



3<sup>rd</sup> August, 2023

To,  
The Manager – Listing & Compliance  
**National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor Plot No. C/1,  
G Block Bandra-Kurla Complex,  
Bandra (East), Mumbai 400 051

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CIN No. : L24231GJ2004PLC043861  
E-mail : info@sakarhealthcare.com  
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**Symbol: SAKAR**

**Subject: Outcome of Meeting of the Board of Directors of Sakar Healthcare Limited ("the Company") in terms of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI LODR Regulations")**

Dear Sir / Madam,

Pursuant to Regulation 30 of the SEBI LODR Regulations, we hereby inform that the Board of Directors ("Board") of the Company at their meeting held on Thursday, 3<sup>rd</sup> August, 2023 *inter alia* considered and approved the following:

**1. Increase in the authorised share capital**

Subject to approval of the members /shareholders under Section 61 read with Section 64 of the Companies Act, 2013 and rules framed thereunder, the Board has approved to increase the Authorised Share Capital from **Rs. 20.00 Crore to Rs. 25 Crore.**

**2. Issuance of Equity Shares by way of preferential issue on private placement basis to Non-Promoter Group Category and execution of the SSA.**

Subject to the approval of members / shareholders of the Company and such other regulatory/governmental authorities as may be required, the Board has approved to create, offer, issue and allot up to 23,09,910 Equity shares of face value of ₹10/- (Rupees Ten Only) each at an issue price of ₹259.75/- per equity shares on a preferential basis through private placement ("Preferential Issue") to the persons/proposed allottee belonging to Non Promoter Category, in accordance with the provisions of the Companies Act, 2013 and the rules made there under, Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations"), SEBI LODR Regulations and on such terms and conditions as maybe determined by the Board.

Further, the Board has approved the execution of a share subscription agreement dated August 3, 2023 between the Company, Tata Capital Healthcare Fund II (acting through its trustee Tata Trustee Company Private Limited) and the promoters listed in Annexure B ("SSA") pursuant to which, the Company has agreed to issue 23,09,910 Equity shares as part of the Preferential Issue, subject *inter alia* to fulfillment of the conditions precedent set out in the SSA.

In accordance with Regulation 30 of Listing Regulations read with SEBI circular No.CIR/CFD/CMD/4/2015 dated September 9, 2015, details of the Preferential Issue are enclosed herewith and marked as **Annexure A**, and details of the SSA are enclosed herewith and marked as **Annexure B**.



3. Approval of Notice of Extra Ordinary General Meeting ("EGM") of the Company to be held on Tuesday, 29<sup>th</sup> August, 2023 through VC/OAVM, to seek necessary approvals of the members/shareholders for the increase in Authorised Share Capital of the Company and the Preferential Issue.
4. Appointment for Scrutinizer and E-Voting Service Provider for the E-voting process. Record date/Cut-off date is Tuesday, 22<sup>nd</sup> August, 2023 for deciding eligibility of members / shareholders for e-voting and attending EGM.

The Board Meeting commenced at 02:00 p.m. and concluded at 3:00 p.m.

The Notice of Extra Ordinary General Meeting and other relevant documents shall be submitted in due course.

Kindly take same on your record and disseminate on your website.

