

Ref: 19/SE/LC/2025-26

Date: 18/06/2025

To,  
**Head, Listing Compliance Department  
BSE Limited**  
Phiroze Jeejeebhoy Towers Dalal Street,  
Mumbai - 400 001.

**Head, Listing Compliance Department  
National Stock Exchange of India  
Limited**  
Exchange Plaza, Plot No. C/1. G Block,  
Bandra -Kurla Complex, Bandra (East),  
Mumbai- 400051  
**Scrip Symbol: ENTERO**

**Scrip Code: 544122**

Dear Sir/Madam,

**Subject: Outcome of Board Meeting held on June 18, 2025.**

**Reference: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. ("LODR")**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**LODR**"), we wish to inform you that the Board of Directors of the Company, at its meeting held today i.e. June 18, 2025, inter alia, considered and approved following:

- 1) Day, date and time of the 7<sup>th</sup> Annual General Meeting ("AGM") to be held through video conferencing and the Notice convening the AGM of the Company:

Day: Thursday

Date: September 18, 2025

Time: 11:30 A.M. (IST)

Through: Video conferencing/Other Audio-Visual Means ("OAVM")

*Notice of the 7<sup>th</sup> AGM along with Annual Report for the financial year ended March 31, 2025 will be submitted in due course of time.*

- The members are provided with the remote e-voting facility to cast their votes electronically on the resolutions mentioned in the Notice of 7<sup>th</sup> AGM. The Company has fixed Thursday, 11<sup>th</sup> September, 2025 as the "Cut-off Date" for the purpose of determining the members eligible to vote on the resolutions set out in the Notice of the 7<sup>th</sup> AGM.
  - The remote e-voting period commences on Monday, 15<sup>th</sup> September 2025 at 9:00 A.M (IST) and ends on Wednesday 17<sup>th</sup> September 2025 at 5:00 P.M. (IST)
- 2) Appointment of Mr. Avinash Bagul (Membership no. F/5578) on his failing Mr. Ramaswami Kalidas (Membership No.2440), Partners of BNP & Associates, Practicing Company Secretaries, as scrutinizer for e-voting for the Annual General Meeting ("AGM").
  - 3) Updated "Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information" ("Fair Disclosure Code"), pursuant to the provisions of Regulation 8(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 ("PIT Regulations").

A copy of the same is enclosed herewith.

- 4) Pursuant to the approval of Nomination & Remuneration Committee at its meeting held today, the Board noted grant of fresh 5900 (Five Thousand Nine Hundred) Employee Stock Options under the existing "Entero Employee Stock Option Plan 2023".

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024, in respect ESOP Granted, are given in **Annexure-A**

This outcome will also be available on the website of the Company at <https://www.enterohealthcare.com>

The Board Meeting commenced at 11:30 AM (IST) and concluded at 07:00 PM (IST).

You are requested to take the same on record.

Yours faithfully,  
For **Entero Healthcare Solutions Limited**

Sanu Kapoor  
Vice President- General Counsel, Company Secretary  
& Compliance Officer

Encl: as above

## Annexure-A

Details required in terms of Regulation 30 read with Para A of Part A of Schedule III of SEBI Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11 November 2024:

Sr. No.	Particulars	Details
1.	Brief details of options granted	Grant of 5,900 options to the eligible employees of the Company under Entero Employee Stock Option Plan 2023".
2.	Whether the scheme is in terms of SEBI (SBEB & SE) Regulations, 2021 (if applicable)	Yes, the scheme is in compliance with the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.
3.	Total number of shares covered by these options	5,900 Equity Shares.
4.	Pricing formula	The aforesaid Options have been granted at an exercise price of INR 998 per option
5.	Options vested/Vesting Schedule	Options granted under Plan shall vest not earlier than the minimum Vesting Period of 1(One ) Year and not later than maximum vesting period of 4(four) years from the date of grant
6.	Time within which option may be exercised	The Exercise period shall be 8 (Eight) years from the date of vesting of options.
7.	Options exercised	NA
8.	Money realized by exercise of options	NA
9.	The total number of shares arising as a result of exercise of option	NA
10.	Options lapsed	NA
11.	Variation of terms of options	NA
12.	Brief details of significant terms	NA
13.	Subsequent changes or cancellation or exercise of such options	NA
14.	Diluted earnings per share pursuant to issue of equity shares on exercise of options.	NA

## **Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information**

### **1. Appointment of Chief Investor Relations Officer (CIRO)**

1. The Managing Director & CEO of the Company shall designate a senior employee as the 'Chief Investor Relations Officer' ("CIRO") to deal with dissemination of information and disclosure of UPSI. He shall be responsible for ensuring that the Company complies with continuous disclosure requirements, overseeing and coordinating disclosure of unpublished price sensitive information to analysts, shareholders and media. The disclosures to Stock Exchanges shall be made by the Compliance Officer, in consultation with the CIRO, wherever required.
2. In the temporary absence of either the CIRO or the Compliance Officer, the Authorized Personnel present shall be responsible for dissemination of information and disclosure of UPSI. In the temporary absence of both the CIRO and the Compliance Officer for any reason whatsoever, the Managing Director & Chief Executive Officer may nominate any other senior employee of the Company to be responsible for dissemination of information and disclosure of UPSI and for any other matter under this Code. The Managing Director may nominate different officials for specific matters.

