

June 21, 2021

<b>BSE LIMITED</b> P J Towers, Dalal Street, Fort, <u>Mumbai-400001</u> <b>Code: 532 321</b>	<b>NATIONAL STOCK EXCHANGE OF INDIA LIMITED</b> Exchange Plaza, Bandra Kurla Complex, Bandra (E), <u>Mumbai-400 051</u> <b>Code: CADILAHC</b>
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Re.: **Intimation under regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations")**

Dear Sir / Madam,

Further to our earlier letter dated May 5, 2021, we would like to inform that the Company, as a joint venture partner, has signed an agreement to extend the tenure of the joint venture agreement ("**JVA**") with Bayer (South East Asia) PTE Limited, one of the companies of the Bayer Group, for a period of three years.

Additional disclosures, with regard to extension of the JVA, as required under the Listing Regulations read with SEBI Circular No. CIR/CFO/CMD/4/2015 dated September 9, 2015 are given in **Annexure 1** to this letter.

We request you to kindly take this in your record and disseminate.

Thanking you,

Yours Sincerely  
For, **CADILA HEALTHCARE LIMITED**

**DHAVAL N. SONI**  
**COMPANY SECRETARY**

Encl.: As above

**Annexure-1**

Sr. No.	Particulars	Responses																																
1.	name(s) of parties with whom the agreement is entered	<p>1. Cadila Healthcare Limited ("the <b>Company</b>") and JV Partner 1</p> <p>2. Bayer (South East Asia) PTE Limited ("<b>Bayer</b>") and JV Partner 2</p> <p>3. Bayer Zydus Pharma Private Limited ("<b>JV Company</b>")</p> <p>JV Partner 1 and JV Partner 2 are collectively referred to as "<b>JV Partners</b>".</p>																																
2.	purpose of entering into the agreement	<p>JV Partners entered into an agreement ("<b>JVA</b>") dated January 28, 2011 and pursuant to which the JV Partners formed a joint venture company i.e. JV Company.</p> <p>The purpose of entering into the JVA is for carrying on business of marketing of pharmaceutical products.</p>																																
3.	shareholding, if any, in the entity with whom the agreement is executed	<p>As on date, the shareholding structure of the JV Company is as under:</p> <table border="1"> <thead> <tr> <th>Sr. No.</th> <th>Name of the Company</th> <th>No. of Equity shares</th> <th>% of shares</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Cadila Healthcare Limited</td> <td>1,24,99,999</td> <td>24.9999</td> </tr> <tr> <td>2.</td> <td>Bayer South East Asia PTE Limited</td> <td>3,75,00,001</td> <td>75.0001</td> </tr> <tr> <td colspan="2"><b>Total</b></td> <td><b>5,00,00,000</b></td> <td><b>100.00</b></td> </tr> </tbody> </table> <table border="1"> <thead> <tr> <th>Sr. No.</th> <th>Name of the Company</th> <th>No. of Preference shares</th> <th>% of shares</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>Cadila Healthcare Limited</td> <td>1,00,00,000</td> <td>25.00</td> </tr> <tr> <td>2.</td> <td>Bayer Pharmaceuticals Private Limited</td> <td>3,00,00,000</td> <td>75.00</td> </tr> <tr> <td colspan="2"><b>Total</b></td> <td><b>4,00,00,000</b></td> <td><b>100.00</b></td> </tr> </tbody> </table>	Sr. No.	Name of the Company	No. of Equity shares	% of shares	1.	Cadila Healthcare Limited	1,24,99,999	24.9999	2.	Bayer South East Asia PTE Limited	3,75,00,001	75.0001	<b>Total</b>		<b>5,00,00,000</b>	<b>100.00</b>	Sr. No.	Name of the Company	No. of Preference shares	% of shares	1.	Cadila Healthcare Limited	1,00,00,000	25.00	2.	Bayer Pharmaceuticals Private Limited	3,00,00,000	75.00	<b>Total</b>		<b>4,00,00,000</b>	<b>100.00</b>
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		The Company is not holding any shares of JV Partner 2.
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 in capital structure etc.	JV Partner 1 and JV Partner 2 have right to nominate 3 and 5 directors respectively.  There are detailed provisions relating to restrictions on transfer of shares by JV Partners.
5.	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 company in any manner.
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	On incorporation of the JV Company, the equity shares were issued to the JV Partners at face value of Rs. 10/- each.
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.	JV Partners are not entitled to nominate any Director on the Board of the Company (i.e. Cadila Healthcare Limited).  There is no potential conflict of interest arising out of the JVA.
9.	in case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s)	

Sr. No.	Particulars	Responses
a.	name of parties to the agreement	JV Partners and the JV Company.
b.	nature of the agreement	An agreement to extend the term of the Joint Venture Agreement (“JVA”) for a period of three years till May 1, 2024.
c.	date of execution of the agreement	June 21, 2021
d.	details of amendment and impact thereof or reasons of termination and impact thereof	The amendment is to extend the term of the JVA for a period of three years till May 1, 2024. The Company believes that the extension of the JVA would be beneficial considering the prospects of the growth of the JV over next three years.

For, **CADILA HEALTHCARE LIMITED**

**DHAVAL N. SONI**  
**COMPANY SECRETARY**