Thanking You,

Yours faithfully,

**For SAKAR HEALTHCARE LIMITED**

  
**BHARAT SONI**  
**COMPANY SECRETARY &**  
**COMPLIANCE OFFICER**



**Encl.: Annexure A and B - Details of proposed preferential issue**

**ANNEXURE A**
**DETAILS OF PROPOSED PREFERENTIAL ISSUE**

Sr. No.	Particulars of disclosure	Disclosure														
1.	Types of securities proposed to be issued	Equity shares having face value of ₹10/- per equity share ("Equity Shares").														
2.	Type of issuance	Preferential Issue														
3.	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Up to 23,09,910 Equity Shares at an issue price of Rs.259.75 per share for an aggregate subscription amount up to Rs. 59,99,99,123-.														
4.	Details to be furnished in case of preferential issue															
	a. Name of the investors	TATA CAPITAL HEALTHCARE FUND II, a SEBI Registered Alternate Investment Fund (AIF), acting through its trustee Tata Trustee Company Private Limited.														
	b. Post allotment of securities outcome of the subscription, issue price /allotted price (in case of convertibles) , number of investors	<p><b>Outcome of allotment:</b></p> <table><tr><th rowspan="2">Investor</th><th colspan="2">Pre-Issue equity shareholding</th><th colspan="2">Proposed Post-issue equity shareholding*</th></tr><tr><th>No.</th><th>%</th><th>No.</th><th>%</th></tr><tr><td>Tata Capital Healthcare Fund II(acting through its trustee Tata Trustee Company Private Limited)</td><td>NIL</td><td>NIL</td><td>23,09,910</td><td>10.82%</td></tr></table> <p>*- Assuming post issuance of equity shares on fullydiluted basis.</p> <p><b>Issue Price:</b> Equity Shares to be issued to the aforementioned allottee at a price of Rs. 259.75/- each, which is not lower than the floor price i.e. INR 258.96 calculated in accordance with Regulation 164 of the SEBI ICDRRegulations.</p> <p><b>Number of Investors:</b> Only one investor is being issued Equity Shares.</p>	Investor	Pre-Issue equity shareholding		Proposed Post-issue equity shareholding*		No.	%	No.	%	Tata Capital Healthcare Fund II(acting through its trustee Tata Trustee Company Private Limited)	NIL	NIL	23,09,910	10.82%
Investor	Pre-Issue equity shareholding			Proposed Post-issue equity shareholding*												
	No.	%	No.	%												
Tata Capital Healthcare Fund II(acting through its trustee Tata Trustee Company Private Limited)	NIL	NIL	23,09,910	10.82%												
	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Not Applicable														



Sr. No.	Particulars of disclosure	Disclosure
5.	Any cancellation or termination of proposal for issuance of securities Including reasons thereof	Not Applicable
6.	Lock in	The Equity Shares shall be subject to 'lock-in' as prescribed under the applicable provisions of the SEBI ICDR Regulations.

Thanking you,

Yours faithfully,

**For SAKAR HEALTHCARE LIMITED**



**BHARAT SONI  
COMPANY SECRETARY &  
COMPLIANCE OFFICER**



**ANNEXURE B**
**DETAILS OF THE SSA**

Sr. No.	Particulars of disclosure	Disclosure										
1.	Names of the parties	<div>1. Sakar Healthcare Limited</div> <div>2. Tata Capital Healthcare Fund II (acting through its trustee Tata Trustee Company Private Limited);</div> <div>3. Persons listed below:<div>a. Mr. Sanjay SShah (Promoter),</div><div>b. Mr. Aarsh Shah(Promoter),</div><div>c. Mrs. RitabenShah (Promoter), and</div><div>d. Ms Ayushi SShah (Promoter Group).</div></div>										
2.	Purpose of entering into the agreement:	<div>The SSA records the terms of raising fundsthrough preferential allotment of upto Up to 23,09,910Equity Shares of the Company,at an issue price of Rs. 259.75 to Tata Capital Healthcare Fund II (acting through its trustee Tata Trustee Company Private Limited).</div> <div>The proceeds from the Preferential Issue are required to be utilized in the following manner:</div> <table><tr><th>Objectives of the proposed issue</th><th>Amount (Amount in ₹)</th></tr><tr><td>Repayment/ prepayment of all or a portion of certain borrowings availed by our Company</td><td>40,00,00,000</td></tr><tr><td>Capital expenditure for compliance with good manufacturing practices (GMP) for medicines intended to be sold in European Union (EU)</td><td>5,00,00,000</td></tr><tr><td>General corporate purposes*</td><td>4,99,99,123</td></tr><tr><td>For acquisition of land and building</td><td>10,00,00,000</td></tr></table>	Objectives of the proposed issue	Amount (Amount in ₹)	Repayment/ prepayment of all or a portion of certain borrowings availed by our Company	40,00,00,000	Capital expenditure for compliance with good manufacturing practices (GMP) for medicines intended to be sold in European Union (EU)	5,00,00,000	General corporate purposes*	4,99,99,123	For acquisition of land and building	10,00,00,000
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General corporate purposes*	4,99,99,123											
For acquisition of land and building	10,00,00,000											
3.	Shareholding, if any, in the entity with whom the agreement is executed:	None										
4.	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 incapital structure etc.:	<div>The Preferential Issue is subject to the approval of the the shareholders of the Company in its extraordinary general meeting.</div> <div>The transaction could be terminated in casethe above stated conditions precedent are notfulfilled.</div>										
5.	Whether, the said parties are related to promoter/promoter	No										



Sr. No.	Particulars of disclosure	Disclosure
	group/ group companies in any manner. If yes, nature of relationship:	
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length":	The transaction is not a related party transaction.
7.	In case of issuance of shares to the parties, details of issue price, class of shares issued:	Issue and allotment of upto 23,09,910 Equity Shares of the Company at an issue price of Rs. 259.75 per share.
8.	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.:	Nil

Thanking you,

Yours faithfully,

For SAKAR HEALTHCARE LIMITED

*Bharat Soni*

**BHARAT SONI**  
**COMPANY SECRETARY &**  
**COMPLIANCE OFFICER**

