



Pharmaceuticals Limited

Registered & Corporate Office :

Plot No. 72, H. No. 8-2-334/3 & 4, Road No. 5,
Opp. SBI Executive Enclave, Banjara Hills,
Hyderabad - 500 034, Telangana, INDIA.
Tel : +91-40-2525 9999, Fax : +91-40-2525 9889
CIN : L24239TG1987PLC008066
Email: info@smspharma.com, www.smspharma.com

9th December, 2020

To
BSE Limited,
Listing Department, P J Towers,
Dalal Street,
Mumbai – 400 001.
Scrip code: 532815

National Stock Exchange of India Limited,
Listing Department, “Exchange Plaza”,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400 051.
Trading Symbol: SMSPHARMA

Dear Sir/Madam,

SUB: REPORT REGARDING INTER-SE TRANSFER

Ref: Regulation 10(6) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

In furtherance to the intimation under Regulation 10(5) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 (“Takeover Regulations”) submitted by Mr. Ramesh Babu Potluri, Mrs. Hima Bindu Potluri, Mr. Vamsi Krishna Potluri and M/s Potluri Infra Projects LLP (“Acquirers”) on November 27, 2020, belonging to Promoter and Promoter Group of SMS Pharmaceuticals Limited (“Company”), have in aggregate acquired 87,57,500 (Eighty Seven Lakhs Fifty Seven Thousand Five Hundred) Equity Shares of the Company by way of inter-se transfer in terms of Regulation 10(1)(a)(ii) of Takeover Regulations, by way of market Purchase on December 7 & 8, 2020.

In this connection, Acquirers have submitted report pursuant to Regulation 10(6) of Takeover Regulations. Kindly take the same on record and suitably disseminate to all concerned.

Yours Truly,

For SMS Pharmaceuticals Limited


V.S.Venkatish

Company Secretary

[Enclosed: Disclosure received by the Company]

December 9, 2020

From

Mr. Ramesh Babu Potluri

Mrs. Hima Bindu Potluri

Mr. Vamsi Krishna Potluri

M/s Potluri Infra Projects LLP

[Promoters & Promoter Group of SMS Pharmaceuticals Limited]

Plot. No. 265 Q, Road No. 10, Jubilee Hills, Hyderabad – 500033 TS

To

BSE Limited,

Listing Department, P J Towers,

Dalal Street,

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National Stock Exchange of India Limited,

Listing Department, "Exchange Plaza",

Bandra-Kurla Complex, Bandra (E),

Mumbai – 400 051.

Trading Symbol: SMSPHARMA

To,

Company Secretary,

SMS Pharmaceuticals Limited

Plot. no. 72, H.No. 8-2-334/3&4, Road No.5, Opp. SBI Executive Enclave, Banjara Hills, Hyderabad 500034

Dear Sir,

SUB. REPORT UNDER REGULATION 10(6) OF THE SEBI (SAST) REGULATION, 2011

We hereby submit report as required under Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for acquisition of 87,57,500 equity shares of SMS Pharmaceuticals Limited, by way of inter-se transfer on December 7 & 8, 2020, in terms of Regulation 10(1)(a)(ii) of SEBI Takeover Regulations.

An advance intimation under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 was given on 27.11.2020.

Kindly take the same on record and suitably disseminate to all concerned.

Thanking you,

Yours Truly,


Ramesh Babu Potluri


Vamsi Krishna Potluri


Hima Bindu Potluri


Vamsi Krishna Potluri

On behalf of Potluri Infra Projects LLP

Designated Partner

Encl as above

FORMAT FOR DISCLOSURES UNDER REGULATION 10(6) – REPORT TO STOCK EXCHANGES IN RESPECT OF ANY ACQUISITION MADE IN RELIANCE UPON EXEMPTION PROVIDED FOR IN REGULATION 10 OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

