

Ref: 11/SE/LC/2024-25

Date: 27/05/2025

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

Scrip Code: 544122

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

Dear Sir/Madam,

Subject: Outcome of Board Meeting held on May 27, 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. May 27, 2025, inter alia, considered and approved following:

- 1) The execution of the definitive agreements to acquire the following companies directly:
 - i. Sai RK Pharma Private Limited
 - ii. Well Wisher Pharma Private Limited
 - iii. Ramson Medical Distributors Private Limited
 - iv. Khera Medisolutions Private Limited
 - v. AV Medisolutions Private Limited

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 of the above entities proposed to be acquired, are given in **Annexure A, B, C, D and E** respectively, annexed hereto.

- 2) The Board has approved, inter-alia, entering into a binding Memorandum of Understanding for acquiring 80% stake in Anand Medical Distributors, proprietorship firm, subject to satisfactory completion of due diligence and execution of the definitive agreements.

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 of the above entities proposed to be acquired, are given in **Annexure-F** respectively, annexed hereto.

- 3) The Board has approved the further acquisition of 8000 (Eight Thousand) equity shares of face value INR 100/- (Indian Rupees One Hundred only) each, representing 16% (Sixteen percent) of the total issued and paid-up equity share capital of Peerless Biotech Private Limited ("PBPL") from the existing minority shareholders. Post this acquisition, the stake of the Company in PBPL will increase from 60% to 76%.

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 11th November 2024, in respect of the above mentioned further acquisition of shares, are given in **Annexure-G** hereto.

The Board Meeting commenced at 4:00 PM (IST) and concluded at 6:40 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
a	Name of the target entity, details in brief such as size, turnover etc.	<p>Sai RK Pharma Private Limited, a company incorporated in Delhi, India, bearing CIN U46497DL2025PTC448169 ("SRKPPL").</p> <p>SRKPPL is engaged in the business of wholesale distribution of pharmaceuticals and other allied products.</p> <p>Paid-up equity share capital of SRKPPL is INR. 1,00,000/- (Indian Rupees one lakh only).</p> <p>The turnover of SRKPPL is NIL as SRKPPL was incorporated as on May 10, 2025.</p>
b.	whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm s length"	No, the acquisition shall not fall within related party transaction and promoter/promoter group/ group companies does not have any interest in the SRKPPL.
c.	industry to which the entity being acquired belongs	SRKPPL operates in same line of business activity i.e. business of distribution of pharmaceuticals, surgical and other healthcare and allied products.
d.	objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	The business of SRKPPL is in line of the business of the Company i.e. wholesale distribution of pharmaceutical and other allied products and the acquisition of SRKPPL by the Company shall enable the Company to expand its business in the union territory of Delhi and thereby enabling the Company to generate additional business and revenue on consolidated basis.
e.	brief details of any governmental or regulatory approvals required for the acquisition;	Not applicable.
f.	indicative time period for completion of the acquisition;	The acquisition shall be completed by August 15, 2025.
G.	consideration whether cash consideration or share swap or any other form and details of the same	The acquisition of SRKPPL will be through cash consideration.
h.	cost of acquisition and/ or the price at which the shares are acquired;	<p>7,000 equity shares of SRKPPL will be acquired at INR 10 (Indian Rupees Ten only) per equity share at total amount of Rs. 70,000/- (Indian Rupees Seventy Thousand Only).</p> <p><i>Note: SRKPPL is considering acquisition of business undertaking of RK Pharma, as a going concern on a slump sale basis which is also in the business of wholesale distribution of pharmaceutical products, surgical and other healthcare and allied products and is a partnership firm owned by Mr.</i></p>

		<p><i>Sanjay Chawala and Mr. Prateek Chawla, who also are the only two shareholders of SRKPPL. The slump sale amount payable shall be discharged by SRKPPL.</i></p> <p><i>Details of revenue pertaining to RK Pharma, for last three years, has been summarized in Annexure I.</i></p>
i	percentage of shareholding / control acquired and / or number of shares acquired;	The Company proposes to acquire 7,000 (Seven thousand) equity shares of face value INR 10/- (Indian Rupees Ten only) each, equivalent to 70% (Seventy percent) of the total issued and paid-up equity share capital of SRKPPL.
j	brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	SRKPPL is engaged in the business of wholesale distribution of pharmaceutical and other allied products. SRKPPL was incorporated on May 10, 2025 and thus the turnover of SRKPPL is NIL. SRKPPL conducts its business only in India.

