		Buy or Sell	Cross Currency
	As on 31.03.2015	As on 31.03.2014		
USD	-	10149602	Buy	INR

- (ii) The year-end foreign currency exposures that have not been hedged by a derivative instrument or otherwise are given below:

- a. Amount receivable in foreign currency on account of the following:

Particulars	Foreign Currency	As on 31.03.2015		As on 31.03.2014	
		₹ in million	Amount in Foreign Currency	₹ in million	Amount in Foreign Currency
Export of goods					
	AUD	56.3	1183378	125.3	2259636
	ACUD	16.7	267382	9.1	152575
	EURO	431.2	6416978	660.6	8025239
	GBP	236.1	2552836	420.1	4216617
	JPY	13.8	26408907	20.7	35384214
	RUB	₹ 2126	1961	-	-
	USD	21456.0	343295972	24545.7	409675022
	CAD	2.4	49500	-	-
Other receivables					
	AUD	5.4	113274	-	-
	CAD	0.6	12121	-	-
	EURO	17.0	253026	7.1	86818
	GBP	48.4	523094	-	-
	JPY	-	-	7.9	13495560
	UZS	0.1	2251420	0.1	2973852
	USD	250.4	4006643	759.8	12680846
	RUB	0.7	611994	0.1	47325
	KZT	1.0	2826041	1.9	5710111
	RMB	5.5	542456	3.4	348403
	UAH	3.4	1248759	0.1	25879

- b. Amount payable in foreign currency on account of the following:

Particulars	Foreign Currency	As on 31.03.2015		As on 31.03.2014	
		₹ in million	Amount in Foreign Currency	₹ in million	Amount in Foreign Currency
Import of goods and services					
	USD	2749.6	43992914	1515.5	25294703
	GBP	79.0	854469	47.4	475248
	EURO	131.6	1958653	95.0	1154647
	AUD	6.7	141185	2.7	47940
	JPY	12.4	23736269	7.7	13227862
	CAD	₹ 10586	216	35.8	658358
	CHF	1.4	21414	1.2	17808
	SEK	-	-	0.2	22593
Other payables					
	USD	260.3	4165159	282.4	4713239
	RUB	1.0	903873	0.5	297112
	KZT	0.2	451218	0.4	1120778
	PHP	27.1	19403305	-	-
	ACUD	0.8	12354	0.9	15187
	UAH	2.8	1040844	2.7	489197

Particulars	Foreign Currency	As on 31.03.2015		As on 31.03.2014	
		₹ in million	Amount in Foreign Currency	₹ in million	Amount in Foreign Currency
	EURO	65.0	967963	45.0	546687
	GBP	5.7	61500	-	-
	AUD	-	-	1.0	17525
	AED	-	-	0.3	18594
	JPY	₹ 24484	46972	0.3	500000
	BRL	-	-	0.5	18684
	RMB	-	-	₹ 10224	1060
	UZS	-	-	0.1	4809250

43. Details of Derivative Contracts:

The Company enters into derivative contracts in order to hedge and manage its foreign currency exposures towards future export earnings. Such derivative contracts are entered into by the Company for hedging purposes only, and are accordingly classified as cash flow hedges.

The category wise break-up of outstanding derivative contracts entered into by the Company is as under:

Particulars	Currency	(Amount in million)		
		As at 31.03.2015	As at 31.03.2014	Cross Currency
Forward Exchange Contracts	USD	333.0	129.0	INR
Option Contracts	USD	-	0.8	INR

The changes in the fair value of the derivative contracts during the year ended March 31, 2015 aggregating ₹ 92.6 million (previous year ₹ 265.5 million) designated and effective as hedges have been credited to the Cash Flow Hedge Reserve and ₹ 42.6 million (previous year ₹ 36.8 million) is credited to the Statement of Profit and Loss, being the ineffective portion thereof.

44. The aggregate amount of revenue expenditure incurred during the year on Research and Development and shown in the respective heads of account is ₹ 8455.9 million (previous year ₹ 8112.0 million).

