



Aspira Pathlab & Diagnostics Limited

(Formerly known as Utkal Soap Products Ltd.)

Regd. Office: Flat No. 2, R D Shah Building, Shradhdhanand Road,
Opp. Railway Station, Ghatkopar (W), Mumbai 400 086

CIN:L85100MH1973PLC289209

Corporate Office: Plot No. 6, RPT House, Sector 24, Turbhe, Navi Mumbai 400 703

September 01, 2018

BSE Limited

The Corporate Relationship Department
P.J. Towers,
Dalal Street,
Mumbai - 400001
Scrip Code: 540788

Dear Sir/ Madam,

Sub: Intimation of acquisition of business of Om Diagnostics Lab Private Limited and signing of agreement

Ref: Intimation under Regulation 30 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

We would like to inform you that the Company has executed a Business Transfer Agreement and other related documents ("**Agreement**") with M/s. Om Diagnostics Lab Private Limited ("**Om Diagnostics**") and ultimate promoters of Om Diagnostics inter-alia for acquisition of business of Om Diagnostics on the terms and conditions more specifically defined in the Agreement.

Further, the details as required under Regulation 30 of the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 with respect to Acquisition is enclosed as Annexure A to this letter.

Kindly take the same on your records.

Thanking You,

Yours faithfully,

For **Aspira Pathlab & Diagnostics Limited**
(Formerly known as Utkal Soap Products Limited)

M. Mav
Mamta Mav
Company Secretary



Encl: As above



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Annexure A

Acquisition (including agreement to acquire)

Sr. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.	<ul style="list-style-type: none"> ➤ Business of Om Diagnostics Lab Private Limited ("Om Diagnostics") through Business Transfer Agreement ("BTA") ➤ Net worth of business of Om Diagnostics as on 31st March, 2018: 47,37,336(Provisional) ➤ Turnover of business of Om Diagnostics during Financial Year 2017-18: Rs. 1,05,87,563 (Provisional)
2.	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 "arms length".	<ul style="list-style-type: none"> ➤ The Transaction would not fall within related party transaction; ➤ The Promoter/promoter group do not have any interest in the business being acquired.
3.	Industry to which the entity being acquired belongs;	Diagnostics industry
4.	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)	<ul style="list-style-type: none"> ➤ The line of business of entity to be acquired is same as of listed entity, i.e. Diagnostics ➤ The acquisition also expected to result in expansion of business of our Company.
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	No such approval is required
6.	Indicative time period for completion of the acquisition	Taken over from September 01, 2018

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7.	Nature of consideration - whether cash consideration or share swap and details of the same	The Consideration for acquisition of business of Om Diagnostics would be paid in cash.	
8.	Cost of acquisition or the price at which the shares are acquired	Subject to the compliance of conditions and adjustments as provided in the Agreement, consideration amounting to Rs. 2 crores in aggregate (subject to adjustments, if any) shall be payable to Om Diagnostics for acquisition of business of Om Diagnostics.	
9.	Percentage of shareholding / control acquired and / or number of shares Acquired	Acquisition of Business of Om diagnostics through BTA	
10.	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);	Acquisition	In terms of same line of business i.e. Diagnostics
		Date of incorporation	22/12/1999
		Any other country in which Om diagnostics Lab Pvt. Ltd. has presence	Nil
		Turnover	Rs. 1,05,87,563 (FY 2017-18)
			Rs. 1,03,53,415 (FY 2016-17)
	Rs. 98,36,615 (FY 2015-16)		

Amav.

