

# BIOFIL CHEMICALS AND PHARMACEUTICALS LIMITED

CIN: L24233MP1985PLC002709

Registered Office: 11/12, Sector E Sanwer Road, Indore-452015 (M.P.)

Tel. 0731-2723016; Email id- bcplcompliance@gmail.com;

Website- www.biofilgroup.net; Fax: 0731-2723017

**Date: 11<sup>th</sup> February, 2025**

To, The Secretary ( <b>DCS/Compliance</b> ), Corporate Relationship Department, <b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai-400001	To, The Secretary ( <b>Listing/Compliance</b> ), Corporate Relationship Department, <b>National Stock Exchange of India Limited</b> , Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Mumbai – 400051
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**Subject: Continuous disclosure under sub-para 1 of Para A of Part A of Schedule III of the SEBI (LODR) Regulations, 2015 read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13<sup>th</sup> July, 2023**

**Reference: Biofil Chemicals & Pharmaceuticals Limited (BSE Scrip Code: 524396; NSE Symbol: BIOFILCHEM; ISIN: INE829A01014)**

Dear Sir/Madam,

With reference to the above captioned subject and in compliance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13<sup>th</sup> July, 2023 amended from time, regarding continuous disclosure requirement for listed entities, we are enclosing disclosure as required under sub-para 1 of Para A of Part A of Schedule III regarding sell, transfer or otherwise dispose of plant & machineries, furniture, fixtures, scraps, structure, tools, manufacturing equipments and other assets apart from leasehold land and building situated at 11/12, Sector 'E', Sanwer Road Industrial Area, Indore – 452015 Madhya Pradesh to Cyano Pharma Private Limited (Related Party), considering it to be material event.

The Meeting of the Board of Directors commenced at 03.00 PM and concluded at 5.15 P.M.

The above information will also be available on the website of the Company at [www.biofilgroup.net](http://www.biofilgroup.net).

This is for your information and record.

Thanking you,  
Yours faithfully,

**FOR BIOFIL CHEMICALS AND PHARMACEUTICALS LIMITED**

**RAMESH SHAH**  
**CHAIRMAN AND MANAGING DIRECTOR**  
**DIN: 00028819**

**CONTINUOUS DISCLOSURE UNDER SUB-PARA 1 OF PARA A OF PART A OF SCHEDULE III PURSUANT TO REGULATION 30 OF THE SEBI (LODR) REGULATION, 2015 READ WITH SEBI CIRCULAR SEBI/HO/CFD/CFD-POD-1/P/CIR/2023/123 DATED 13<sup>TH</sup> JULY, 2023**

Sell, transfer or otherwise dispose of plant & machineries, furniture, fixtures, scraps, structure, tools, manufacturing equipments and other assets apart from leasehold land and building situated at 11/12, Sector 'E', Sanwer Road Industrial Area, Indore – 452015 Madhya Pradesh

A	the amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year;	Turnover of Undertaking	INR 2786.78 Lacs
		Percentage of total turnover contributed by Undertaking	69.61%
		Net worth contributed by Undertaking	INR 932.67 Lacs
		Percentage of total Net worth contributed by Undertaking	64.81%
B	date on which the agreement for sale has been entered into;	Agreement shall be entered after obtaining approval from the shareholders.	
C	the expected date of completion of sale/disposal;	The expected completion date is on or before June, 30 <sup>th</sup> 2025 subject to approval of shareholders which is being obtained through the postal ballot.	
D	consideration received from such sale/disposal;	Board has set a minimum consideration amount of INR 2.15 Crores (Two Crores Fifteen lacs), however as on date no agreement has been entered for such disposal.	
E	Brief details of buyers and whether any of the buyers belong to the promoter/promoter group/group companies. If yes, details thereof;	<p>Name of the buyers: Cyano Pharma Private Limited (Group Company) having registered office at 6 Gr. Floor, Patnawala Compound, Opp. Shreyas LBS Marg, Ghatkopar (W) Mumbai City MH 400086 and factory situated at 115-C, Industrial Estate, Pologround Indore 452015 and also related to the promoter and promoter group of the company.</p> <p>However, as of date, no agreement has been entered for such disposal. It will be executed subject to the approval of members, which is being obtained through the postal ballot.</p> <p>Further company has entered agreement dated 13<sup>th</sup> August, 2024 for disposal of entire undertaking but due to available space not suitable to the company as per requirement of Drug policy therefore no transactions were executed. On request of Cyno Pharma private Limited said agreement has been cancelled mutually.</p>	
F	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”;	Yes, the transaction would fall under a related party transaction and it will be carried out on an arm's length basis and subject to the approval of members, which is being obtained through the postal ballot.	

G	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations.	Not applicable  Further the company has already obtained member's approval through a special resolution passed using postal ballot mechanism on March 15th, 2024 and also in compliance with regulation 37A of LODR Regulation.
H	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale.	N.A.

**FOR BIOFIL CHEMICALS AND PHARMACEUTICALS LIMITED**

**RAMESH SHAH  
CHAIRMAN AND MANAGING DIRECTOR  
DIN: 00028819**