45. The aggregate amount of expenditure incurred during the year on Corporate Social Responsibility and shown in the respective heads of account is ₹ 125.8 million.

Particulars	2014-2015
	₹ in million
Donations (Refer note 28)	119.8
Employee Benefits Expense (Refer note 26)	6.0
Total	125.8

46. The information regarding Micro Enterprises and Small Enterprises has been determined to the extent such parties have been identified on the basis of information available with the Company. This has been relied upon by the auditors.

Particulars	As at	As at
	31.03.2015	31.03.2014
	₹ in million	₹ in million
i. Principal amount remaining unpaid to any supplier as at the end of the accounting year	387.3	285.2
ii. Interest due thereon remaining unpaid to any supplier as at the end of the accounting year	-	-
iii. The amount of interest paid along with the amounts of the payment made to the supplier beyond the appointed day	-	-
iv. The amount of interest due and payable for the year	-	-
v. The amount of interest accrued and remaining unpaid at the end of the accounting year	-	-
vi. The amount of further interest due and payable even in the succeeding year, until such date when the interest dues as above are actually paid	-	-

47. As per best estimate of the management, provision has been made towards probable non-saleable return of goods from customers, as per Accounting Standard 29 (AS-29).

Particulars	2014-2015	2013-2014
	₹ in million	₹ in million
Carrying amount at the beginning of the year	102.5	78.0
Add : Additional Provisions made during the year	741.5	697.5
Less : Amounts used / utilised during the year	732.4	673.0
Carrying amount at the end of the year	111.6	102.5

48. Details of purchases, sale of goods and inventories:

A) Details of purchases of stock-in-trade:

Classification	Year ended	
	31.03.2015	31.03.2014
	₹ in million	₹ in million
a) Formulations:		
Tablets	3687.1	3206.0
Liquids	852.8	842.1
Capsules	907.9	851.2
Injections:		
- Liquids	109.0	114.3
- Vials	3378.0	2877.6
Creams and Powder	194.5	184.1
Inhalers	2.9	2.7
b) Others	292.8	213.9
Total	9425.0	8291.9

Purchases of formulations include samples.

B) Details of sale of goods:

Classification	Year ended	
	31.03.2015	31.03.2014
	₹ in million	₹ in million
a) Formulations:		
Tablets	48191.6	44999.9
Liquids	7477.7	8424.3
Capsules	17586.4	14674.6
Injections:		
- Liquids	321.3	327.5
- Vials	5299.3	4891.7
Creams and Powder	674.7	583.9
Inhalers	624.7	509.6
b) Bulk Drugs, Intermediates and Chemicals	11566.9	11604.0
c) Others	1541.8	258.3
Total	93284.4	86273.8

Above excludes items distributed under free schemes and samples and the value is net of trade discounts.

C) Details of inventories (finished goods including stock-in-trade):

Classification	As at	
	31.03.2015	31.03.2014
	₹ in million	₹ in million
a) Formulations:		
Tablets	2419.3	1900.1
Liquids	287.7	390.1
Capsules	603.6	481.1
Injections:		
- Liquids	53.6	41.1
- Vials	875.0	796.5
Creams and Powder	97.3	94.7
Inhalers	70.4	70.8
b) Bulk Drugs, Intermediates and Chemicals	1761.6	1294.0
c) Others	99.1	32.3
Total	6267.6	5100.7

D) Details of work-in-process:

a) Formulations	655.3	624.3
b) Bulk Drugs, Intermediates and Chemicals	3016.8	2506.7
Total	3672.1	3131.0

E) Consumption of raw materials:

Item	Year ended	
	31.03.2015	31.03.2014
	₹ in million	₹ in million
a) DL2 (RECEMIC)	1110.3	954.2
b) PEN G	2576.9	2377.5
c) Others*	15929.6	15395.5
Total	19616.8	18727.2

* containing various raw materials, none of which represents more than 5% of total consumption of raw materials.

