

July 10, 2024

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 Scrip Code: 539872	National Stock Exchange of India Limited 5 th Floor, Exchange Plaza, Bandra Kurla Complex Bandra (East) Mumbai-400051 Symbol: BAJAJHCARE
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Dear Sir/Madam,

Subject: Outcome of Board Meeting held today i.e Wednesday, July 10, 2024.

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we hereby inform you that the Board of Directors of our Company at their meeting held today i.e. July 10, 2024 has, subject to approval of the shareholders of the Company and such other regulatory /statutory approvals, as may be required, approved the following:

1. Increase in the Authorized Share Capital of the Company from Rs. 14,00,00,000 (Rupees Fourteen Crores) divided into 2,80,00,000 (Two Crore Eighty Lakhs) Equity Shares of Rs. 5/- (Rupees Five Only) each to Rs. 25,00,00,000 (Rupees Twenty-five Crores) divided into 5,00,00,000 (Five Crores) Equity Shares of Rs. 5/- (Rupees Five Only) each by creation of additional 2,20,00,000 (Two Crores Twenty Lakhs) Equity Shares of Rs. 5/- (Rupees Five Only) each and subsequent alteration to the Memorandum of Association of the Company and Amendments to the Articles of Association of the Company.
2. Issuance of Equity Shares to persons belonging to Non-Promoter category on Preferential Basis, for cash by issuing upto 40,44,852 (Forty Lakhs Forty-Four Thousand Eight Hundred and Fifty-Two) equity shares of the Company of face value of Rs. 5/- each fully paid at a price of Rs. 338/- (Rupees Three Hundred and Thirty-Eight Only), (including a premium of Rs. 333/- (Rupees Three Hundred and Thirty-Three Only) per equity share) aggregating upto Rs. 1,36,71,60,000/- (Rupees One Hundred and Thirty-Six Crores Seventy-One Lakhs Sixty Thousand Only)
3. Issuance of Convertible Equity Warrants to the Promoter, Promoter Group and Persons belonging to Non-Promoter category on Preferential Basis by issuing upto 20,79,409 (Twenty Lakhs Seventy-Nine Thousand Four Hundred and Nine) fully Convertible equity warrants (“Warrants”) with each warrant convertible into or exchangeable for One (1) fully paid-up equity share of the Company of face value of Rs. 5/- each (“the Equity Shares”) at an Issue price of Rs. 338/- (Rupees Three Hundred and Thirty-Eight Only), (including a premium of Rs. 333/- (Rupees Three Hundred and Thirty-Three Only) per Warrant, aggregating to Rs. 70,28,40,362/- (Rupees Seventy Crores Twenty-Eight Lakhs Forty Thousand Three Hundred and Sixty-Two only).
4. Approved the appointment of Mr. Haresh Sanghvi (CP No. 3675 FCS No. 2259) Practicing Company Secretary to act as the Scrutinizer for remote e-voting process at the Extra Ordinary General Meeting of the Company to be held on August 07, 2024 in a fair and transparent manner.
5. Approved the appointment of all other necessary agencies including appointment of Care Rating

BAJAJ HEALTHCARE LIMITED

Registered Office: 602-606, Bhoomi Velocity Infotech Park, Plot No: B-39, B-39A, B-39A/1, Road No. 23, Wagle Ind. Estate, Thane (West), Thane - 400604

Tel. : + 91 22 66177400/ 401; Fax : +91 22 66177458; E-mail : bajajhealth@bajajhealth.com

CIN No. L99999MH1993PLC072892

Limited as the Monitoring Agency for the conduct of the abovestated preferential issue

The Board has also approved convening an Extraordinary General Meeting (“EGM”) of the shareholders of the Company on Wednesday, August 7, 2024, through video conferencing or other audio-visual means, to seek necessary approval of the shareholders of the Company, in respect of the above. In this regard, the Board has also approved the Notice convening the EGM, which shall be submitted to the stock exchanges and dispatched to the shareholders in due course, in compliance with the applicable provisions of the Act, the SEBI Listing Regulations and other applicable laws.

