

February 6, 2025

To Listing Department, <b>NATIONAL STOCK EXCHANGE OF INDIA LIMITED</b> Exchange Plaza, Bandra Kurla Complex, Bandra (E), <b>MUMBAI -400 051</b>  <b>Company Code No. AUROPHARMA</b>	To The Corporate Relations Department <b>BSE LIMITED</b> Phiroz Jeejeebhoy Towers, 25 <sup>th</sup> floor, Dalal Street, <b>MUMBAI -400 001</b>  <b>Company Code No. 524804</b>
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Dear Sir / Madam,

**Sub: Purchase of entire shares of a subsidiary of the Company and make it a direct subsidiary of the Company.**

The Board of Directors of the Company at its meeting held today, February 6, 2025, has approved the purchase of entire 80% of the equity share capital of Tergene Biotech Limited, a step-down subsidiary of the Company, held by Auro Vaccines Private Limited, a wholly owned stepdown subsidiary of the Company, and make Tergene Biotech Limited a direct subsidiary of the Company.

The details required in terms of Regulation 30 of the SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are provided in **Annexure**.

The Board meeting commenced at 4.30 p.m. and concluded at 6.45 p.m.

Please take the information on record.

Yours faithfully,  
**For AUROBINDO PHARMA LIMITED**

B. Adi Reddy  
Company Secretary

Enclosures: as above

(CIN : L24239TG1986PLC015190)

**AUROBINDO PHARMA LIMITED**  
[www.aurobindo.com](http://www.aurobindo.com)

Corp. Off.: Galaxy, Floors: 22-24, Plot No.1, Survey No.83/1, Hyderabad Knowledge City, Raidurg Panmaktha, Ranga Reddy District, Hyderabad – 500 032, Telangana, India.  
Tel : +91 40 6672 5000 / 6672 1200 Fax: +91 40 6707 4044.

Regd. off.: Plot No. 2, Maithrivihar, Ameerpet, Hyderabad - 500 038, Telangana., India. Tel: +91 40 2373 6370/ 2374 7340 Fax: +91 40 2374 1080 / 2374 6833  
Email: [info@aurobindo.com](mailto:info@aurobindo.com) Website: [www.aurobindo.com](http://www.aurobindo.com)

**Annexure**

a	Name of the target entity, details in brief such as size, turnover etc.;	<p>Tergene Biotech Limited (“Tergene”), a step-down subsidiary of the Company in which Auro Vaccines Private Limited (“Auro Vaccines”), a wholly owned step-down subsidiary of the Company, is holding 80% stake.</p> <p>Purchase of entire 80% of the equity share capital of Tergene by the Company from Auro Vaccines.</p> <p>The turnover of Tergene for the year ended March 31, 2024 is Nil which contributes to Nil % of the turnover of the Company.</p> <p>It has a negative net worth for the year ended March 31, 2024 of Rs. 42.40 crores.</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>Tergene being a step-down subsidiary of the Company and Auro Vaccines, a wholly owned step-down subsidiary of the Company, the three are related parties as per Regulation 2 (zb) of SEBI (Listing at Obligations and Disclosure Requirements) Regulations, 2015.</p> <p>The transaction is being undertaken between the holding company and its wholly owned step-down subsidiary and accordingly there is no impact on a consolidated basis.</p> <p>As per the provisions of Section 188 of Companies Act, 2013 and Regulation 23(5)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, provisions relating to related party transactions are not applicable in respect of transactions between holding company and its wholly owned subsidiary.</p>
c	Industry to which the entity being acquired belongs;	Manufacturing / marketing of pharmaceutical 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);	To make it a direct subsidiary of the Company.

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e	Brief details of any governmental or regulatory approvals required for the acquisition;	No governmental or regulatory approvals required.								
f	Indicative time period for completion of the acquisition;	By February 28, 2025.								
g	Consideration - whether cash consideration or share swap or any other form and details of the same;	Cash consideration								
h	Cost of acquisition and/or the price at which the shares are acquired;	Rs. 107.6 million								
i	Percentage of shareholding / control acquired and / or number of shares acquired;	80%								
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>Tergene is a step-down subsidiary of the Company incorporated on March 7, 2008, in India for manufacturing and marketing pharmaceutical products.</p> <p><u>Turnover of Tergene for the last 3 years</u></p> <table border="1"> <thead> <tr> <th>Year</th> <th>Turnover (Rs. in million)</th> </tr> </thead> <tbody> <tr> <td>2023-24</td> <td>Nil</td> </tr> <tr> <td>2022-23</td> <td>Nil</td> </tr> <tr> <td>2021-22</td> <td>15.00</td> </tr> </tbody> </table>	Year	Turnover (Rs. in million)	2023-24	Nil	2022-23	Nil	2021-22	15.00
Year	Turnover (Rs. in million)									
2023-24	Nil									
2022-23	Nil									
2021-22	15.00									

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