49. Related Party Disclosures, as required by Accounting Standard 18 (AS-18) are given below :

A. Relationships -

Category I : Subsidiaries:

Lupin Pharmaceuticals, Inc., USA
 Kyowa Pharmaceutical Industry Co., Limited, Japan
 Lupin Australia Pty Limited, Australia
 Lupin Holdings B.V., Netherlands
 Pharma Dynamics (Proprietary) Limited, South Africa
 Hormosan Pharma GmbH, Germany
 Multicare Pharmaceuticals Philippines Inc., Philippines
 Lupin Atlantis Holdings SA, Switzerland
 Lupin (Europe) Limited, UK
 Lupin Pharma Canada Limited, Canada
 Lupin Mexico S.A. de C.V., Mexico
 Generic Health Pty Limited, Australia
 Bellwether Pharma Pty Limited, Australia
 Max Pharma Pty Limited, Australia (upto 17 December 2014)
 Lupin Philippines Inc., Philippines
 Lupin Healthcare Limited, India
 Generic Health SDN. BHD., Malaysia
 Kyowa CritiCare Co., Limited, Japan (formerly I'rom Pharmaceutical Co., Limited)
 Lupin Middle East FZ-LLC, UAE
 Lupin GmbH, Switzerland (from 15 August 2013)
 Lupin Inc., USA (from 27 June 2013)
 Lupin Farmaceutica do Brasil LTDA, Brazil (formerly Farma World Importacao e Exportacao De Medicamentos LTDA - EPP, Brazil (from 17 December 2013))
 Nanomi B.V., Netherlands (from 30 January 2014)
 Laboratorios Grin S.A. de C.V., Mexico (from 30 September 2014)

Category II: Jointly Controlled Entity:

YL Biologics Ltd., Japan (from 23 April 2014)

Category III: Key Management Personnel (KMP)

Dr. D. B. Gupta	Chairman
Dr. Kamal K. Sharma	Vice Chairman
Ms. Vinita Gupta	Chief Executive Officer
Mr. Nilesh Gupta	Managing Director
Mrs. M. D. Gupta	Executive Director

Category IV: Others (Relatives of KMP and Entities in which the KMP and Relatives of KMP have control or significant influence)

Dr. Anuja Gupta (Daughter of Chairman)
Mrs. Kavita Sabharwal (Daughter of Chairman)
Dr. Richa Gupta (Daughter of Chairman)
Mrs. Pushpa Khandelwal (Sister of Chairman)
Mrs. Shefali Nath (Wife of Managing Director)
Ms. Veda Nilesh Gupta (Daughter of Managing Director)
Bharat Steel Fabrication and Engineering Works
D. B. Gupta (HUF)
Lupin Human Welfare and Research Foundation
Lupin International Pvt. Limited
Lupin Investments Pvt. Limited
Lupin Holdings Pvt. Limited
Matashree Gomati Devi Jana Seva Nidhi
Novamed Investments Pvt. Limited
Polynova Industries Limited
Rahas Investments Pvt. Limited
Synchem Investments Pvt. Limited
Visiomed Investments Pvt. Limited
Zyma Laboratories Limited
Concept Pharmaceuticals Limited
Shuban Prints

B. Transactions with the related parties:

					(₹ in million)	
Sr. No.	Transactions	Subsidiaries / Jointly Controlled Entity	Key Management Personnel	Others	Total	
1.	Sale of Goods	46154.9	-	-	46154.9	
		(45966.2)	(-)	(-)	(45966.2)	
2.	Sale - Research Services-IP	1003.2	-	-	1003.2	
		(638.5)	(-)	(-)	(638.5)	
3.	Sale - Research Services-Others					
		a) Contract R & D Services	664.1	-	-	664.1
			(226.0)	(-)	(-)	(226.0)
		b) Technology License Fees	46.8	-	-	46.8
		(-)	(-)	(-)	(-)	
4.	Income from Royalty	9.4	-	-	9.4	
		(64.2)	(-)	(-)	(64.2)	
5.	Guarantee Commission Income	3.1	-	-	3.1	
		(5.0)	(-)	(-)	(5.0)	
6.	Rent Expenses	-	-	84.8	84.8	
		(-)	(-)	(90.9)	(90.9)	
7.	Expenses Recovered / Rent Received	54.6	-	2.7	57.3	
		(35.1)	(-)	(3.0)	(38.1)	

