



10<sup>th</sup> September, 2020

## Natco Pharma Limited

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CIN : L24230TG1981PLC003201, www.natcopharma.co.in

Corporate Relationship Department  
The BSE Ltd.  
Dalal Street, Fort  
**Mumbai 400 001.**

Manager – Listing  
M/s. National Stock Exchange of India Ltd.  
“Exchange Plaza”, Bandra – Kurla Complex  
**Bandra (E) Mumbai 400 051.**

Scrip Code: 524816

Scrip Code: NATCOPHARM

Dear Sir,

### **Sub: Outcome of Board Meeting**

We would like to inform you that the Board of Directors of the Company at their meeting held today have approved the following along with other items of business:

- (i) Purchase of equity shares in Time Cap Overseas Limited, Mauritius, a Subsidiary of the Company from the other shareholder Sri Venkatachari Madhusudhan who holds 6.10% of shares i.e.72,710 Equity Shares of USD 10 face value amounting to USD 727,100 (US dollars seven hundred twenty seven thousand one hundred only). After this acquisition the said subsidiary will be a Wholly Owned Subsidiary (WOS) of the Company. Please find enclosed relevant Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time.
- (ii) Allotted 1,18,360 (one lakh eighteen thousand three hundred and sixty only) equity shares having a face value of Rs.2/- (Rupees two only) each to the eligible employees under fifth tranche who had exercised their vested options under Natco Employee Stock Option Scheme 2015 (NATSOP2015). The above equity shares shall rank Pari-passu with the existing equity shares of the Company in all respects. In the said NATSOP 2015 scheme the balance of 54,405 equity shares were forfeited. With the above allotment NATSOP2015 scheme completed and closed.

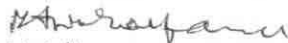
Accordingly, the paid up share capital of the Company stand increased from 18,20,67,975 to 18,21,86,335 equity shares of Rs.2/- in aggregate amounting to Rs.36,43,72,670/- (Rupees thirty six crores forty three lakhs seventy two thousand six hundred seventy only).

This is for your information and records.

Meeting commenced at 11.00 a.m. and concluded at 11.50 a.m.

Thanking you,

Yours faithfully,  
For NATCO Pharma Limited

  
M. Adinarayana  
Company Secretary &  
V.P.(Legal & Corp. Affairs)



Encl: 2

**Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Sl. No.	Particulars	Details of Investment
A	Name of the target entity, details in brief such as size, turnover etc.	<p><b>1) Name of the target entity</b> Time Cap Overseas Limited</p> <p><b>2) Details in brief such as size, turnover etc.</b> At present the Business activity is only investments, there are no purchases and sales as on this date of report, so turnover details are not applicable</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>Time Cap Overseas Limited is a Subsidiary of NATCO Pharma Limited (the Company). The Company presently is holding 1,119,299 shares (i.e., 93.90%) of USD 10/- each and Mr. Venkatachari Madhusudhan a citizen of the Canada residing at 3572, Steeple Chase Crescent, Mississauga, L5M 0J9, CANADA is holding 72,710 shares (i.e., 6.10%) of USD 10/- each.</p> <p>Mr. Venkatachari Madhusudhan has offered to sell his entire shareholding i.e 72,710 shares in Time Cap Overseas Limited to the Company at face value of USD 10/- each.</p> <p>With this acquisition Time Cap Overseas Limited will become a wholly owned Subsidiary of the Company.</p> <p>No Promoter/ promoter group of the Company is interested in the proposed acquisition.</p>
C	Industry to which the entity being acquired belongs	Investment company
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)	After this acquisition of 6.10% of holding, Time Cap Overseas Limited will become a wholly Owned Subsidiary of the Company and also further owns indirectly 100% of equity in "Natcofarma Do Brasil Ltda", step down subsidiary located in Brasil which is into sales, exports, imports, trading, distribution, supply of Pharmaceutical Products, Cosmetic products, etc., and acts as a front end business operator in Brasil for the Company.
E	Brief details of any governmental or regulatory approvals required for the acquisition	Reporting to Reserve Bank of India by submitting Form ODI Part-1 through AD Bank at the time of remittance.
F	Indicative time period for completion of the acquisition;	3 months
G	Nature of consideration - whether cash consideration or share swap and details of the same	Cash Consideration

<b>H</b>	Cost of acquisition or the price at which the shares are acquired	USD 727,100 (US Dollars seven hundred twenty seven thousand one hundred only)
<b>I</b>	Percentage of shareholding / control acquired and / or number of shares acquired	Increase from 93.90% to 100.00% of the shares and becomes a wholly owned subsidiary of the Company
<b>J</b>	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><b>1. Brief background:</b></p> <p>Time Cap Overseas Limited, a private Company limited by shares, Category 2 Global Business Licence Company incorporated with Registrar of Companies under the Companies Act, 2001 in Republic of Mauritius, with No.098889 C2/GBL, the present Registered agent and office situated at C/o IQ EQ Fund Services (Mauritius) Ltd, 33, Edith Cavell Street, Port Louis,11324, Mauritius.</p> <p><b>2. Line of business:</b></p> <p>To Invest, subscribe purchase, or other, acquire &amp; hold securities of all types and forms in companies, body corporates, presently investing as equity and as loan in Natcofarma do Brasil Ltda, step down subsidiary located in Brasil which is into sales, exports, imports trading, distribution supply of Pharmaceutical products, Cosmetic products, etc.,</p> <p><b>3. Date of incorporation:</b></p> <p>08 November, 2010</p> <p><b>4. Turnover of last 3 years:</b></p> <p>At present the Business activity is only investments, there are no purchases and sales as on this date of report, so turnover details are not applicable</p> <p>For the FY 2019-20: NA  For the FY 2018-19: NA  For the FY 2017-18: NA</p> <p><b>5. Country in which the acquired entity has presence:</b></p> <p>Republic of Mauritius</p>

*M. Anandaraman*

