



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

Website: www.dhanuka.com

December 28, 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 and in addition to our communication dated April 06, 2020 submitted to your good office, 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 had on March 31, 2020 allotted 3,99,90,072 Equity shares of Rs.10/- pursuant to equity infusion and 10,000 Equity shares of Rs.10/- each pursuant to Scheme of Amalgamation 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 credit of the equity shares of Rs 10 each (ISIN: INE191A01027) in the DEMAT account of the Resolution Applicant for the above allotments have been executed on December 22, 2020 and December 28, 2020 respectively.

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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December 28, 2020

To
Orchid Pharma Limited
Orchid Towers
No.313, Valluvarkottam high road
Chennai-600034

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

With reference to the captioned subject and in addition to our communication dated April 06, 2020 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 had on March 31, 2020 allotted 3,99,90,072 Equity shares of Rs.10/- pursuant to equity infusion and 10,000 Equity shares of Rs.10/- each pursuant to Scheme of Amalgamation 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 equity shares of Rs 10 each (ISIN: INE191A01027) have been credited in the DEMAT account of the DLL - Resolution Applicant for the above allotments on December 22, 2020 and December 28, 2020 respectively.

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

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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. London 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 had allotted 3,99,90,072 Equity shares of Rs.10/- each pursuant to equity infusion and 10,000 Equity shares of Rs.10/- each pursuant to Scheme of Amalgamation 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



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b.	Date of acquisition	Not Applicable		Not Applicable	
c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	Not Applicable		Not Applicable	
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

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Golf Course Road, Sector 42

Gurugram – 122 001

Date: December 28, 2020