Annexure I

SRKPPL shall acquire a business undertaking of RK Pharma. Details of revenue are mentioned below:

Name of the Firm	Figures in Rs. Mn		
	F.Y - 2024-2025 (9m annualized)	F.Y - 2023-2024 (Actual)	F.Y - 2022-2023 (Actual)
RK Pharma	1,290	1,061	775
Total	1,290	1,061	775

Annexure- B

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
a	Name of the target entity, details in brief such as size, turnover etc.	<p>Well Wisher Pharma Private Limited, a company incorporated in Delhi, India, bearing CIN U46497DL2025PTC448430 ("WWPPL").</p> <p>WWPPL is engaged in the business of wholesale distribution of pharmaceuticals and other allied products.</p> <p>Paid-up equity share capital of WWPPL is INR. 1,00,000/- (Indian Rupees one lakhs only).</p> <p>The turnover of WWPPL is NIL as WWPPL was incorporated as on May 16, 2025.</p>
b.	whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm s length"	No, the acquisition shall not fall within related party transaction and promoter/promoter group/ group companies does not have any interest in the WWPPL.
c.	industry to which the entity being acquired belongs	WWPPL operates in same line of business activity i.e. business of distribution of pharmaceuticals, surgical and other healthcare and allied products.
d.	objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	The business of WWPPL is in line of the business of the Company i.e. wholesale distribution of pharmaceutical and other allied products and the acquisition of WWPPL by the Company shall enable the Company to expand its business in the union territory of Delhi and thereby enabling the Company to generate additional business and revenue on consolidated basis.
e.	brief details of any governmental or regulatory approvals required for the acquisition;	Not applicable.
f.	indicative time period for completion of the acquisition;	The acquisition shall be completed by August 15, 2025.
G.	consideration whether cash consideration or share swap or any other form and details of the same	The acquisition of WWPPL will be through cash consideration.
h.	cost of acquisition and/ or the price at which the shares are acquired;	<p>7,000 equity shares of WWPPL will be acquired at INR 10 (Indian Rupees Ten only) per equity share at total amount of Rs. 70,000/- (Indian Rupees Seventy Thousand only).</p> <p><i>Note: WWPPL is considering acquisition of business undertaking of Well Wisher Pharma, as a going concern on a slump sale basis which is also in the business of wholesale distribution of pharmaceutical products, surgical and other healthcare and allied products and is a partnership firm owned by Mrs. Ritu</i></p>

		<p><i>Chawla Chawla and Mr. Prateek Chawla, who also are the only two shareholders of WWPPL. The slump sale amount payable shall be discharged by WWPPL.</i></p> <p><i>Details of revenue pertaining to Well Wisher Pharma, for last three years, has been summarized in Annexure I.</i></p>
i	percentage of shareholding / control acquired and / or number of shares acquired;	The Company proposes to acquire 7,000 (Seven thousand) equity shares of face value INR 10/- (Indian Rupees Ten only) each, equivalent to 70% (Seventy percent) of the total issued and paid-up equity share capital of WWPPL.
j	brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	WWPPL is engaged in the business of wholesale distribution of pharmaceutical and other allied products. WWPPL was incorporated on May 16, 2025 and thus the turnover of WWPPL is NIL. WWPPL conducts its business only in India.