(₹ in million)

Sr. No.	Transactions	Subsidiaries / Jointly Controlled Entity	Key Management Personnel	Others	Total
8.	Remuneration Paid	-	629.2	-	629.2
		(-)	(572.1)	(-)	(572.1)
9.	Purchases of Goods / Materials	-	-	119.6	119.6
		(5.5)	(-)	(128.1)	(133.6)
10.	Investments during the year	8007.6	-	-	8007.6
		(3010.1)	(-)	(-)	(3010.1)
11.	Advance against Investment	-	-	-	-
		(14.6)	(-)	(-)	(14.6)
12.	Refund of Advance against Investment	14.6	-	-	14.6
		(-)	(-)	(-)	(-)
13.	Donations Paid	-	-	143.8	143.8
		(-)	(-)	(135.9)	(135.9)
14.	Dividend Paid	-	19.6	611.1	630.7
		(-)	(46.4)	(1424.8)	(1471.2)
15.	Business Compensation Expenses	12.1	-	-	12.1
		(-)	(-)	(-)	(-)
16.	Services Received	1871.5	-	-	1871.5
		(2068.3)	(-)	(-)	(2068.3)
17.	Expenses Reimbursed	518.1	-	-	518.1
		(576.3)	(-)	-	(576.3)
18.	Dividend Income	37.1	-	-	37.1
		(3020.2)	(-)	(-)	(3020.2)
19.	Deposits paid for Leave and Licence arrangement for premises	-	-	-	-
		(-)	(-)	(0.4)	(0.4)
20.	Refund of Deposits paid for Leave and Licence arrangement for premises	-	-	-	-
		(-)	(-)	(7.9)	(7.9)
21.	Deposits received for Leave and Licence arrangement for premises	-	-	-	-
		(-)	(-)	(0.1)	(0.1)
22.	Corporate guarantee issued by the Company to the bankers of wholly owned subsidiary companies	379.9	-	-	379.9
		(-)	(-)	(-)	(-)
23.	Corporate guarantee withdrawn by the Company to the bankers of wholly owned subsidiary companies	513.0	-	-	513.0
		(576.2)	(-)	(-)	(576.2)

Out of the above items, transactions in excess of 10% of the total related party transactions are as under :

(₹ in million)

Sr. No.	Transactions	Related party relation	For the year ended 31.03.2015	For the year ended 31.03.2014	
1.	Sale of Goods				
		Lupin Pharmaceuticals, Inc.	Subsidiary Company	44008.6	44056.6
2.	Sale - Research Services-IP				
		Lupin Atlantis Holdings SA	Subsidiary Company	1,003.2	638.5
3.	Sale - Research Services-Others				
		a) Contract R & D Services			
		Lupin Atlantis Holdings SA	Subsidiary Company	664.1	226.0
		b) Technology License Fees			
	Laboratorios Grin S.A. de C.V.	Subsidiary Company	46.8	-	

(₹ in million)

