

July 02, 2024

The Secretary,  
Listing Department,  
National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor,  
C/1 G Block, Bandra Kurla Complex,  
Bandra (E), Mumbai - 400 051  
(Scrip Code: THYROCARE)

The Secretary,  
Listing Department,  
BSE Limited  
Phiroze Jeejeeboy Towers  
Dalal Street,  
Mumbai- 400 001  
(Scrip Code: 539871)

Dear Sir/Madam,

**Subject: Intimation regarding execution of Business Transfer Agreement (“BTA”) with Polo Labs Private Limited.**

Dear Sir/Madam,

This is to inform you that the Company has entered into Business Transfer Agreement (“BTA”) on July 02, 2024, around 7.30 pm with, inter-alia, Polo Labs Private Limited (“Polo”) and existing shareholders of Polo, by which our Company would be acquiring Polo’s diagnostic and pathological services business (including without limitation, the equipment(s), assets, intellectual property rights, brands, clients, franchise business), as a going concern (on a slump sale basis). The said acquisition is subject to fulfilment of the Conditions Precedent and the Closing shall take place within [30 (Thirty) Business Days] from the date of receipt of the CP Completion Certificate to the satisfaction of the Company, subject to a Long Stop of 60 Business Days from the Execution Date of the BTA.

Details required under Regulation 30 of the Listing Regulations, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is appended as the Annexure - 1 to this Letter.

Yours Faithfully,  
For Thyrocare Technologies Limited

Ramjee Dorai  
Company Secretary and Compliance officer

Encl: A/a

**Annexure 1**

Disclosure of information pursuant to Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Sr	Particulars	Disclosures
1	Name of the target entity, details in brief such as size, turnover, etc;	<p>Not applicable as no entity is being acquired, as such.</p> <p>Details of the transaction: The proposed transaction envisages our Company's (TTL's) acquisition and purchase of the Business undertaking pertaining to diagnostics and pathological services business carried out by Polo on a 'slump sale' basis (within the meaning of such term under Section 2(42C) of the Income-tax Act, 1961) ("Slump Sale") as a 'going concern' as per the terms and conditions of the BTA and other documentation/ agreements executed/to be executed in this regard (collectively, the "Definitive Agreements").</p>
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 "arm's length	No
3	Industry to which the entity being acquired belongs;	<p>No entity, as such, is being acquired.</p> <p>Polo, the entity whose business is being acquired, on a slump sale basis, is engaged in the business of providing diagnostics and pathological services.</p>
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	The Company aims to expand its diagnostic and pathological services business through this acquisition.
5	Brief details of any governmental or regulatory approvals required for the acquisition	No governmental or regulatory approvals are required for this acquisition.
6	Indicative time period for completion of the acquisition	Subject to Long Stop of 60 Business Days from the Execution Date of the BTA and the fulfilment of the Conditions Precedent, Closing shall take place within [30 (Thirty) Business Days] from the date of receipt of

		the CP Completion Certificate to the satisfaction of the Company.
7	Nature of consideration - whether cash consideration or share swap and details of the same	Cash Consideration.
8	Cost of acquisition or the price at which the shares are acquired	Purchase consideration for acquiring diagnostic and pathological services business of Polo is Rs. 4.26 crores.
9	Percentage of shareholding / control acquired and / or number of shares acquired	Not applicable as no acquisition of control/shares/voting rights is being contemplated
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	Not applicable as no acquisition of any entity, as such, is envisaged.