

**Ref: 31/SE/LC/2024-25**

**Date: 02/08/2024**

To,

**Head, Listing Compliance Department  
BSE Limited**

Phiroze Jeejeebhoy Towers Dalal Street,  
Mumbai - 400 001.

**Scrip Code: 544122**

**Head, Listing Compliance Department  
National Stock Exchange of India Limited**

Exchange Plaza, Plot No. C/1. G Block,  
Bandra -Kurla Complex, Bandra (East),  
Mumbai- 400051

**Scrip Symbol: ENTERO**

Dear Sir/Madam,

**Subject: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. ('LODR')**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company, at their meeting held today i.e. August 02, 2024, inter alia, considered and approved to execute the definitive agreements to acquire following entities directly:

- a. Gourav Medical Agencies Private Limited
- b. Sai Pharma Distributor Private Limited
- c. Srinivasa Lifecare Private Limited

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13<sup>th</sup> July, 2023 in respect of the 3 entities proposed to be acquired, are given in **Annexure A, B and C** respectively, annexed hereto.

The Board Meeting commenced at 01:15 PM (IST) and concluded at 04:00 PM (IST).

This outcome will also be uploaded on the website of the Company.

You are requested to take the same on record.

For **Entero Healthcare Solutions Limited**

Jayant Prakash

**General Counsel, Company Secretary & Compliance Officer**

(Mem: F6742)

*Annexure- A*

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13<sup>th</sup> July, 2023 are as under:

Sr. No.	Particulars	Details
a	Name of the target entity, details in brief such as size, turnover etc.	<p>Gourav Medical Agencies Private Limited, a company incorporated in Jaipur, Rajasthan, India, bearing CIN U46497RJ2024PTC095910 (“<b>GMAPL</b>”).</p> <p>GMAPL is engaged in the business of wholesale distribution of pharmaceuticals and other allied products.</p> <p>Paid-up equity share capital of GMAPL is INR. 1,00,000/- (Indian Rupees One Lakh Only).</p> <p>The turnover of GMAPL is NIL as GMAPL was incorporated as on July 05, 2024.</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”	No, the acquisition shall not fall within related party transaction and promoter/promoter group/ group companies does not have any interest in the GMAPL.
c.	Industry to which the entity being acquired belongs	GMAPL operates in same line of business activity i.e. business of distribution of pharmaceuticals, surgical and other healthcare and allied products.
d.	Objects and impact of acquisition	The business of GMAPL is in line of the business of the Company i.e. wholesale distribution of pharmaceutical

Sr. No.	Particulars	Details
	(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);	and other allied products and the acquisition of GMAPL by the Company shall enable the Company to expand its business in the State of Rajasthan and thereby enabling the Company to generate additional business and revenue on consolidated basis.
e.	Brief details of any governmental or regulatory approvals required for the acquisition;	Not applicable.
f.	Indicative time period for completion of the acquisition;	The acquisition shall be completed by September 30, 2024.
G.	Consideration whether cash consideration or share swap or any other form and details of the same	The acquisition of GMAPL will be through cash consideration.
h.	Cost of acquisition and/ or the price at which the shares are acquired;	<p>8,000 equity shares of GMAPL will be acquired at INR 10/- (Indian Rupees Ten only) per equity share at total amount of Rs. 80,000/- (Indian Rupees Eighty Thousand only).</p> <p><i>Note: GMAPL is considering acquisition of business undertaking of Gourav Medical Agencies, the Proprietorship, Mr. Sanjay Kumar Goyal, as sole proprietor, as a going concern on a slump sale basis, which is in the business of wholesale distribution of pharmaceutical products, surgical and other healthcare and allied products.</i></p> <p><i>The slump sale amount payable shall be discharged by GMAPL. Details of revenue pertaining to Gourav Medical Agencies, for last three years, has been summarized in Annexure I.</i></p>
i	Percentage of shareholding /	Company is proposed to acquire 8,000 (Eight Thousand) equity shares of face value INR 10/- (Indian Rupees Ten

Sr. No.	Particulars	Details
	control acquired and / or number of shares acquired;	only) each, equivalent to 80% (Eighty percent) of the total issued and paid-up equity share capital of GMAPL.
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);	GMAPL is engaged in the business of wholesale distribution of pharmaceutical and other allied products. GMAPL was incorporated on July 05, 2024 and thus the turnover of GMAPL is NIL. GMAPL conducts its business only in India.