1.	Name of the Target Company (TC)	SMS Pharmaceuticals Limited															
2.	Name of the acquirer(s)	Mr. Ramesh Babu Potluri Mrs. Hima Bindu Potluri Mr. Vamsi Krishna Potluri M/s Potluri Infra Projects LLP															
3.	Name of the stock exchange where shares of the TC are listed	i. BSE Limited [BSE] ii. National Stock Exchange of India Limited [NSE]															
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Restructuring of promoter and Promoter group holding by inter-se transfers among the exiting persons and entities belonging to the promoter and promoter group of SMS Pharmaceuticals Limited by way of market purchases.															
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(a)(ii) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.															
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	Yes, The disclosure was made within the timeline specified under Regulation 10(5) BSE – November 27, 2020 NSE – November 27, 2020															
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made														
	a.	Name of the transferor / seller	Yes														
	b.	Date of acquisition	December 7 & 8 2020														
	c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	<table border="1"> <thead> <tr> <th>Sl no.</th> <th>Name of seller</th> <th>No of shares</th> </tr> </thead> <tbody> <tr> <td>1)</td> <td>Mr. TVVSN Murthy</td> <td>48,05,820 (5.68%)</td> </tr> <tr> <td>2)</td> <td>TVVSN Murthy – HUF</td> <td>5,86,340 (0.69%)</td> </tr> <tr> <td>3)</td> <td>Mrs. Annapurna Talluri</td> <td>33,65,340 (3.98%)</td> </tr> </tbody> </table>	Sl no.	Name of seller	No of shares	1)	Mr. TVVSN Murthy	48,05,820 (5.68%)	2)	TVVSN Murthy – HUF	5,86,340 (0.69%)	3)	Mrs. Annapurna Talluri	33,65,340 (3.98%)		
	Sl no.	Name of seller	No of shares														
1)	Mr. TVVSN Murthy	48,05,820 (5.68%)															
2)	TVVSN Murthy – HUF	5,86,340 (0.69%)															
3)	Mrs. Annapurna Talluri	33,65,340 (3.98%)															
d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	<table border="1"> <thead> <tr> <th colspan="3">Proposed acquisition</th> <th colspan="2">Actual Acquisition</th> </tr> </thead> <tbody> <tr> <td>87,57,500</td> <td>Equity</td> <td>Shares</td> <td>87,57,500</td> <td>Equity Shares</td> </tr> <tr> <td>(10.35%)</td> <td></td> <td></td> <td>(10.35%)</td> <td></td> </tr> </tbody> </table>	Proposed acquisition			Actual Acquisition		87,57,500	Equity	Shares	87,57,500	Equity Shares	(10.35%)			(10.35%)	
Proposed acquisition			Actual Acquisition														
87,57,500	Equity	Shares	87,57,500	Equity Shares													
(10.35%)			(10.35%)														

	e.	Price at which shares are proposed to be acquired / actually acquired	<u>07.12.2020</u> Rs. 94.70 per share for 42,24,680 shares [Block Deal] Rs. 97.67 per share for 10,93,100 shares [Regular trade] <u>08.12.2020</u> Rs. 94.70 per share for 28,58,580 shares [Block Deal] Rs. 95.35 per shares for 5,81,140 shares [Regular Trade]			
8.	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	a	Each Acquirer / Transferee(*)				
		i. Mr. Ramesh Babu Potluri	1,40,84,960	16.64%	1,55,53,060	18.37%
		ii. Mrs. Hima Bindu Potluri	1,33,98,360	15.83%	1,47,88,840	17.47%
		iii. Mr. Vamsi Krishna Potluri	80,10,590	9.46%	1,33,28,370	15.74%
		iv. M/s Potluri Infra Projects LLP	<u>61,04,100</u>	<u>7.21%</u>	<u>66,85,240</u>	<u>7.91%</u>
			4,15,98,010	49.14%	5,03,55,510	59.49%
	b	Each Seller / Transferor				
		i. Mr. TVVSN Murthy	54,67,000	6.46%	6,61,180	0.78%
		ii. TVVSN Murthy – HUF	5,86,340	0.69%	-	-
		iii. Mrs. Annapurna Talluri	<u>33,65,340</u>	<u>3.98%</u>	-	-
			94,18,680	11.13%	6,61,180	0.78%


Ramesh Babu Potluri


Vamsi Krishna Potluri


Hima Bindu Potluri


Vamsi Krishna Potluri

On behalf of Potluri Infra Projects LLP
Designated Partner

Place. Hyderabad
Date. December 9, 2020