

July 1, 2021

To Listing Department, NATIONAL STOCK EXCHANGE OF INDIA LIMITED Exchange Plaza, Bandra Kurla Complex, Bandra (E), MUMBAI -400 051 Company Code No. AUOPHARMA	To The Corporate Relations Department BSE LIMITED Phiroz Jeejeebhoy Towers, 25 th floor, Dalal Street, MUMBAI -400 001 Company Code No. 524804
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Dear Sir/Madam,

Re: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1) The Board of Directors of the Company at its meeting held today i.e. July 1, 2021, has approved the transfer of business undertaking comprised in Unit-4, on a going concern basis, to Eugia Pharma Specialities Limited, a wholly owned subsidiary of the Company.

In respect of the above transfer, additional disclosures as required under SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, for sale or disposal of unit(s) or division(s) or subsidiary of the listed entity are provided at **Annexure-"A"**.

2) Further to our intimation on February 27, 2021, wherein the Board of Directors of Aurobindo Pharma Limited ("the Company") had approved the transfer of business undertaking comprised in Unit-10, on a going concern basis, to APL Healthcare Limited, a wholly owned subsidiary of the Company, by way of slump sale through a Business Transfer Agreement ('BTA').

Please note that the aforesaid BTA was executed amongst the parties on 16th March 2021 with an agreed consideration of INR 1,091.98 crores based on the financials statements of the undertaking as on December, 31, 2020. Further, it was provided that any difference in the value of the Business Undertaking between January 01, 2021 and the closing date of the transaction will be adjusted to the amount of consideration. Further, the same shall be subject to customary closing date adjustments, including borrowings, as provided in the Business Transfer Agreement.

The Board of Directors of the Company at its meeting held today i.e. July 1, 2021 has fixed the consideration at Rs. 1,315 crores after consideration of closing date adjustments. The Company shall receive a sum of INR 1,315 crores from APL Healthcare Limited against slump sale of Unit 10 on a going concern basis.

Please take the above information on record.

Yours faithfully,
For AUROBINDO PHARMA LIMITED


B. Adi Reddy
Company Secretary



Encl.: As above

(CIN : L24239TG1986PLC015190)

AUROBINDO PHARMA LIMITED

PAN No. AABCA7366H

Corp. Off.: Galaxy, Floors: 22-24, Plot No.1, Survey No. 83/1, Hyderabad Knowledge City, Raidurg Panmaktha, Ranga Reddy District,
Hyderabad - 500 032. Telangana, India. Tel : +91 40 6672 5000 / 6672 1200 Fax : +91 40 6707 4044.

Regd. Off.: Plot No. 2, Maithrivi, Ameerpet, Hyderabad - 500 038. T.S., INDIA Tel : +91 40 2373 6370 / 2374 7340 Fax : +91 40 2374 1080 / 2374 6833

Email: info@aurobindo.com website: www.aurobindo.com

Annexure A

Sr.No	Particulars	Response
1	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year	<p>The Unit 4 of the Company engaged in the business of manufacture of generic injectables and Ophthalmics, located at Plot No.4 in Sy. No.151 and Plot Nos.34 to 48 in Sy. Nos. part of 146, 150, 151, 152, 153 and 154 situated in Phase-III, TSIIIC, EPIP, IDA, Pashamylaram, Patancheru Mandal, Medak District, 502307 ("Business Undertaking") is proposed to be transferred to Eugia Pharma Specialities Limited, a wholly owned subsidiary of the Company.</p> <p>The turnover of the Business Undertaking for the year ended 31st March, 2021 was Rs. 926.79 crores representing 5.86% of the turnover of the Company on a standalone basis.</p> <p>The net worth of the Business Undertaking proposed to be transferred, for the year ended 31st March, 2021 was at Rs. 906.10 crores representing 5.69% of the net-worth of the Company on a standalone basis.</p>
2	Date on which the agreement for sale has been entered into	The agreement will be entered into in the due course with Eugia Pharma Specialities Limited.
3	The expected date of completion of sale/disposal	<p>The slump sale shall be subject to specific approvals such as approval of Unit Approval Committee, necessary regulatory approval in the US, Europe etc. and customary conditions precedent such as necessary corporate approvals, transfer of employees, contracts, transfer of immovable properties, transition/ novation of licenses and such other approvals as may be required.</p> <p>The completion of the sale is estimated in the second quarter of FY 2021-22. The business transfer will be effective from 01st July 2021 onwards.</p>
4	Consideration received from such sale/disposal	<p>Transfer of the Business Undertaking will be done for a lumpsum consideration of Rs. 876 crores. This consideration is based on the financial statements of the undertaking as on March 31, 2021 (on a cash free basis).</p> <p>In addition to the adjustments as prescribed in the binding agreement, any difference in the value of the Business Undertaking between April 1, 2021 and the Effective date of the transaction will be adjusted to the amount of consideration.</p>
5	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/ group companies. If yes, details thereof	<p>Eugia Pharma Specialities Limited, the Buyer, is a wholly owned subsidiary of Aurobindo Pharma Limited and does not belong to the promoter/promoter group/group companies.</p> <p>Eugia is engaged in the business of research and manufacture pertaining to Oncology and hormones.</p>