### Annexure I

*GMAPL shall acquire business undertakings of Gourav Medical Agencies. Details of revenue are mentioned below:*

Name of the Firm	Figures in Rs. Mn		
	F.Y - 2023-2024 (Unaudited)	F.Y - 2022-2023 (Audited)	F.Y - 2021-2022 (Audited)
<i>Gourav Medical Agencies</i>	357	276	315
<b>Total</b>	<b>357</b>	<b>276</b>	<b>315</b>

*Annexure- B*

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13<sup>th</sup> July, 2023 are as under:

Sr. No.	Particulars	Details
a	Name of the target entity, details in brief such as size, turnover etc.	<p>Sai Pharma Distributors Private Limited, a company incorporated in Hyderabad, Telangana, India, bearing CIN U24239TG2000PTC034017 (“SPDPL”).</p> <p>SPDPL is engaged in the business of wholesale distribution of pharmaceuticals and other allied products.</p> <p>Paid-up equity share capital of SPDPL is INR. 99,00,000/- (Indian Rupees Ninety-Nine Lakhs Only).</p> <p>The turnover of SPDPL is mentioned in <i>Annexure I</i>.</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”	No, the acquisition shall not fall within related party transaction and promoter/promoter group/ group companies does not have any interest in the SPDPL.
c.	industry to which the entity being acquired belongs	SPDPL operates in same line of business activity i.e. business of distribution of pharmaceuticals, surgical and other healthcare and allied products.
d.	objects and impact of acquisition (including but not limited to,	The business of SPDPL is in line of the business of the Company i.e. wholesale distribution of pharmaceutical and other allied products and the acquisition of SPDPL by the Company shall enable the Company to expand its

Sr. No.	Particulars	Details
	disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	business in the State of Telangana and thereby enabling the Company to generate additional business and revenue on consolidated basis.
e.	brief details of any governmental or regulatory approvals required for the acquisition;	Not applicable.
f.	indicative time period for completion of the acquisition;	The acquisition shall be completed by September 30, 2024.
G.	consideration whether cash consideration or share swap or any other form and details of the same	The acquisition of SPDPL will be through cash consideration.
h.	cost of acquisition and/ or the price at which the shares are acquired;	6,93,000 equity shares of face value of INR 10 /- each of SPDPL representing 70% of the total issued and paid-up equity share capital will be acquired at INR 1,114 (Indian Rupees One Thousand One Hundred Fourteen only) per equity share at total consideration amount of Rs. 77,20,00,000/- (Indian Rupees Seventy-Seven Crore Twenty Lakhs only).  The consideration includes contingent payouts based on fulfilment of certain agreed future financial performance of SPDPL.
i	percentage of shareholding / control acquired and / or number of shares acquired;	Company is proposed to acquire 6,93,000 (Six Lakh Ninety-Three Thousand) equity shares of face value INR 10/- (Indian Rupees Ten only) each, representing 70% (Seventy percent) of the total issued and paid-up equity share capital of SPDPL.
j	brief background about the entity acquired in terms	SPDPL is engaged in the business of wholesale distribution of pharmaceutical and other allied

Sr. No.	Particulars	Details
	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);	products. SPDPL was incorporated on March 24, 2000. SPDPL conducts its business only in India.

