



Dedicated To Life

September 22, 2022

BSE Limited 1 st Floor, P J Towers, Dalal Street, <u>Mumbai-400001</u>	Code: 532321	National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra-Kurla Complex, Bandra (East), <u>Mumbai-400051</u>	Code: Zyduslife
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Sub: Acquisition of further stake in AMP Energy Green Nine Private Limited

Ref.: 1. Disclosure under regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular dated September 9, 2015

2. Our earlier intimation dated March 16, 2022

Dear Sir/Madam,

In our earlier intimation dated March 16, 2022, we informed that the Company has entered into Share Purchase, Subscription and Shareholder's Agreement ("**SPSSA**") to acquire upto 11.86% stake on a fully diluted basis in AMP Energy Green Nine Private Limited ("**AMP**"), for setting up captive Wind Solar Hybrid power project in Gujarat.

We now inform that, as per the terms of SPSSA, the Company will be subscribing to additional equity shares and compulsorily convertible debentures of AMP.

Requisite disclosure as required under the SEBI Circular dated September 9, 2015 is enclosed as **Annexure-I**.

Please take the above information on record.

Thanking you,

Yours faithfully,
For, **Zydus Lifesciences Limited**

Dhaval N. Soni
Company Secretary

Encl.: As above





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Annexure-I

Sr. No.	Particulars	Details
a)	Name of the target entity, details in brief such as size, turnover etc.;	<p>Name of the target entity: AMP Energy Green Nine Private Limited ("AMP")</p> <p>Brief Details: AMP, a wholly owned subsidiary of AMP Energy C&I Private Limited ("AMP C&I"), is a Special Purpose Vehicle formed for purpose of setting up captive Wind Solar Hybrid power project in Gujarat. Both AMP and AMP C&I are subsidiaries of AMP Energy India Private Limited. AMP Energy India Private Limited is engaged in the business of developing, owning, operating and maintaining renewable energy infrastructure for supplying electrical power generated using solar energy and other sources of renewable energy to commercial, industrial and utility customers.</p> <p>Turnover: Nil as on March 31, 2022.</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>Subscription of additional equity shares of Rs. 10/- each and compulsorily convertible debentures of Rs. 1,000/- each ("CCDs") doesn't fall within the purview of related party transactions.</p> <p>None of the promoter/promoter group has any interest in the entity.</p> <p>German Remedies Pharmaceuticals Private Limited ("GRPPL"), a wholly owned subsidiary of Zydus Healthcare Limited, which in turn is a wholly owned subsidiary of the Company (considered as a group company) will also be subscribing to the equity shares and CCDs of AMP on the same terms and conditions, which are applicable to the Company. The said subscription by the Company as well as the group company will be on an arm's length basis.</p>

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website : www.zyduslife.com | CIN : L24230GJ1995PLC025878





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Sr. No.	Particulars	Details
c)	Industry to which the entity being acquired belongs;	Generation and transmission of Wind Solar Hybrid energy and other sources of renewable energy.
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);	In line with the Company's commitment to enhance the share of renewable power source in its operation and to comply with regulatory requirement for being a captive user under Electricity Laws, 2003, the Company will acquire up to 11.86% stake, in one or more tranches, on fully diluted basis in AMP throughout the term of the definitive agreements i.e., Power Purchase Agreement and SPSSA.
e)	Brief details of any governmental or regulatory approvals required for the acquisition;	Not Applicable
f)	Indicative time-period for completion of the acquisition;	Subscription to additional equity shares and CCDs to be completed within a period of 7 days from the date of issue of CP (conditions precedent) satisfaction.
g)	Nature of consideration-whether cash consideration or share swap and details of the same;	Cash consideration.