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6	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length"	<p>The Buyer being a wholly owned subsidiary of the Company, the two are related parties as per Regulation 2 (zb) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</p> <p>The transaction is being undertaken between holding company and its wholly owned subsidiary and accordingly there is no impact on a consolidated basis.</p> <p>As per provisions of Section 188 of Companies Act, 2013 and Regulation 23(5)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, provisions relating to related party transactions are not applicable in respect of transactions between holding company and its wholly owned subsidiary.</p>
7	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/ merger, shall be disclosed by the listed entity with respect to such slump sale	Indicative disclosures required are provided hereunder:
7.a	Name of the entity(ies) forming part of the slump sale, details in brief such as, size, turnover etc.;	<p>The Unit 4 of the Company engaged in the business of manufacture of generic injectables and Ophthalmics, located at Plot No.4 in Sy. No.151 and Plot Nos.34 to 48 in Sy. Nos. part of 146, 150, 151, 152, 153 and 154 situated in Phase-III, TSIIIC, EPIP, IDA, Pashamylaram, Patancheru Mandal, Medak District, 502307 ("Business Undertaking") is proposed to be transferred to Eugia Pharma Specialities Limited, a wholly owned subsidiary of the Company.</p> <p>The turnover of the Business Undertaking for the year ended 31st March, 2021 was Rs. 926.79 crores representing 5.86% of the turnover of the Company on a standalone basis.</p> <p>The net worth of the Business Undertaking proposed to be transferred, for the year ended 31st March, 2021 was at Rs. 906.10 crores representing 5.69% of the net-worth of the Company on a standalone basis.</p>
7.b	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length"	<p>The Buyer being a wholly owned subsidiary of the Company, the two are related parties as per Regulation 2 (zb) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</p> <p>The transaction is being undertaken between holding company and its wholly owned subsidiary and accordingly there is no impact on a consolidated basis.</p> <p>As per provisions of Section 188 of Companies Act, 2013 and Regulation 23(5)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, provisions relating to related party</p>

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		transactions are not applicable in respect of transactions between holding company and its wholly owned subsidiary.
7.c	Area of business of the entity(ies)	<p>Aurobindo Pharma Limited is engaged in pharmaceutical business.</p> <p>Eugia Pharma Specialities Limited is a company incorporated at Hyderabad, Telangana, on 17th April 2013 and is engaged inter-alia in the business of research and manufacture pertaining to Oncology and Hormones.</p>
7.d	Rationale for slump sale	<p>The slump sale is proposed with the following objectives:</p> <ol style="list-style-type: none"> 1. Integration of Unit 4 along with other units in Eugia Pharma Specialities Limited to improve operational synergy 2. Due to the specialization of this business and to bring greater focus and attention, we are carving out the unit to Eugia Pharma Specialities Limited. 3. Improving operational efficiency by creating a lean, competitive organisation with focus on faster decision making for expedited growth, with a dedicated management team. 4. Independent entity with all injectable assets consolidated under it would enable pursuit of growth opportunities with a self-sustaining capital structure. 5. Provides flexibility for value creation opportunities including exploration of alliances with focused partners to enhance capabilities/growth prospects in injectables business.
7.e	In case of cash consideration – amount or otherwise share exchange ratio	<p>Transfer of the Business Undertaking will be done for a lumpsum consideration of Rs. 876 crores. This consideration is based on the financial statements of the undertaking as on March 31, 2021 (on a cash free basis).</p> <p>In addition to the adjustments as prescribed in the binding agreement, any difference in the value of the Business Undertaking between April 1, 2021 and the Effective date of the transaction will be adjusted to the amount of consideration.</p>
7.f	Brief details of change in shareholding pattern (if any) of listed entity	There will be no change in the shareholding pattern of Aurobindo Pharma Limited.

