

July 29, 2025

BSE Limited P J Towers, Dalal Street, <u>Mumbai-400001</u>	National Stock Exchange of India Limited Exchange Plaza, C/1, Block G, Bandra-Kurla Complex, Bandra (East), <u>Mumbai-400051</u>
Code: 532321	Code: Zyduslife

Sub.: Update on acquisition of shares of Amplitude Surgical SA, France

Ref.: Intimation under regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") read with SEBI Master Circular dated November 11, 2024 ("the SEBI Circular")

Dear Sir / Madam,

Zydus Lifesciences Limited ("the Company") had previously announced the following developments:

1. March 11, 2025:

The Company entered into a Put Option Agreement, Share Purchase Agreements, and other related agreements to acquire, directly or through its affiliates, a controlling stake i.e. 85.6% equity shares ("Block Acquisition") of Amplitude Surgical SA, France ("the Target Entity") from the existing shareholders at a price of Euro 6.25 per equity share aggregating to a total consideration value of Euro 256.8 million.

Further, it was informed that subject to completion of the Block Acquisition, the Company would file a mandatory simplified cash tender offer for all the remaining shares in the Target Entity, at the same purchase price of Euro 6.25 per equity share of the Target Entity. If the conditions are met at the end of the tender offer, the Company intends to proceed with a compulsory acquisition of the remaining shares from minority shareholders (squeeze-out) and subsequently delist the Target Entity.

It was informed that the equity shares of the Target Entity will be acquired by a wholly owned subsidiary to be incorporated in France.

Zydus Lifesciences Limited

Regd. Office : 'Zydus Corporate Park', Scheme No. 63, Survey No. 536, Khoraj (Gandhinagar), Nr. Vaishnodevi Circle, S. G. Highway, Ahmedabad-382 481, Gujarat, India. | Phone : +91-79-71800000, +91-79-48040000
website : www.zyduslife.com | CIN : L24230GJ1995PLC025878



2. **April 11, 2025:**

Zydus MedTech Private Limited, a wholly owned subsidiary of the Company incorporated a wholly owned subsidiary Zydus MedTech (France) SAS (“Zydus MedTech France”) on April 10, 2025, which will be acquiring the equity shares of the Target Entity.

Completion of Block Acquisition:

We hereby now inform that all conditions precedent to the completion have been fulfilled, and the Block Acquisition has been subsequently completed on July 29, 2025. As a result, Zydus MedTech France now holds 85.6% of the share capital and voting rights of the Target Entity.

Zydus MedTech France will file on July 30, 2025, a simplified mandatory tender offer (“the Offer”) for all the remaining outstanding shares of the Target Entity at a price of Euro 6.25 per share, identical to the price paid for the Block Acquisition. Considering the undertaking received from seven shareholders to participate in tender offer representing in aggregate 4.7% of share capital and voting rights, Zydus MedTech France will be in a position to hold more than 90% of the capital and voting rights of the Target Entity upon completion of the Offer. Zydus MedTech France will subsequently request the implementation of a squeeze-out.

Subject to the clearance of the Offer by French Financial Market Authority’s (Autorité des marchés financiers, AMF), it is currently anticipated that the Offer may be opened in September 2025. No other regulatory approval will be required.

The Board of Directors of the Target Entity on July 28, 2025, unanimously welcomed the Offer and on the same date issued its reasoned opinion following receipt of the fairness opinion from Finexsi, appointed as independent expert for the purpose of the Offer.

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

Dhaval N. Soni
Company Secretary and Compliance Officer
Membership No. FCS7063

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