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h)	Cost of acquisition or the price at which the shares are acquired;	<p>Details of cost of subscription to additional equity shares and CCDs by the Company are provided in below table:</p> <table border="1"> <thead> <tr> <th>Sr. No.</th> <th>Equity Shares / CCDs</th> <th>No. of Shares / CCDs</th> <th>Face Value (Rs.)</th> <th>Amount (Rs. in lacs)</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Subscription to additional equity shares</td> <td>10,02,141</td> <td>10</td> <td>100.21</td> </tr> <tr> <td colspan="2">Equity Shares (A)</td> <td>10,02,141</td> <td></td> <td>100.21</td> </tr> <tr> <td>2.</td> <td>Subscription to additional CCDs</td> <td>86,180</td> <td>1,000</td> <td>861.80</td> </tr> <tr> <td colspan="2">CCDs (B)</td> <td>86,180</td> <td></td> <td>861.80</td> </tr> <tr> <td colspan="2">Total (A + B)</td> <td></td> <td></td> <td>962.01</td> </tr> </tbody> </table> <p>Additional details of investment by group company i.e. GRPPL are provided in below table:</p> <table border="1"> <thead> <tr> <th>Sr. No.</th> <th>Equity Shares / CCDs</th> <th>No. of Shares / CCDs</th> <th>Face Value (Rs.)</th> <th>Amount (Rs. in lacs)</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Subscription to additional equity shares</td> <td>36,308</td> <td>10</td> <td>3.63</td> </tr> <tr> <td colspan="2">Equity Shares (A)</td> <td>36,308</td> <td></td> <td>3.63</td> </tr> <tr> <td>2.</td> <td>Subscription to additional CCDs</td> <td>3,122</td> <td>1,000</td> <td>31.22</td> </tr> <tr> <td colspan="2">CCDs (B)</td> <td>3,122</td> <td></td> <td>31.22</td> </tr> <tr> <td colspan="2">Total (A + B)</td> <td></td> <td></td> <td>34.85</td> </tr> </tbody> </table> <p>Aggregate amount of subscription to additional equity shares and CCDs by the Company as well as group company will be Rs. 996.86 lacs (Rs. 962.01 lacs + Rs. 34.85 lacs)</p> <p>Total amount of investment by the Company and GRPPL, after taking into consideration the earlier investment made in March, 2022 and the subscription to additional equity shares and CCDs is provided at the end of this disclosure.</p>					Sr. No.	Equity Shares / CCDs	No. of Shares / CCDs	Face Value (Rs.)	Amount (Rs. in lacs)	1.	Subscription to additional equity shares	10,02,141	10	100.21	Equity Shares (A)		10,02,141		100.21	2.	Subscription to additional CCDs	86,180	1,000	861.80	CCDs (B)		86,180		861.80	Total (A + B)				962.01	Sr. No.	Equity Shares / CCDs	No. of Shares / CCDs	Face Value (Rs.)	Amount (Rs. in lacs)	1.	Subscription to additional equity shares	36,308	10	3.63	Equity Shares (A)		36,308		3.63	2.	Subscription to additional CCDs	3,122	1,000	31.22	CCDs (B)		3,122		31.22	Total (A + B)				34.85
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i)	Percentage of shareholding / control acquired and / or number of shares acquired;	Considering the details provided in the table in 'h)' above, the details of stake in AMP on a fully diluted basis, are provided in below table: <table border="1"><thead><tr><th>Sr. No.</th><th>Name of the Company</th><th>% stake in AMP</th></tr></thead><tbody><tr><td>1.</td><td>Zydus Lifesciences Limited</td><td>11.86</td></tr><tr><td>2.</td><td>German Remedies Pharmaceuticals Private Limited</td><td>0.43</td></tr><tr><td colspan="2">Total</td><td>12.29</td></tr></tbody></table>	Sr. No.	Name of the Company	% stake in AMP	1.	Zydus Lifesciences Limited	11.86	2.	German Remedies Pharmaceuticals Private Limited	0.43	Total		12.29
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1.	Zydus Lifesciences Limited	11.86												
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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);	AMP was incorporated on September 15, 2020 India and is engaged in business of generating, producing, accumulating, storing, improving, buying, selling, reselling, transmitting, distributing, and supplying electrical power generated using solar energy and other sources of renewable energy and developing infrastructure projects based on solar energy. History of last 3 years turnover: NIL Country: India												

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Total amount of investment by the Company and GRPPL, after taking into consideration the earlier investment / subscription made in March, 2022 and the subscription to additional equity shares and CCDs is provided in below table:

Sr. No.	Date of investment	Company	Particulars of investment	No. of Equity Shares	Aggregate amount of investment in Equity Shares (Rs. In lacs)	No. of CCDs	Aggregate amount of investment in CCDs (Rs. In lacs)	Aggregate amount of investment (Equity Shares + CCDs) (Rs. In lacs)
1	March 28, 2022 (earlier investment and subscription)	Zydus Lifesciences Limited	Purchase from AMP C&I	3,18,519	31.85	--	--	31.85
2			Subscription	--	--	32,680	326.80	326.80
3		German Remedies Pharmaceuticals Private Limited	Purchase from AMP C&I	11,542	1.15	--	--	1.15
4			Subscription	--	--	1,185	11.85	11.85
5	September 22, 2022 (additional subscription)	Zydus Lifesciences Limited	Subscription	10,02,141	100.21	86,180	861.80	962.01
6		German Remedies Pharmaceuticals Private Limited	Subscription	36,308	3.63	3,122	31.22	34.85
Total (A)				13,68,510	136.84	1,23,167	1,231.67	1,368.51
Company wise bifurcation of Total (A) is as under:								
Zydus Lifesciences Limited				13,20,660	132.06	1,18,860	1,188.60	1,320.66
German Remedies Pharmaceuticals Private Limited				47,850	4.78	4,307	43.07	47.85

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