



# **DHANUKA** *Laboratories Ltd.*

CIN: U24100DL1993PLC052285

7KM, Old Manesar Road, Village Mohammedpur, Gurgaon, Haryana, India – 122004

Ph: +91 124 3938921; Fax: +91 124 3938908; Email: [dll@dhanuka.com](mailto:dll@dhanuka.com)

Website: [www.dhanuka.com](http://www.dhanuka.com)

April 06, 2020

**National Stock Exchange of India Ltd.**  
"Exchange Plaza"  
Bandra-Kurla Complex  
Bandra (E),  
Mumbai - 400 051  
Stock Code: ORCHIDPHAR

**BSE Ltd.**  
Listing Department  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001  
Stock Code: 524372

**Sub: Report under Regulation 10(6) of Securities and Exchange Board of India (SAST) Regulations, 2011**

With reference to the captioned subject, we would like to inform you that in accordance with the resolution plan approved by the Honourable National Company Law Tribunal, Chennai bench vide its order dated June 27, 2019, the Hon'ble National Company Law Appellate Tribunal vide its order dated November 13, 2019 and the Hon'ble Supreme Court vide its order dated February 28, 2020 (received on March 02, 2020), Orchid Pharma Limited has inter-alia allotted 10,000 Equity shares of Rs.10/- each pursuant to Scheme of Amalgamation and 3,99,90,072 Equity shares of Rs.10/- to M/s. Dhanuka Laboratories Limited on a preferential basis aggregating to 4,00,00,072 Equity shares representing 98% of the paid up capital of Orchid Pharma Limited.

The aforesaid acquisition is exempt under Regulation 10(1) (da) of the Takeover Regulations, 2011. In this connection, attached is the report under Regulation 10(6) of Securities and Exchange Board of India (SAST) Regulations, 2011.

Kindly take the above on records.

Thanking you

**By Order of the Board of Directors**  
**For Dhanuka Laboratories Limited**

**Manish Dhanuka**  
**Managing Director**  
DIN 00238798  
610A, Tower 6, The DLF Magnolias,  
Golf Course Road, Sector 42  
Gurugram - 122 001



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**Format for Disclosures under Regulation 10(6) -Report to Stock Exchanges in respect of any acquisition made in Orchid Pharma Limited upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1.	Name of the Target Company (TC)	Orchid Pharma Limited	
2.	Name of the acquirer(s)	M/s. Dhanuka Laboratories Limited	
3.	Name of the stock exchange where shares of the TC are listed	1.National Stock Exchange of India Limited 2.BSE Limited 3.Luxembourg Stock exchange (GDR's are listed)	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	In accordance with the Resolution plan approved by the Honourable National Company Law Tribunal, Chennai Bench dated June 27,2019, the Hon'ble National Company Law Appellate Tribunal vide its order dated November 13, 2019 and the Hon'ble Supreme Court vide its order dated February 28, 2020 (received on March 02, 2020), Orchid Pharma Limited has allotted 10,000 Equity shares of Rs.10/- each pursuant to Scheme of Amalgamation and 3,99,90,072 Equity shares of Rs.10/- to M/s. Dhanuka Laboratories Limited on a preferential basis aggregating to 4,00,00,072 Equity shares representing 98% of the paid up capital of Orchid Pharma Limited.	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(da) 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.	No	
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	Not Applicable	Not Applicable
b.	Date of acquisition	Not Applicable	Not Applicable
c.	Number of shares/ voting rights in respect of the	Not Applicable	Not Applicable



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	acquisitions from each person mentioned in 7(a) above				
d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	Not Applicable		Not Applicable	
e.	Price at which shares are proposed to be acquired / actually acquired	Not Applicable		Not Applicable	
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) M/s Dhanuka Laboratories Limited	Nil	Nil	4,00,00,072 Equity shares	98.00
b.	Each Seller / Transferor	Not Applicable	Not Applicable	Not Applicable	Not Applicable

**Note:**

(\*) Shareholding of each entity shall be shown separately and then collectively in a group. The above disclosure shall be signed by the acquirer mentioning date & place.

In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers

**By Order of the Board of Directors**  
**For Dhanuka Laboratories Limited**

**Manish Dhanuka**  
**Managing Director**  
**DIN 00238798**  
**610A, Tower 6, The DLF Magnolias,**  
**Golf Course Road, Sector 42**  
**Gurugram - 122 001**

Date: April 06, 2020