The requisite disclosure, pursuant to Para A of Schedule III of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 on disclosure of material events/ information by listed entities, dated July 13, 2023, is enclosed as **Annexure-A**.

We wish to inform you that the Board Meeting commenced today at 5.00 P.M. and concluded at 8.50 P.M.

Kindly take the same on record.

Thanking You,
**For and Behalf of Board of Director of
Bajaj Healthcare Limited**

Anil Jain
Jt. Managing Director
DIN: 00226137

Encl.: As Above

Disclosure pursuant to Para A of Part A of Schedule III of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 read with Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023

1. Issue of equity shares on Preferential basis

Sr. No.	Particulars	Disclosures						
1	Type of securities proposed to be issued	Equity shares and Equity Warrants						
2	Type of issuance	Preferential Allotment on Private Placement Basis						
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued	Equity Shares: 40,44,852 of face value of Rs. 5/- each fully paid at a price of Rs. 338/- per share (including premium of Rs. 333/- per share) amounting to Rs. 1,36,71,60,000/- (Rupees One Hundred and Thirty-Six Crores Seventy-One Lakhs Sixty Thousand Only).						
4	Additional Details furnished in case of preferential issue:							
A	Issue Price	The issue price is Rs. 338/- per equity share (including premium of Rs. 333/- per equity share)						
B	Names of investors and Post allotment of securities-outcome of the subscription	Name of Proposed Allottees		No. of equity shares proposed to be allotted		*Post issue holding		Category
				No.	% of shares			
		Vanaja Sundar Iyer	6,50,888	6,50,888	1.93	Non-Promoter Public		
		Weststone Management	6,50,888	6,50,888	1.93	Non-Promoter Public		

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		Consultancy Pvt Ltd				
		HDFC Mutual Fund - HDFC Pharma and Healthcare Fund	4,14,201	4,14,201	1.23	Non-Promoter Public
		Swastik Capital	3,00,000	3,00,000	0.89	Non-Promoter Public
		Universal Golden Fund	2,66,272	2,66,272	0.79	Non-Promoter Public
		Emerging Business Fund	2,07,101	2,07,101	0.61	Non-Promoter Public
		Gazania Advisory LLP	2,07,101	2,07,101	0.61	Non-Promoter Public
		Akshat Greentech Pvt ltd	1,77,515	1,77,515	0.53	Non-Promoter Public
		Umang Mahendra Shah	1,47,929	1,47,929	0.44	Non-Promoter Public
		Sudha Commercial Company Limited	1,03,550	1,03,550	0.31	Non-Promoter Public
		Raika Investments	1,03,550	1,03,550	0.31	Non-Promoter Public
		SSS Advisory LLP	88,757	88,757	0.26	Non-Promoter Public
		Anuj Shah	73,964	73,964	0.22	Non-Promoter Public
		Jignesh V Shah HUF	59,172	59,172	0.18	Non-Promoter Public
		Madhusudan Loya	50,000	50,000	0.15	Non-Promoter Public
		Shradha Manish Mehta	50,000	50,000	0.15	Non-Promoter Public
		Bharat Gada	44,379	44,379	0.13	Non-Promoter Public
		BH Lakhani	35,000	35,000	0.10	Non-Promoter Public
		U.K Vora	35,000	35,000	0.10	Non-Promoter Public
		Vimal Trading	35,000	35,000	0.10	Non-Promoter Public
		Shubh Agarwal	30,000	30,000	0.09	Non-Promoter Public
		Jay Agarwal	30,000	30,000	0.09	Non-Promoter Public
		Anuja Loya	30,000	30,000	0.09	Non-Promoter Public
		Gauravh Arora	30,000	30,000	0.09	Non-Promoter Public
		Komal Dugar	30,000	30,000	0.09	Non-Promoter Public
		Raj Rughani	30,000	30,000	0.09	Non-Promoter Public
		Viral Pravinkumar Parekh	30,000	30,000	0.09	Non-Promoter Public
		Fulvaben Hitenbhai Shah	30,000	30,000	0.09	Non-Promoter Public
		Neha Amit Mehta	29,586	29,586	0.09	Non-Promoter Public
		Viraj Mahadevia	15,000	15,000	0.04	Non-Promoter Public
		Manish Gupta	15,000	15,000	0.04	Non-Promoter Public
		Sheela Goleccha	15,000	15,000	0.04	Non-Promoter Public
		Sushma Jain	15,000	15,000	0.04	Non-Promoter Public
		Balram Singh Yadav	15,000	15,000	0.04	Non-Promoter Public
		<i>*Assuming full subscription of equity shares and full conversion of warrants into equity shares</i>				
C	In case of convertibles, intimation on conversion of securities	Not applicable				

