



Natco Pharma Limited

Regd. Off. : 'NATCO HOUSE', Road No. 2, Banjara Hills, Hyderabad - 500034.
Telangana, INDIA. Tel : +91 40 23547532, Fax : +91 40 23548243
CIN : L24230TG1981PLC003201, www.natcopharma.co.in

Date: 8th March, 2023

To,
The General Manager
BSE Limited
Corporate Relation Department
Phiroze Jeejeeboy Towers
14th Floor, Dalal Street,
Fort, **Mumbai- 400 001**
Scrip Code: 524816

National Stock Exchange of India Limited
Listing Department
Exchange Plaza
Bandra Kurla Complex
Bandra (East)
Mumbai 400 051
Scrip Code: NATCOPHARM

Dear Sir/Madam,

Subject: Outcome of Board Meeting held on 8th March, 2023

Further to our intimation dated 2nd March, 2023 and in terms of Regulation 30 of the SEBI Listing Regulations read with circular issued by SEBI bearing number CIR/CFD/CMD/4/2015 dated September 09, 2015 and other applicable provisions of law, we wish to inform you that the Board of Directors of Natco Pharma Limited (the "**Company**") at its meeting held on 8th March, 2023 has inter alia:

1. Approved a proposal to buyback by the Company of up to 30,00,000 (Thirty Lakhs) fully paid-up equity shares of face value of Rs. 2/- (Rupees Two only) each ("**Equity Shares**") at a price not exceeding Rs. 700/- (Rupees Seven Hundred only) per Equity Share (the "**Maximum Buyback Price**") payable in cash for an aggregate amount not exceeding 210,00,00,000/- (Rupees Two Hundred and Ten Crores only) (the "**Maximum Buyback Size**"), from the shareholders of the Company excluding promoters, promoter group and persons who are in control of the Company, via the "Open Market" route through the stock exchanges mechanism, i.e., using the electronic trading facilities of BSE Limited ("**BSE**") and the National Stock Exchange of India Limited ("**NSE**" and together with BSE the "**Stock Exchanges**"), in accordance with the provisions under the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (the "**Buyback Regulations**") and the Companies Act, 2013 (including the rules and regulations framed thereunder), as amended, and other applicable provisions (the process hereinafter referred to as the "**Buyback**").
2. At the Maximum Buyback Price and for the Maximum Buyback Size, the indicative maximum number of Equity Shares bought back would be 30,00,000 (Thirty Lakhs) Equity Shares ("**Maximum Buyback Shares**") which is 1.64% of the total number of paid-up Equity Shares of the Company. If the Equity Shares are bought back at a price below the Maximum Buyback Price, the actual number of Equity Shares bought back could exceed the indicative Maximum Buyback Shares (assuming full deployment of Maximum Buyback Size) but will always be subject to the Maximum Buyback Size. Further, the Buyback shall not exceed the Maximum Buyback Size, which represents 5.13% and 5.04% of the aggregate of the total paid-up capital and free reserves of the Company based on the audited standalone financial statements and audited consolidated financial statements of the Company as at March 31, 2022 respectively and is within the statutory limit of 10% of the aggregate of the fully paid-up equity share capital and free reserves of the Company under the board approval route under the Section 68(2)(b) of the Companies Act, 2013 and pursuant to the proviso to Regulation 5(i)(b) of Buyback Regulations.

Maximum Buyback Size shall not include any other expenses incurred or to be incurred for the Buyback like filing fees payable to SEBI, advisors' fees, stock exchange fee for usage of their platform for Buyback, brokerage, costs, fees, turnover charges, applicable taxes such as buyback tax, securities transaction tax, Goods and Services Tax (if any), stamp duty, etc., public announcement publication expenses and other incidental and related expenses and charges.



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Unless otherwise permitted under applicable law, the Company shall utilize at least the Minimum Buyback Size as calculated in accordance with the provisions of the Buyback Regulations towards the Buyback.

The pre-Buyback and post-Buyback shareholding pattern of the Company is enclosed as **Annexure-A**.

3. The formation of a Buyback Committee and delegated its powers to the Buyback Committee to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, usual or proper in connection with the Buyback.

The Buy Back Committee of the Company consist as follows:

- (a) Sri V.C. Nannapaneni, Managing Director
 - (b) Sri Rajeev Nannapaneni, Director & Chief Executive Officer
 - (c) Sri P.S.R.K. Prasad, Director & Executive Vice President (Corporate Engineering Services)
4. Appointment of Mr. Venkat Ramesh Chekuri, Company Secretary & Compliance Officer of the Company as the "Compliance Officer" for the purpose of the Buyback.
 5. M/s. DAM Capital Advisors Limited, a SEBI Registered Merchant Banker, has been appointed as the Manager to the Buyback.
 6. The public announcement setting out the process, timelines, Minimum Buyback Size and other requisite details will be released in due course in accordance with the Buyback Regulations.

The meeting commenced at 10:30 (IST) and ended at 11.10 (IST).

This is for your information and records.

Thanking you,

Yours faithfully,

For Natco Pharma Limited

Venkat Ramesh Chekuri
Company Secretary &
Compliance Officer



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Annexure A

Shareholding pattern of the Company as on 8th March, 2023 (pre-Buyback), and post-Buyback (assuming the Company buys back the Maximum Buyback Size), is given below:

Category	Pre-Buyback		Post Buyback*	
	No. of Equity Shares	% of Equity Shares	No. of Equity Shares	% of Equity Shares
(A) Promoter & Promoter Group	8,91,20,575	48.82	8,91,20,575	49.63
(B) Public	9,34,36,590	51.18	9,04,36,590	50.37
(C1) Shares underlying DRs				
(C2) Shares held by Employee Trust	--	--	--	--
(C) Non-Promoter-Non Public (C1+ C2)				
Grant Total (A+B+C)	18,25,57,165	100.00	17,95,57,165	100.00

**The shareholding, post completion of the Buyback, may differ upon the actual number of equity shares of the Company bought back in the Buyback.*