Annexure I

WWPPL shall acquire a business undertaking of Well Wisher Pharma. Details of revenue are mentioned below:

Name of the Firm	Figures in Rs. Mn		
	F.Y - 2024-2025 (9m annualized)	F.Y - 2023-2024 (Actual)	F.Y - 2022-2023 (Actual)
Well Wisher Pharma	444	273	147
Total	444	273	147

Annexure- C

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
a	Name of the target entity, details in brief such as size, turnover etc.	<p>Ramson Medical Distributors Private Limited, a company incorporated in Chennai, Tamil Nadu, India, bearing CIN U51109TN2015PTC099169 ("RMDPL").</p> <p>RMDPL is engaged in the business of distribution of generic medicines, and other allied products.</p> <p>Paid-up equity share capital of RMDPL is INR 1,00,00,000/- (Indian Rupees One Crore Only) having face value of INR 10/- each (Indian Ten Only)</p> <p>The turnover of RMDPL is mentioned in Annexure I.</p>
b.	whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm s length"	No, the acquisition shall not fall within related party transaction and promoter/promoter group/ group companies does not have any interest in the RMDPL.
c.	industry to which the entity being acquired belongs	RMDPL operates in similar line of business activity i.e. business of distribution of pharmaceuticals, surgical and other healthcare and allied products.
d.	objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	The business of RMDPL is engaged in the business of distribution of generic medicines, and other allied products.
e.	brief details of any governmental or regulatory approvals required for the acquisition;	Not applicable.
f.	indicative time period for completion of the acquisition;	The acquisition shall be completed by August 15, 2025.
G.	consideration whether cash consideration or share swap or any other form and details of the same	The acquisition of RMDPL will be through cash consideration.
h.	cost of acquisition and/ or the price at which the shares are acquired;	7,00,000 equity shares of face value of INR 10 /- of RMDPL representing 70% of the total issued and paid-up equity share capital will be acquired at a consideration of upto INR 101.43 (Indian Rupees One Hundred One and Paise Forty Three only) per equity share at total consideration amount upto approx Rs. 7,10,01,368/- (Indian Rupees Seven Crore Ten Lakhs One Thousand Three Hundred and Sixty Eight Only), subject to such revision in consideration as may be mutually agreed by parties at the time of closing of transaction.

Sr. No.	Particulars	Details
i	percentage of shareholding / control acquired and / or number of shares acquired;	It is proposed to acquire 7,00,000 (Seven Lakh) equity shares of face value INR 10/- (Indian Rupees Ten only) each, representing 70% (Seventy percent) of the total issued and paid-up equity share capital of RMDPL.
j	brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	<p>RMDPL is engaged in the business of distribution of generic medicines, and other allied products.</p> <p>RMDPL was incorporated on February 11, 2015. RMDPL conducts its business only in India. The turnover of RMDPL is mentioned in Annexure I.</p>

Annexure I

Details of revenue are mentioned below:

Figures in Rs. Mn

Name of the Company	F.Y - 2024-2025 unaudited (annualized)	F.Y - 2023-2024 (Audited)	F.Y - 2022-2023 (Audited)
RMDPL	929	727	556
Total	929	727	556

