

October 07, 2024

To,
BSE Ltd.
P.J. Towers,
Dalal Street,
Mumbai-400001

Scrip Code: 524444

Sub:- Intimation under Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

Dear Sir,

Pursuant to Regulation 30 read with Schedule III of the SEBI Listing Regulations, we would like to inform you that, the wholly owned subsidiary of our Company i.e. Evexia Lifecare Africa Limited (“**The Investor**”) has executed term sheet on 06.10.2024 with the following intention:-

The subsidiary Company intends to enter as an Investor in 10 LLCs/Entities incorporated in UAE for the expansion of its business. For the purpose of the said investment the existing Partners of the said LLCs are obligated to incorporate an SPV in the form of a Limited Liability Company under the applicable laws of the UAE and has to transfer all of it's holding in all the LLCs which are part of this transaction through swap, thereby becoming the shareholders / partners of the SPV holding 100% of its capital. Upon the Capital Contribution, the Evexia Lifecare Africa Limited shall hold 51% (fifty one percent) share in the capital of the SPV and the existing Partners will hold 49% (forty nine percent) share in the SPV.

The subsidiary Company i.e. Evexia Lifecare Africa Limited intends to bring in an aggregate amount of INR. 1,90,00,00,000 (Rupees One Hundred and Ninety Crores) i.e. AED 8,30,78,268 (AED Eight Crores Thirty Lakhs Seventy Eight Thousand Two Hundred Sixty Eight Only) as an investment and capital contribution to the SPV subject to completion of entire transaction as described in the Term Sheet

The Capital Contribution will be paid by the Evexia Lifecare Africa Limited to the SPV within 45 days from the date of Execution of the Capital Contribution Agreement / Partners Agreement and any other agreements necessary for completion of the proposed transaction.

In view of the above, the detailed disclosure as required under Regulation 30 read with Part A of Schedule III SEBI (Listing Obligations and Disclosure Requirements) (Second Amendment) Regulations 2015 dated 14th June 2023 and SEBI Circular dated 13th July 2023 has been enclosed in **Annexure -1** for your information and record.

Kindly take the same on your records and oblige.