Sr. No.	Transactions	Related party relation	For the year ended 31.03.2015	For the year ended 31.03.2014
4.	Income from Royalty			
	Generic Health Pty Limited	Subsidiary Company	9.4	64.2
5.	Guarantee Commission Income			
	Kyowa Pharmaceutical Industry Co., Limited	Subsidiary Company	3.1	5.0
6.	Rent Expenses			
	Lupin Investments Pvt. Limited	Others	65.9	72.2
	Bharat Steel Fabrication and Engineering Works	Others	10.4	10.3
7.	Expenses Recovered / Rent Received			
	Lupin Pharmaceuticals, Inc.	Subsidiary Company	19.8	10.3
	Lupin (Europe) Limited	Subsidiary Company	7.8	3.0
	Lupin GmbH	Subsidiary Company	6.5	-
	Pharma Dynamics (Proprietary) Limited	Subsidiary Company	-	6.2
	Kyowa Pharmaceutical Industry Co., Limited	Subsidiary Company	12.0	11.3
8.	Remuneration Paid			
	Dr. D. B. Gupta	Key Management Personnel	375.8	371.5
	Dr. Kamal K. Sharma	Key Management Personnel	166.1	134.7
	Mr. Nilesh Gupta	Key Management Personnel	82.3	60.7
9.	Purchases of Goods / Materials			
	Concept Pharmaceuticals Limited	Others	93.9	107.2
	Shuban Prints	Others	25.7	20.9
10.	Investments during the year			
	Lupin Atlantis Holdings SA	Subsidiary Company	7982.8	2993.7
11.	Advance against Investment			
	Lupin Middle East FZ-LLC	Subsidiary Company	-	14.6
12.	Refund of Advance against Investment			
	Lupin Middle East FZ-LLC	Subsidiary Company	14.6	-
13.	Donations Paid			
	Lupin Human Welfare and Research Foundation	Others	133.8	129.2
14.	Dividend Paid			
	Lupin Holdings Pvt. Limited	Others	121.2	282.8
	Rahas Investments Pvt. Limited	Others	137.1	319.9
	Visiomed Investments Pvt. Limited	Others	130.5	304.6
	Zyma Laboratories Limited	Others	164.9	384.7
15.	Business Compensation Expenses			
	Kyowa Pharmaceutical Industry Co., Limited	Subsidiary Company	12.1	-
16.	Services Received			
	Lupin Pharmaceuticals, Inc.	Subsidiary Company	1254.2	1746.4
	Lupin (Europe) Limited	Subsidiary Company	354.1	262.4
17.	Expenses Reimbursed			
	Lupin Pharmaceuticals, Inc.	Subsidiary Company	407.4	384.9
	Hormosan Pharma GmbH	Subsidiary Company	48.8	73.4
	Lupin Atlantis Holdings SA	Subsidiary Company	40.2	76.3
18.	Dividend Income			
	Lupin Pharmaceuticals, Inc.	Subsidiary Company	37.1	3020.2
19.	Deposits paid for Leave and Licence arrangement for premises			
	Bharat Steel Fabrication and Engineering Works	Others	-	0.4

(₹ in million)

Sr. No.	Transactions	Related party relation	For the year ended 31.03.2015	For the year ended 31.03.2014
20.	Refund of Deposits paid for Leave and Licence arrangement for premises			
	Lupin Investments Pvt. Limited	Others	-	7.9
21.	Deposits received for Leave and Licence arrangement for premises			
	Polynova Industries Limited	Others	-	0.1
22.	Corporate guarantee issued by the Company to the bankers of wholly owned Subsidiary company			
	Hormosan Pharma GmbH	Subsidiary Company	67.2	-
	Kyowa CritiCare Co., Ltd, Japan (formerly I'rom Pharmaceutical Co., Limited)	Subsidiary Company	312.7	-
23.	Corporate guarantee withdrawn by the Company to the bankers of wholly owned Subsidiary company			
	Kyowa Pharmaceutical Industry Co., Limited	Subsidiary Company	513.0	576.2

C. Balances due from / to the related parties:

(₹ in million)