Annexure- D

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
a	Name of the target entity, details in brief such as size, turnover etc.	<p>Khera Medisolutions Private Limited, a company incorporated in Noida, India, bearing CIN U46497UP2025PTC222735 ("KMPL").</p> <p>KMPL is engaged in the business of wholesale distribution of pharmaceuticals and other allied products.</p> <p>Paid-up equity share capital of KMPL is INR. 1,00,000/- (Indian Rupees one lakhs only).</p> <p>The turnover of KMPL is NIL as KMPL was incorporated as on April 30, 2025.</p>
b.	whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm s length"	No, the acquisition shall not fall within related party transaction and promoter/promoter group/ group companies does not have any interest in the KMPL.
c.	industry to which the entity being acquired belongs	KMPL operates in same line of business activity i.e. business of distribution of pharmaceuticals, surgical and other healthcare and allied products.
d.	objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	The business of KMPL is in same line of the business of the Company i.e. wholesale distribution of pharmaceutical and other allied products and the acquisition of KMPL by the Company shall enable the Company to expand its business in the state of Uttar Pradesh and thereby enabling the Company to generate additional business and revenue on consolidated basis.
e.	brief details of any governmental or regulatory approvals required for the acquisition;	Not applicable.
f.	indicative time period for completion of the acquisition;	The acquisition shall be completed by August 15, 2025.
G.	consideration whether cash consideration or share swap or any other form and details of the same	The acquisition of KMPL will be through cash consideration.
h.	cost of acquisition and/ or the price at which the shares are acquired;	8,000 equity shares of KMPL will be acquired at INR 10 (Indian Rupees Ten only) per equity share at total amount of Rs. 80,000/- (Indian Rupees Eighty Thousand Only).

		<p><i>Note: KMPL is considering acquisition of business undertaking of Khera Enterprises, as a going concern on a slump sale basis which is also in the business of wholesale distribution of pharmaceutical products, surgical and other healthcare and allied products and is a partnership firm owned by Mr. Anshul Khera, who is the sole proprietor of KMPL. The slump sale amount payable shall be discharged by KMPL.</i></p> <p><i>Details of revenue pertaining to Khera Enterprises, for last three years, has been summarized in Annexure I.</i></p>
i	percentage of shareholding / control acquired and / or number of shares acquired;	Company is proposed to acquire 8,000 (Eight thousand) equity shares of face value INR 10/- (Indian Rupees Ten only) each, equivalent to 80% (eighty percent) of the total issued and paid-up equity share capital of KMPL.
j	brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	KMPL is engaged in the business of wholesale distribution of pharmaceutical and other allied products. KMPL was incorporated on April 30, 2025 and thus the turnover of KMPL is NIL. KMPL conducts its business only in India.

Annexure I

KMPL shall acquire a business undertaking of Khera Enterprises. Details of revenue are mentioned below:

Name of the Firm	Figures in Rs. Mn		
	F.Y - 2024-2025 (9m annualized)	F.Y - 2023-2024 (Actual)	F.Y - 2022-2023 (Actual)
<i>Khera Enterprises</i>	155	141	124
Total	155	141	124

Annexure- E

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
a	Name of the target entity, details in brief such as size, turnover etc.	<p>AV Medisolutions Private Limited, a company incorporated in Noida, India, bearing CIN U46497UP2025PTC223744 ("AVMPL").</p> <p>AVMPL is engaged in the business of wholesale distribution of pharmaceuticals and other allied products.</p> <p>Paid-up equity share capital of AVMPL is INR. 1,00,000/- (Indian Rupees one lakhs only).</p> <p>The turnover of AVMPL is NIL as AVMPL was incorporated as on May 13, 2025.</p>
b.	whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm s length"	No, the acquisition shall not fall within related party transaction and promoter/promoter group/ group companies does not have any interest in the AVMPL.
c.	industry to which the entity being acquired belongs	AVMPL operates in same line of business activity i.e. business of distribution of pharmaceuticals, surgical and other healthcare and allied products.
d.	objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	The business of AVMPL is in same line of business of the Company i.e. wholesale distribution of pharmaceutical and other allied products and the acquisition of AVMPL by the Company shall enable the Company to expand its business in the state of Uttar Pradesh and thereby enabling the Company to generate additional business and revenue on consolidated basis.
e.	brief details of any governmental or regulatory approvals required for the acquisition;	Not applicable.
f.	indicative time period for completion of the acquisition;	The acquisition shall be completed by August 15, 2025.
G.	consideration whether cash consideration or share swap or any other form and details of the same	The acquisition of AVMPL will be through cash consideration.
h.	cost of acquisition and/ or the price at which the shares are acquired;	8,000 equity shares of AVMPL will be acquired at INR 10 (Indian Rupees Ten only) per equity share at total amount of Rs. 80,000/- (Indian Rupees Eighty Thousand only).