### Annexure I

*Details of revenue are mentioned below:*

Name of the Firm	Figures in Rs. Mn		
	F.Y - 2023-2024 (Unaudited)	F.Y - 2022-2023 (Audited)	F.Y - 2021-2022 (Audited)
SPDPL	2,221	1,705	1,194
<b>Total</b>	<b>2,221</b>	<b>1,705</b>	<b>1,194</b>



*Annexure- C*

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13<sup>th</sup> July, 2023 are as under:

Sr. No.	Particulars	Details
a	Name of the target entity, details in brief such as size, turnover etc.	<p>Srinivasa Lifecare Private Limited, a company incorporated in Khammam, Telangana, India, bearing CIN U46497TS2024PTC187272 (“SLPL”).</p> <p>SLPL is engaged in the business of wholesale distribution of pharmaceuticals and other allied products.</p> <p>Paid-up equity share capital of SLPL is INR. 1,00,000/- (Indian Rupees One Lakhs Only).</p> <p>The turnover of SLPL is NIL as SLPL was incorporated as on July 05, 2024.</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”	No, the acquisition shall not fall within related party transaction and promoter/promoter group/group companies does not have any interest in the SLPL.
c.	industry to which the entity being acquired belongs	SLPL operates in same line of business activity i.e. business of distribution of pharmaceuticals, surgical and other healthcare and allied products.
d.	objects and impact of acquisition	The business of SLPL is in line of the business of the Company i.e. wholesale distribution of



Sr. No.	Particulars	Details
	(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);	pharmaceutical and other allied products and the acquisition of SLPL by the Company shall enable the Company to expand its business in the State of Telangana and thereby enabling the Company to generate additional business and revenue on consolidated basis.
e.	brief details of any governmental or regulatory approvals required for the acquisition;	Not applicable.
f.	indicative time period for completion of the acquisition;	The acquisition shall be completed by September 30, 2024.
G.	consideration whether cash consideration or share swap or any other form and details of the same	The acquisition of SLPL will be through cash consideration.
h.	cost of acquisition and/ or the price at which the shares are acquired;	<p>7,000 equity shares of SLPL will be acquired at INR 10/- (Indian Rupees Ten only) per equity share at total amount of Rs. 70,000/- (Indian Rupees Seventy Thousand only).</p> <p><i>Note: SLPL is considering acquisition of business undertaking of Srinivasa Medical Distributors, Partnership, having Mr. Sambasiva Rao Doddapaneni, Mr. Venkata Kumar Doddapaneni, Mrs. Sujata Doddapaneni and Mrs. Pavani Doddapaneni as partners, as a going concern on a slump sale basis, which is in the business of wholesale distribution of pharmaceutical products, surgical and other healthcare and allied products.</i></p> <p><i>The slump sale amount payable shall be discharged by SLPL. Details of revenue pertaining to Srinivasa</i></p>

Sr. No.	Particulars	Details
		<i>Medical Distributors, for last three years, has been summarized in Annexure I.</i>
i	percentage of shareholding / control acquired and / or number of shares acquired;	Company is proposed to acquire 7,000 (Seventy Thousand) equity shares of face value INR 10/- (Indian Rupees Ten only) each, equivalent to 70% (Seventy percent) of the total issued and paid-up equity share capital of SLPL.
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);	SLPL is engaged in the business of wholesale distribution of pharmaceutical and other allied products. SLPL was incorporated on July 05, 2024 and thus the turnover of SLPL is NIL. SLPL conducts its business only in India.

### Annexure I

*SLPL shall acquire business undertakings of Srinivasa Medical Distributors. Details of revenue are mentioned below:*

Figures in Rs. Mn

Name of the Firm	F.Y - 2023-2024 (Unaudited)	F.Y - 2022-2023 (Audited)	F.Y - 2021-2022 (Audited)
<i>Srinivasa Medical Distributors</i>	525	491	497
<b>Total</b>	<b>525</b>	<b>491</b>	<b>497</b>