### **2. Corporate Disclosure Policy**

To ensure timely and adequate disclosure of Price Sensitive Information, the following norms shall be followed:

#### **Prompt disclosure of Price Sensitive Information**

- a. Price Sensitive Information shall be given to Stock Exchanges and disseminated on a continuous and immediate basis.
- b. The Company may also consider ways of supplementing information released to Stock Exchanges by improving investor access to their public announcements.
- c. In the event Unpublished Price Sensitive information gets disclosed selectively, inadvertently or otherwise, the Company shall ensure to promptly disseminate the same to Stock Exchanges.

#### **Medium of disclosure / dissemination**

- a. Disclosure / dissemination of information may be done through various media so as to achieve maximum reach and quick dissemination.
- b. The Company shall ensure that disclosure to Stock Exchanges is made promptly.

- c. The Company may also facilitate disclosure through the use of its dedicated website.
- d. The Company websites may provide a means of giving investors a direct access to analyst briefing material, significant background information and questions and answers.
- e. The information filed by the Company with Stock Exchanges under continuous disclosure requirement may be made available on the Company's website.

#### **Overseeing and coordinating disclosure**

- a. The CIRO shall oversee the dissemination of information and disclosure of unpublished price sensitive information.
- b. Information disclosure / dissemination may normally be approved in advance by the CIRO for the purpose.

If information is accidentally disclosed without prior approval, the person responsible may inform the CIRO immediately, even if the information is not considered price sensitive.

#### **Responding to market rumors**

The CIRO shall be responsible for deciding whether a public announcement is necessary for verifying or denying rumours and then making the disclosure.

Appropriate and fair response to queries on news reports and requests for verification of market rumours by regulatory authorities.

#### **Disclosure / dissemination of Price Sensitive Information with special reference to Analysts, Institutional Investors**

- a. The Company shall follow the guidelines given hereunder while dealing with analysts and institutional investors:

##### **i. Only public information to be provided**

The Company shall provide only public information to the analyst / research persons / large investors like institutions. Alternatively, the information given to the analyst may be simultaneously made public at the earliest.

##### **ii. Recording of discussion**

In order to avoid misquoting or misrepresentation, it is desirable that at least two company representatives be present at meetings with Analysts, brokers or Institutional Investors and discussions post quarterly results should preferably be recorded.

##### **iii. Handling of unanticipated questions**

The Company should be careful when dealing with Analysts' questions that raise issues

outside the intended scope of discussion. Unanticipated questions may be taken on notice and a considered response given later. If the answer includes price sensitive information, a public announcement should be made before responding.

#### **iv. Simultaneous release of information**

When the Company organizes meetings with Analysts, it shall make a press release or post relevant information on its website. The company may also consider live web casting of Analyst meets.

### **3. Review of the Code**

The Code shall be reviewed by the Board of Directors of the Company on a periodical basis in accordance with the regulatory requirements from time to time. If any rules made under this Code are in conflict with or inconsistent with the SEBI (Prohibition of Insider Trading) Regulations, 2015 as amended from time to time, the Regulations shall prevail and shall deemed to have been included in the Code.

### **4. Amendments**

All provisions of this Code would be subject to revision / amendment in accordance with applicable laws as may be issued by relevant statutory, governmental and regulatory authorities, from time to time.

### **5. Conflict in the Code**

In case of any amendment(s), clarification(s), circular(s) etc. issued by the relevant statutory, governmental and regulatory authorities are not consistent with the provisions/ rules laid down under this Policy, then such amendment(s), clarification(s), circular(s), etc. shall prevail upon the provisions/ rules hereunder. The terms not defined herein shall have the meaning as per the SEBI PIT Regulations.

<i>Sr. No.</i>	<i>Version No.</i>	<i>Date of Approval</i>
1.	Ver. 1 – Adoption of Code	August 25, 2023
2.	Ver.2 – Amendment of Code*	June 18, 2025

*\*Changes proposed pursuant to amendments notified by the SEBI (Prohibition of Insider Trading) (Second Amendment) Regulations, 2024 effective from September 24, 2024 and the SEBI (Prohibition of Insider Trading) (Third Amendment) Regulations, 2024 effective from December 04, 2024 as well as the SEBI (Prohibition of Insider Trading) (Amendment) Regulations, 2025 effective from June 10, 2025.*