Thanking You,
Yours faithfully,

For Evexia Lifecare Limited

JAYESHBHAI R. THAKKAR
MANAGING DIRECTOR
DIN: 01631093

Sr. No.	Particulars	Information to be disclosed																						
a.	Name of the entity(ies) with whom Memorandum of Understanding cum Term Sheet is signed	<table border="1" data-bbox="762 443 1465 969"> <thead> <tr> <th data-bbox="762 443 874 506">Sr.No.</th> <th data-bbox="874 443 1465 506">Name of LLCs/Entities</th> </tr> </thead> <tbody> <tr> <td data-bbox="762 506 874 573">1.</td> <td data-bbox="874 506 1465 573">MEDSOL AI Abbar Laboratories for Research and Medical Analysis LLC</td> </tr> <tr> <td data-bbox="762 573 874 640">2.</td> <td data-bbox="874 573 1465 640">MEDSOL Histopathology and Speciality Laboratory LLC</td> </tr> <tr> <td data-bbox="762 640 874 685">3.</td> <td data-bbox="874 640 1465 685">Amber Clinics LLC</td> </tr> <tr> <td data-bbox="762 685 874 719">4.</td> <td data-bbox="874 685 1465 719">AI Noor Polyclinic LLC</td> </tr> <tr> <td data-bbox="762 719 874 752">5.</td> <td data-bbox="874 719 1465 752">Medical Solutions FZ-LLC</td> </tr> <tr> <td data-bbox="762 752 874 819">6.</td> <td data-bbox="874 752 1465 819">Medi Plus Diagnostic Center LLC Sole Proprietorship</td> </tr> <tr> <td data-bbox="762 819 874 853">7.</td> <td data-bbox="874 819 1465 853">DML</td> </tr> <tr> <td data-bbox="762 853 874 887">8.</td> <td data-bbox="874 853 1465 887">AI Noor Polyclinic LLC-2</td> </tr> <tr> <td data-bbox="762 887 874 920">9.</td> <td data-bbox="874 887 1465 920">Dr. Joseph Clinic</td> </tr> <tr> <td data-bbox="762 920 874 969">10.</td> <td data-bbox="874 920 1465 969">Dr. Joseph Clinic-2</td> </tr> </tbody> </table> <p data-bbox="762 1003 1465 1070">The duly incorporated entities under the applicable laws of United Arab Emirates (UAE).</p> <p data-bbox="762 1115 1465 1451">The Terms Sheet is duly executed by the Authorised person of the Existing Partners and Evexia Lifecare Africa Limited, a Company incorporated under the applicable laws of UK vide Registration Number 14497377 and having it's Registered Office at International House, 100 Menzies Road, Hastings, England, TN38 9BB, which is a Wholly Owned Subsidiary of Evexia Lifecare Ltd (An Indian Company) ("The Investor/New Partner")</p>	Sr.No.	Name of LLCs/Entities	1.	MEDSOL AI Abbar Laboratories for Research and Medical Analysis LLC	2.	MEDSOL Histopathology and Speciality Laboratory LLC	3.	Amber Clinics LLC	4.	AI Noor Polyclinic LLC	5.	Medical Solutions FZ-LLC	6.	Medi Plus Diagnostic Center LLC Sole Proprietorship	7.	DML	8.	AI Noor Polyclinic LLC-2	9.	Dr. Joseph Clinic	10.	Dr. Joseph Clinic-2
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		<ul style="list-style-type: none"> ➤ The existing Partners of the LLCs are obligated to incorporate an SPV in the form of a Limited Liability Company under the applicable laws of the UAE and has to transfer all of it's holding in all the LLCs which are part of this transaction through swap, thereby becoming the shareholders / partners of the SPV holding 100% of its capital. ➤ The Investor/new Partner shall subscribe in the capital of the SPV with the Capital Contribution as described in more particularly in the part of the Proposed Transaction. ➤ The Investor intends to bring in an aggregate amount of INR. 1,90,00,00,000 (Rupees One Hundred and Ninety Crores) i.e. AED 8,30,78,268 (AED Eight Crores Thirty Lakhs Seventy Eight Thousand Two Hundred Sixty Eight Only) as an investment and capital contribution to the SPV ("Capital Contribution"). ➤ The Total turnover of entire Group (10 LLCs) <table border="1" data-bbox="858 1077 1465 1312"> <thead> <tr> <th>Year</th> <th>Amount in Crores</th> </tr> </thead> <tbody> <tr> <td>2022-23</td> <td>Rs.278.80 Cr.</td> </tr> <tr> <td>2021-22</td> <td>Rs.197.20 Cr.</td> </tr> <tr> <td>2020-21</td> <td>Rs.206.60 Cr.</td> </tr> </tbody> </table> 	Year	Amount in Crores	2022-23	Rs.278.80 Cr.	2021-22	Rs.197.20 Cr.	2020-21	Rs.206.60 Cr.
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c.	Area of agreement	<p>The Capital Contribution will be paid by the Investor to the SPV within 45 days from the date of Execution of the Capital Contribution Agreement / Partners Agreement and any other agreements necessary for completion of the proposed transaction ("Definitive Agreements").</p> <p>The Investor's Capital Contribution shall be deposited into a joint bank account which shall be accessible only through the joint signatures of authorised representative nominated by the Investor and one representative nominated by the existing Partners. <u>The Capital Contribution shall be exclusively utilised for the purpose of capital expenditure for expansion of the business of the LLCs as agreed upon by the Parties.</u></p>								

