



The Specialist
in Cancer Care

adding life to years

August 18, 2017

To
National Stock Exchange of India Limited,
Compliance Department,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051,
Maharashtra, India

To
BSE Limited,
Compliance Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001,
Maharashtra, India

Dear Sir/Madam,

Sub : **Intimation regarding execution of Share Purchase Agreement and Shareholders' Agreement, with respect to the investment in Suchirayu Health Care Solutions Limited.**

Ref : **Regulation 30 (3) and (4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Scrip Code : **NSE Scrip Code: HCG; BSE Scrip Code: 539787**

This is to inform you that, HealthCare Global Enterprises Limited (“the Company”), has entered into a Share Purchase Agreement (“SPA”) and Shareholders’ Agreement (“SHA”) relating to the purchase of shares of Suchirayu Health Care Solutions Limited (“Suchirayu”) to an extent of 17.72% (Seventeen point Seven Two Percent).

Suchirayu is a public limited company, incorporated under the Companies Act, 1956, which operates a multi-specialty hospital at Hubli, Karnataka.

Additional Disclosures as required under SEBI Circular No. CIR/CFD/CMD/4/2015, dated September 09, 2015, to be provided with respect to execution of Share Purchase Agreement and Shareholders Agreement:

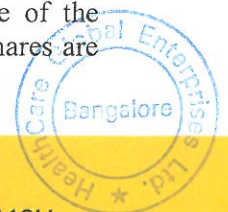
1. Share Purchase Agreement:

(a) *Name of the target entity, details in brief such as size etc.;*

Suchirayu Health Care Solutions Limited is a public limited company incorporated under the Companies Act, 1956 that operates a multi-specialty hospital at Hubli, Karnataka.

(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”;*

The acquisition of shares does not fall within related party transaction; and none of the promoter/ promoter group/ group companies have any interest in the entity whose shares are being acquired.



HealthCare Global Enterprises Ltd.

HCG Tower #8, P. Kalinga Rao Road, Sampangi Ram Nagar, Bangalore - 560 027. | PAN No. AAACC8412H.
91 80 3366 9999 | info@hcgoncology.com | www.hcgoncology.com | CIN : U15200KA1998PLC023489

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(c) Industry to which the entity being acquired belongs;

Suchirayu is a provider of healthcare services.

(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);

Both the Company and Suchirayu are in the same line of business, i.e. providers of healthcare services.

(e) Brief details of any governmental or regulatory approvals required for the acquisition;

The acquisition of shares would not require any government or regulatory approvals.

(f) Indicative time period for completion of the acquisition;

The acquisition of shares has been completed on August 17, 2017.

(g) Nature of consideration - whether cash consideration or share swap and details of the same;

The consideration for the acquisition of shares is in the form of cash.

(h) Cost of acquisition or the price at which the shares are acquired;

The Company has acquired shares of Suchirayu for INR 5 (five) lakhs.

(i) percentage of shareholding / control acquired and / or number of shares acquired;

The Company would hold 17.72% of the outstanding share capital in Suchirayu.

(j) brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, country in which the acquired entity has presence and any other significant information (in brief);

Suchirayu was incorporated on 6th January, 2011, in Karnataka, India, for setting up and operating hospital in Hubli.

2. Shareholders Agreement

(a) Name(s) of parties with whom the agreement is entered;

The SHA has been entered into by and between the Company, Suchirayu, Promoters of Suchirayu and the other shareholders of Suchirayu.

(b) Purpose of entering into the agreement;

The agreement sets out the relationship between the parties and their inter-se rights and obligations in Suchirayu and other matters in connection therewith pursuant to the Company becoming a shareholder of Suchirayu.





(c) *Shareholding, if any, in the entity with whom the agreement is executed;*

The Company did not have any shareholding in Suchirayu till the date of execution of SPA and SHA, being August 17, 2017.

(d) *Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.;*

Significant terms of SHA includes inter alia:

i) Right to appoint Directors: The Company shall be entitled to appoint one observer to the Board who will have the right to receive all information provided to the Board members and be entitled to attend and speak at all meetings of the Board or Committees thereof.

ii) First right to share subscription: In case Suchirayu proposes to issue shares to any person, the Company shall have a first right to subscribe to additional shares proportionate to its shareholding in the fully diluted share capital of Suchirayu on similar terms and conditions. Issuance of any additional shares by Suchirayu shall require the prior written consent of the Company and shall be on such terms and conditions as agreed by the Company.

iii) Transfer of shares: The shares of the Promoters and other Shareholders of Suchirayu cannot be transferred without the prior approval of the Company.

e) *Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship;*

None of the parties are related to promoter/promoter group/ group companies.

f) *Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";*

The transaction does not fall within the purview of related party transactions.

g) *In case of issuance of shares to the parties, details of issue price, class of shares issued;*

The Company has acquired shares of Suchirayu from an existing shareholder of Suchirayu.

h) *Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc;*

None.

i) *In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): (a) name of parties to the agreement; (b) nature of the agreement; (c) date of execution of the agreement; (d) details of amendment and impact thereof or reasons of termination and impact thereof.*

Not applicable.





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Kindly take this on record and acknowledge receipt of this intimation.

Thanking you,

For HealthCare Global Enterprises Limited

Sunu Manuel
Company Secretary & Compliance Officer



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