



## MEGASOFT LIMITED

CIN : L24100TN1999PLC042730

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website : www.megasoft.com

**Date: 03.09.2022**

**To**

**Bombay Stock Exchange Limited**

Phiroze Jeejeebhoy Towers

Dalal Street, Fort

Mumbai 400001

**Scrip Code: 532408**

**National Stock Exchange of India Limited**

Exchange Plaza

Bandra-Kurla Complex, Bandra(E)

Mumbai 400051

**Symbol: MEGASOFT**

**Sub.: Acquisition of stake in Extrovis AG, Switzerland.**

**Ref: Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir(s),

In furtherance to our intimation letter dated 05<sup>th</sup> May, 2022 regarding Proposal for acquiring up to 39.31% equity stake in Extrovis AG in one or more tranches, we hereby further update your good office that pursuant to the approvals granted by the Board of Directors at its meeting held on 04<sup>th</sup> May, 2022 the Company has entered into an Investment Agreement dated 19<sup>th</sup> August 2022 and on 2<sup>nd</sup> September 2022 has remitted US \$5.5 million for 17.93 % of equity stake as part of the first tranche.

Disclosures pertaining to this acquisition, pursuant to provisions of Para A of Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9<sup>th</sup> September, 2015, is annexed herewith as **Annexure "A"**

You are requested to kindly take the above information on record and oblige.

Thanking you,  
Yours faithfully,

For **Megasoft Limited**

.....  
**Shridhar Thathachary**  
**Chief Financial Officer**



**Annexure "A"**

**SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015  
Disclosure of events as per Regulation 30(2) read with Part A of Schedule III**

a)	Name of the target entity, details in brief such as size, turnover etc.	<p>Extrovis ("<b>EXTROVIS AG</b>") is a Swiss stock corporation (Aktiengesellschaft) registered with the commercial register of the Canton of Zug under the number CHE-280.317.373 having its registered office at Bahnhof-Park 4, 6340 Baar, Switzerland.</p> <p>Capital Detail: Issued Statutory Share Capital : CHF 120,000/- (120,000 fully paid in common shares of CHF 1/- each)</p> <p>Post acquiring of this 17.93% stake (26,221 shares) in the first tranche, Issued Statutory share capital will be CHF 146,221/- (146,221 fully paid in common shares of CHF 1/- each)</p> <p>Over the next one year the Company will be acquiring an additional 22.07% stake (53,779 shares). Issued Statutory share capital will be CHF 200,000/- (200,000 fully paid in common shares of CHF 1/- each)</p> <p>Turnover: USD 3,947,844 (For the calendar year ended 31.12.2021)</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>EXTROVIS AG is not a related party viz-a-vis the Company i.e., Megasoft Limited ("<b>MEGASOFT</b>") or its Promoter / Promoter Group / group companies in any manner. Hence this does not fall within the ambit of related party transactions.</p>
c)	Industry to which the entity being acquired belongs	Pharmaceutical APIs, Drug Discovery and R&D
d)	Objects and effects 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)	Diversification by way of investment in the Pharmaceutical Industry
e)	Brief details of any governmental or regulatory approvals required for the acquisition	NA



f)	Indicative time period for completion of the acquisition	<p>40% shareholding of Extrovis AG to be acquired in two or more tranches within 12 months from the date of Investment Agreement</p> <p>Subject to requisite approvals, the transaction is expected to be taken up in Tranches and completed by August 2023</p>								
g)	Nature of consideration - whether cash consideration or share swap and details of the same	Cash Consideration (for the proposed investment of up to USD 16,780,000 for 40% stake)								
h)	Cost of acquisition or the price at which the shares are acquired	USD 209.75 per equity share having face value of CHF 1/- each, fully paid up of Extrovis AG								
i)	Percentage of shareholding / control acquired and / or number of shares acquired	40% of shareholding of Extrovis AG is proposed to be acquired in two or more tranches.								
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>Extrovis AG is a Swiss stock corporation (Aktiengesellschaft) registered with the commercial register of the Canton of Zug under the number CHE-280.317.373 having its registered office at Bahnhof-Park 4, 6340 Baar, Switzerland</p> <p>Extrovis AG is engaged in the business of development, production, distribution and sale of chemicals and pharmaceuticals of all kinds</p> <p>Capital Detail :</p> <p>Issued Statutory Share Capital : CHF 120,000/- (120,000 fully paid in common shares of CHF 1/- each)</p> <p>Post acquiring of this 17.93% stake (26,221 shares) in the first tranche, Issued Statutory share capital will be CHF 146,221/- (146,221 fully paid in common shares of CHF 1/- each)</p> <p>Over the next one year the Company will be acquiring an additional 22.07% stake (53,779 shares). Issued Statutory share capital will be CHF 200,000/- (200,000 fully paid in common shares of CHF 1/- each)</p> <p>Turnover:</p> <table border="1" data-bbox="742 1745 1327 1892"> <thead> <tr> <th>Calendar Year</th> <th>Amount</th> </tr> </thead> <tbody> <tr> <td>2018 - 19</td> <td>USD 156,790</td> </tr> <tr> <td>2019 - 20</td> <td>USD 2,680,225</td> </tr> <tr> <td>2020 - 21</td> <td>USD 3,947,844</td> </tr> </tbody> </table>	Calendar Year	Amount	2018 - 19	USD 156,790	2019 - 20	USD 2,680,225	2020 - 21	USD 3,947,844
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