d.	Domestic/International	International																								
e.	Share exchange ratio	<p>The SPV will Control the 100% ownership of the all the above referred LLCs/Entities.</p> <p>Upon the Capital Contribution, the Investor shall hold 51% (fifty one percent) share in the capital of the SPV and the existing Partners will hold 49% (forty nine percent) share in the SPV.</p>																								
f.	Scope of business operation of agreement	<p>UAE Medical Centers (10 LLC) Group Overview:-</p> <ul style="list-style-type: none"> • Mission to provide accessible, quality healthcare for the people of the GCC and their future generations • Provide expert diagnosis and medical guidance through multiple specialties and the latest technology. • Focused and committed to consistent positive patient experience • The 5 Medical Centers have set a unique precedence in Dubai, by creating the blueprint for future healthcare developments. • Have all the therapeutic departments allowed under the law. <table border="1" data-bbox="758 1198 1465 1944"> <thead> <tr> <th colspan="2">DEPARTMENTS OF BUSINESS</th> </tr> </thead> <tbody> <tr> <td>General Medicine</td> <td>General Surgery</td> </tr> <tr> <td>Internal Medicine</td> <td>Cardiologist</td> </tr> <tr> <td>Gynecology</td> <td>Gastroenterology</td> </tr> <tr> <td>ENT</td> <td>Urologist</td> </tr> <tr> <td>Orthopedic</td> <td>Dental</td> </tr> <tr> <td>Dermatology</td> <td>Dental- Restorative (Endodontist)</td> </tr> <tr> <td>Ophthalmology</td> <td>Radiology & Laboratory</td> </tr> <tr> <td>Psychiatry</td> <td>Physiotherapy</td> </tr> <tr> <td>Audiology</td> <td>Pharmacy</td> </tr> <tr> <td>Optometry</td> <td>Home Healthcare</td> </tr> <tr> <td>Pediatrics</td> <td>Covid Swabbing</td> </tr> </tbody> </table>	DEPARTMENTS OF BUSINESS		General Medicine	General Surgery	Internal Medicine	Cardiologist	Gynecology	Gastroenterology	ENT	Urologist	Orthopedic	Dental	Dermatology	Dental- Restorative (Endodontist)	Ophthalmology	Radiology & Laboratory	Psychiatry	Physiotherapy	Audiology	Pharmacy	Optometry	Home Healthcare	Pediatrics	Covid Swabbing
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g.	Significant terms and conditions of agreement in brief	<p>1. The existing Partners of the LLCs/Entities are obligated to incorporate an SPV in the form of</p>																								

		<p>a Limited Liability Company under the applicable laws of the UAE and has to transfer all of it's holding in all the LLCs which are part of this transaction through swap, thereby becoming the shareholders / partners of the SPV holding 100% of its capital.</p> <ol style="list-style-type: none"> 2. The Investor i.e. Evexia Lifecare Africa Limited intends to bring in an aggregate amount of INR. 1,90,00,00,000 (Rupees One Hundred and Ninety Crores) i.e. AED 8,30,78,268 (AED Eight Crores Thirty Lakhs Seventy Eight Thousand Two Hundred Sixty Eight Only) as an investment and capital contribution to the SPV ("Capital Contribution"). 3. Upon the Capital Contribution, the Investor shall hold 51% (fifty one percent) share in the capital of the SPV and the existing Partners will hold 49% (forty nine percent) share in the SPV. 4. The Investor's Capital Contribution shall be deposited into a Separate bank account (Subscription Account) which shall be accessible only by the authorised representative nominated by Evexia Lifecare Africa Limited. 5. The Capital Contribution shall be exclusively utilised for the purpose of capital expenditure for expansion of the business of the LLCs as agreed upon by the Parties.
<p>h.</p>	<p>Whether the acquisition would fall within related party transactions 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>	<p>Not applicable</p>



EVEXIA LIFECARE LIMITED

(Formerly Known as Kavit Industries Ltd.)

i.	Rationale and benefit expected	<ul style="list-style-type: none">• Mission to provide accessible, quality healthcare for the people of the GCC and their future generations• Provide expert diagnosis and medical guidance through multiple specialties and the latest technology.• Focused and committed to consistent positive patient experience.• The Medical Centers have set a unique precedence in Dubai, by creating the blueprint for future healthcare developments.• Have all the therapeutic departments allowed under the law.
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