Sr. No.	Transactions	Subsidiaries / Jointly Controlled Entity	Key Management Personnel	Others	Total
1.	Investments	17877.9	-	-	17877.9
		(9870.3)	(-)	(-)	(9870.3)
2.	Advance against Investment	-	-	-	-
		(14.6)	(-)	(-)	(14.6)
3.	Deposits paid under Leave and Licence arrangement for premises	-	-	54.7	54.7
		(-)	(-)	(54.7)	(54.7)
4.	Trade Receivables	18440.4	-	-	18440.4
		(22077.2)	(-)	(-)	(22077.2)
5.	Trade Payables	625.3	-	3.4	628.7
		(947.3)	(-)	(6.6)	(953.9)
6.	Commission Payable	-	326.8	-	326.8
		(-)	(323.5)	(-)	(323.5)
7.	Expenses Payable	59.5	-	-	59.5
		(211.2)	(-)	(-)	(211.2)
8.	Expenses Receivable	40.5	-	-	40.5
		(9.0)	(-)	(0.1)	(9.1)
9.	Advance from Customer	19.4	-	-	19.4
		(-)	(-)	(-)	(-)
10.	Income Receivable	38.1	-	-	38.1
		(1.0)	(-)	(-)	(1.0)
11.	Deposits received under Leave and Licence arrangement for premises	-	-	0.1	0.1
		(-)	(-)	(0.1)	(0.1)
12.	Letter of Comfort issued by the Company to the bankers of subsidiary companies	139.5	-	-	139.5
		(133.5)	(-)	(-)	(133.5)
13.	Corporate guarantee issued by the Company to the bankers of wholly owned subsidiary companies	1849.9	-	-	1849.9
		(2264.2)	(-)	(-)	(2264.2)

i) Figures in brackets are for previous year.

ii) Related party relationship is as identified by the Company and relied upon by the Auditors.

50. Sale of research services include ₹ 227.7 million in respect of income accrued w.e.f. April 1, 2013 for providing captive research services at cost plus an arm's length mark-up in relation to certain products development under Amendment II dated March 15, 2015 to the Product Development Agreement dated October 8, 2012, as amended, between the Company and Lupin Atlantis Holdings SA (LAHSA). The rights, interest and title to the said products and their use together with all associated intellectual property rights vest with LAHSA.
51. During the year, in terms of Schedule II to the Companies Act, 2013 read together with Accounting Standard 6 (AS - 6) "Depreciation Accounting", the management of the Company has, based on independent technical evaluation, reassessed the remaining useful lives of fixed assets to align with those specified in Schedule II and undertaken the componentization of major items of fixed assets with effect from April 1, 2014. In terms of these evaluations, changes have been made in the useful lives of certain assets from their previous estimates as under:

Asset	Previous useful life	Revised Useful Life
Plant and Equipment	9.7 to 21.1 years	10 to 15 years
Furniture and Fixtures	15.8 years	10 years
Vehicles	10.5 years	8 years
Office Equipment	6.2 to 21.1 years	3 to 6 years

Pursuant to the transition provisions prescribed in Schedule II to the Companies Act, 2013, the Company has fully depreciated the carrying value of assets, net of residual value, where the remaining useful life of the asset was determined to be nil as on April 1, 2014, and has adjusted an amount of ₹ 610.8 million (net of deferred tax of ₹ 314.6 million) against the opening Surplus balance in the Statement of Profit and Loss under Reserves and Surplus.

The depreciation expense in the Statement of Profit and Loss for the year is higher by ₹ 1618.2 million consequent to the change in the useful lives of the assets.

52. Excise duty (Refer note 28) includes ₹ 32.9 million (previous year ₹ 34.2 million) being net impact of the excise duty provision on opening and closing stock.
53. No borrowing cost has been capitalised during the year.
54. Previous year's figures have been regrouped / reclassified wherever necessary to correspond with the current year's classification / disclosure.

Signatures to note 1 to 54

For Lupin Limited

Dr. Desh Bandhu Gupta
Chairman
DIN: 00209378

Dr. Kamal K. Sharma
Vice Chairman
DIN: 00209430

Vinita Gupta
Chief Executive Officer
DIN: 00058631

Nilesh Gupta
Managing Director
DIN: 01734642

M. D. Gupta
Executive Director
DIN: 00209461

Dr. Vijay Kelkar
Director
DIN: 00011991

Richard Zahn
Director
DIN: 02937226

R. A. Shah
Director
DIN: 00009851

Dr. K. U. Mada
Director
DIN: 00011395

Dileep C. Choksi
Director
DIN: 00016322

Ramesh Swaminathan
Chief Financial Officer

R. V. Satam
Company Secretary
ACS - 11973

Place : Mumbai
Dated : May 13, 2015

LUPIN LIMITED

Corporate Office

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