		<p><i>Note: AVMPL is considering acquisition of business undertaking of AV Healthcare, as a going concern on a slump sale basis which is also in the business of wholesale distribution of pharmaceutical products, surgical and other healthcare and allied products and is a proprietorship firm owned by Mr. Kashish Khara, who is the sole proprietor of AVMPL. The slump sale amount payable shall be discharged by AVMPL.</i></p> <p><i>Details of revenue pertaining to AV Healthcare, for last three years, has been summarized in Annexure I.</i></p>
i	percentage of shareholding / control acquired and / or number of shares acquired;	The Company proposes to acquire 8,000 (Eight thousand) equity shares of face value INR 10/- (Indian Rupees Ten only) each, equivalent to 80% (eighty percent) of the total issued and paid-up equity share capital of AVMPL.
j	brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	AVMPL is engaged in the business of wholesale distribution of pharmaceutical and other allied products. AVMPL was incorporated on May 13, 2025 and thus the turnover of AVMPL is NIL. AVMPL conducts its business only in India.

Annexure I

AVMPL shall acquire a business undertaking of AV Healthcare. Details of revenue are mentioned below:

Name of the Firm	Figures in Rs. Mn		
	F.Y - 2024-2025 (9m annualized)	F.Y - 2023-2024 (Actual)	F.Y - 2022-2023 (Actual)
AV Healthcare	71	45	18
Total	71	45	18

Annexure- F

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
a	Name of the target entity, details in brief such as size, turnover etc.	<p>M/s. Anand Medical Distributors, a proprietorship firm, having its office at 838/839, Anand Square, Sadashiv Peth, Pune - 411002</p> <p>Anand Medical Distributors is engaged in the business of wholesale distribution of pharmaceuticals and other allied products.</p> <p>The turnover of Anand Medical Distributors for the year 2024-2025 is INR 1,924.61 Mn. (9 Months annualized)</p>
b.	whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm s length"	No, the acquisition shall not fall within related party transaction and promoter/promoter group/ group companies does not have any interest in the M/s. Anand Medical Distributors, a proprietorship firm.
c.	Industry to which the entity being acquired belongs	Anand Medical Distributors operates in same line of business activity i.e. business of distribution of pharmaceuticals, surgical and other healthcare and allied products.
d.	Objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	The business of Anand Medical Distributors is in line of the business of the Company i.e. wholesale distribution of pharmaceutical and other allied products and the acquisition of business of Anand Medical Distributors by the Company shall enable the Company to generate additional business and revenue on a consolidated basis.
e.	brief details of any governmental or regulatory approvals required for the acquisition;	Not applicable.
f.	indicative time period for completion of the acquisition;	The acquisition shall be completed by August 15, 2025.
G.	consideration whether cash consideration or share swap or any other form and details of the same	The acquisition of Anand Medical Distributors will be through cash consideration.
h.	cost of acquisition and/ or the price at which the shares are acquired;	8,000 equity shares of the proposed SPV will be acquired at INR 10 (Indian Rupees Ten only) per equity share at total amount of Rs. 80,000/- (Indian Rupees Eighty Thousand only).
i	percentage of shareholding / control acquired and / or number of shares acquired;	The proposed SPV shall acquire the business from Anand Medical Distributors via slump sale basis and the Company shall acquire 80% Stake in such proposed SPV

j	<p>brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);</p>	<p>Anand Medical Distributors is engaged in the business of wholesale distribution of pharmaceutical and other allied products.</p> <p>The turnover of Anand Medical Distributors in financial year 2022-2023 is INR 1,365.59 Mn, for financial year 2023-24 is INR 1,661.54 Mn and for financial year 2024-25 is INR 1,924.61 Mn. (9 months Annualised)</p> <p>Anand Medical Distributors conducts its business only in India.</p> <p>The Company has entered into a binding Memorandum of Understanding for acquiring 80% stake in Anand Medical Distributors, proprietorship firm, through a proposed SPV to be formed, subject to satisfactory completion of due diligence and execution of definitive agreements and fulfilment of conditions therein, if any.</p>
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Annexure - G