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	or on lapse of the tenure of the instrument	
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2. Issue of Convertible Equity Warrants on Preferential basis

Sr. No.	Particulars	Disclosures					
1	Type of securities proposed to be issued	:	Convertible warrants ("Warrants") with a right exercisable by the Warrant holder to subscribe to one Equity Share per Warrant				
2	Type of issuance	:	Preferential issue				
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued	:	Equity Warrants: 20,79,409 of face value of Rs. 5/- each fully paid at a price of Rs. 338/- amounting to Rs. 70,28,40,362/- (Rupees Seventy Crores Twenty-Eight Lakhs Forty Thousand Three Hundred and Sixty-Two only).				
4	Additional Details furnished in case of preferential issue:						
A	Issue Price	:	The issue price is Rs. 338/- per warrant (including premium of Rs. 333/- per warrant)				
B	Names of investors and Post allotment of securities-outcome of the subscription	:	Name of Proposed Allottee	No. of Shares to be allotted upon conversion of warrant	*Post issue Holding		Category
					No.	% of shares	
			Sajankumar Bajaj	4,55,075	1,01,65,775	30.15	Promoter
			Anil Jain	4,55,074	19,16,849	5.68	Promoter Group
			Swastik Capital	7,82,574	7,82,574	2.32	Non-Promoter Public
			Dr Ashish Garg	1,77,515	1,77,515	0.53	Non-Promoter Public
			Mohit Poddar	59,172	59,172	0.18	Non-Promoter Public
			BH Lakhani	50,000	50,000	0.15	Non-Promoter Public
Vimal Trading	50,000	50,000	0.15	Non-Promoter			

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						Public
		U.K Vora	50,000	50,000	0.15	Non-Promoter Public
		*Assuming full subscription of equity shares and full conversion of warrants into equity shares				
C	In case of convertibles, intimation on conversion of securities or on lapse of the tenure of the instrument	:	Each Warrant is convertible into One (1) Equity Share and the conversion can be exercised at any time within a period of 18 months from the date of allotment of warrants, in one or more tranches, as the case may be and on such other terms and conditions as applicable. Option for conversion of Warrants into Equity Shares will be available upon payment of full price of warrant.			

3. Brief Details with respect to alteration of Memorandum of Association (“MOA”) and Articles of Association (“AOA”) of the Company

Sr. No.	Particulars	Disclosures
A.	Alteration of Memorandum of Association	<p>Amendment in Clause V (Capital Clause) of the Memorandum of Association of the Company as below:</p> <p>V. The Authorised Share Capital of the Company is Rs. 25,00,00,000 (Rupees Twenty-five Crores Only) divided into 5,00,00,000 Equity Shares of Rs. /- (Rupees Five only) each , with power to increase or reduce the Capital of the Company and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify, amalgamate or abrogate any such rights, privileges or conditions in such manner as maybe for the time being provided by the Articles of Association of the Company.</p>
B.	Alteration of Articles of Association	Amendments to the Articles of Association of the Company, to incorporate specific clauses related to the issuance of securities including warrants convertible into equity shares of the Company, and for other ancillary matters in respect thereof.