

# BSR & Co.

(Registered)

Chartered Accountants

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To the Board of Directors  
**Ranbaxy Laboratories Limited**

1. We have reviewed the accompanying Standalone Unaudited Financial Results ('the Statement') of Ranbaxy Laboratories Limited ('the Company') for the quarter ended 31 March 2012, attached herewith, being submitted by the Company pursuant to the requirement of clause 41 of the Listing Agreement issued by the Securities and Exchange Board of India ("Listing Agreement") except for the disclosures regarding 'Public Shareholding' and 'Promoter and Promoter Group Shareholding' which have been traced from disclosures made by the management and have not been reviewed by us. This Statement is the responsibility of the Company's management and has been approved by the Board of Directors on 9 May 2012. Our responsibility is to issue a report on this Statement, based on our review. Attention is drawn to the fact that the figures for the quarter ended 31 December 2011 as reported in the Statement are the balancing figures between audited figures in respect of the full previous financial year and the published year to date figures upto the end of the third quarter of the previous financial year. The figures up to the end of the third quarter of previous financial year had only been reviewed and not subjected to an audit.
2. We conducted our review in accordance with the Standard on Review Engagements 2410 – "Review of Interim Financial Information prepared by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review is limited primarily to inquiries of company personnel and analytical procedures applied to financial data and thus provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.
3. *As stated in Note 4 of the attached Statement, the managerial remuneration paid by the Company to Mr. Arun Sawhney (CEO and Managing Director) during the year ended 31 December 2011 exceeded the limits specified in relevant provisions of the Companies Act, 1956 ("the Act") by Rs. 47.55 million. The Shareholders at their Annual General Meeting ("AGM") held on 8 May 2012, approved the waiver of recovery of the excess remuneration. Further, we are informed that as required by the relevant provisions of the Act, the Company is taking necessary steps to seek approval from the Central Government for excess remuneration paid. Pending approval from the Central Government in this regard, the impact thereof on the attached Statement to the extent of amount of excess remuneration that may be disallowed by the Central Government, if any, is currently unascertainable. This was a subject matter of qualification in our audit report for the year ended 31 December 2011 as well.*
4. *As stated in Note 6 of the attached Statement, the claims and contractual payment expense included in 'Other expenses' qualifies for a separate line item disclosure in accordance with clause 41 of the Listing Agreement as the same is more than 10% of total expenses for the quarter ended 31 March 2012, and quarter and year ended 31 December 2011. As informed to us, the Company has not disclosed the said amount as a separate line item in view of certain terms of agreement between the parties. This was a subject matter of qualification in our audit report for the year ended 31 December 2011 as well.*

V. Aggarwal

**B S R and Co**

5. Based on our review conducted as explained in paragraphs 1 and 2 above and *except for the impact of comment given in paragraph 3 above, the impact of which is not ascertainable, and comment given in paragraph 4 above on the relevant items of the attached Statement*, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with applicable accounting standards and other recognised accounting practices and policies, has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement, including the manner in which is to be disclosed, or that it contains any material misstatement.

Place: Gurgaon, India  
Date: 9 May 2012

*For B S R & Co.*  
*Chartered Accountants*  
Registration No.: 101248W



**Vikram Aggarwal**  
*Partner*  
Membership No.: 089826