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
a	Name of the target entity, details in brief such as size, turnover etc.	<p>Peerless Biotech Private Limited, a company incorporated in Chennai, Tamil Nadu, India, bearing CIN U51397TN2001PTC047094 ("PBPL").</p> <p>PBPL is engaged in the business of manufacturing, marketing and distribution of medical devices, diagnostic reagents, in-vitro diagnostic equipment and consumables, home healthcare products, point of care testing and other allied products.</p> <p>Paid-up equity share capital of PBPL is INR 50,00,000/- (Indian Rupees Fifty Lakhs Only) having face value of INR 100/- each (Indian One Hundred Only)</p> <p>The turnover of PBPL is mentioned in Annexure I.</p>
b.	whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm s length"	<p>Yes, the acquisition shall fall within related party transaction as PBPL is a subsidiary of the Company.</p> <p>The Company will acquire 16% of the total issued and paid-up equity share capital of PBPL from existing minority Shareholders of the PBPL who are also Directors of the PBPL.</p> <p>Mr. Prabhat Agarwal and Mr. Prem Sethi being promoters of the Company are also Board members of PBPL.</p> <p>The above acquisition is based on terms and conditions of the Shareholders Agreement dated August 14, 2024.</p>
c.	industry to which the entity being acquired belongs	PBPL operates in a similar line of business activity i.e. business of distribution of pharmaceuticals, surgical and other healthcare and allied products.
d.	objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	The business of PBPL is engaged in the business of manufacturing, marketing and distribution of medical devices, diagnostic reagents, in-vitro diagnostic equipment and consumables, home healthcare products, point of care testing and other allied products.
e.	brief details of any governmental or regulatory approvals required for the acquisition;	Not applicable.
f.	indicative time period for completion of the acquisition;	The further acquisition of 16% stake from the existing minority shareholders shall be completed by September 30, 2025.
G.	consideration whether cash consideration or share swap or any other form and details of the same	The acquisition of PBPL will be through cash consideration.

Sr. No.	Particulars	Details
h.	cost of acquisition and/ or the price at which the shares are acquired;	8,000 equity shares of face value of INR 100 /- of PBPL representing 16% of the total issued and paid-up equity share capital will be acquired at a consideration of upto INR 56,200 (Indian Rupees Fifty Six Thousand Two Hundred Only) per equity share at total consideration amount upto Rs. 44,96,00,000/- (Indian Rupees Forty Four Crore Ninety Six Lakhs Only).
i	percentage of shareholding / control acquired and / or number of shares acquired;	The Company proposes to acquire 8000 (Eight Thousand) equity shares of face value INR 100/- (Indian Rupees One Hundred only) each, representing 16% (Sixteen percent) of the total issued and paid-up equity share capital of PBPL. Post this investment the stake of the Company will be increased from 60 % to 76% in PBPL
j	brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	<p>PBPL is engaged in the business of manufacturing, marketing and distribution of medical devices, diagnostic reagents, in-vitro diagnostic equipment and consumables, home healthcare products, point of care testing and other allied products.</p> <p>PBPL was incorporated on May 11, 2001. PBPL conducts its business only in India. The turnover of PBPL is mentioned in Annexure I.</p>

Annexure I

Details of revenue are mentioned below:

Name of the Company	Figures in Rs. Mn		
	F.Y - 2024-2025 (Audited)	F.Y - 2023-2024 (Audited)	F.Y - 2022-2023 (Audited)
PBPL	1,878.48	1,709.33	1,456.22
Total	1,878.48	1,709.33	1,456.22