



November 27, 2020

National Stock Exchange of India Limited,
Compliance Department,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai - 400051,
Maharashtra, India

BSE Limited,
Compliance Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001,
Maharashtra, India

Dear Sir/Madam,

Subject : Intimation regarding acquisition of the entire minority shareholding in BACC Health Care Private Limited (“BACC”), subsidiary of HealthCare Global Enterprises Limited (“the Company”).

Stock Code : BSE – 539787, NSE – HCG

Reference : Regulation 30(3) and (4) read with Schedule III Part A Para A sub-para (1) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular no. CIR/CFD/CMD/4/2015 dated September 09, 2015

Further to the intimations dated February 07, 2019 and November 08, 2019 made by the Company to the stock exchanges on the acquisition of remaining shares of BACC, we would like to inform you that the Company has entered into a Share Purchase Agreement on November 27, 2020, with Dr. Kamini A. Rao and her family members (“**Minority Shareholders**”) for the acquisition of 46,695 Equity Shares aggregating to 49.9% (“**Minority Shareholding**”) of the share capital of BACC (“**SPA**”). With the said acquisition, BACC has become a Wholly Owned Subsidiary of the Company. Consequently, the Company has also terminated the Shareholders’ Agreement entered into by the Company with the Minority Shareholders of BACC setting out the relationship between the parties and their inter-se rights and obligations in BACC (“**SHA**”), vide Termination Agreement dated November 27, 2020 (“**Termination Agreement**”).

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:

Share Purchase Agreement

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

The target entity is BACC Health Care Private Limited (“BACC”). BACC is a subsidiary of the Company, where the Company, prior to the acquisition of Minority Shareholding was holding 50.1% of the share capital. It operates fertility centres across the country under the brand Milann. The turnover (revenue from operations) of BACC for the financial year ended March 31, 2020 was INR 701.25 Million.



- (b) *Whether the acquisition would fall within related party transactions(s) and whether the promoter/promoter group/promoter 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”;*

BACC is a subsidiary of the Company and hence a related party. However, the acquisition would not fall within related party transaction. None of the promoter/ promoter group/ group companies have any interest in the entity being acquired.

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

BACC is a provider of specialty health care, focusing on fertility.

- (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);*

Pursuant to the exercise of put option by the Minority Shareholders, the Company has acquired the shares as per the SHA. Both the Company and BACC are providers of specialty health care, focused on cancer and fertility, respectively.

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

The transaction does not require any governmental approvals.

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

The consummation of the transaction under the SPA has been completed on November 27, 2020.

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

The consideration for the acquisition of shares under the SPA has been paid to the Minority Shareholders in the form of cash.

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

The cost of acquisition of shares, including interest is INR 68,33,51,776 (Rupees Sixty-Eight Crore Thirty-Three Lakh Fifty-One Thousand Seven Hundred and Seventy-Six).

- (i) *Percentage of shareholding/control acquired and/or number of shares acquired;*

The Company, with this acquisition of the Minority Shareholding, holds 100% of the share capital of BACC.

- (j) *Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last years’ turnover, country in which the acquired entity has presence and any other significant information (in brief);*



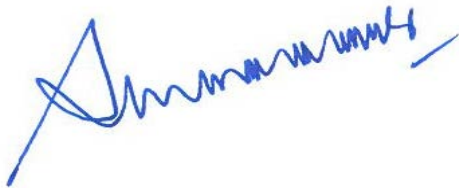
BACC was incorporated on February 08, 2002 in India. BACC is a provider of specialty health care, focusing on fertility. The turnover (revenue from operations) of BACC for the financial year ended March 31, 2020 was INR 701.25 Million.

In view of the acquisition of Minority Shareholding in BACC, and the Minority Shareholders ceasing to be the shareholders of BACC, the Company has executed a Termination Agreement to the SHA, whereby the SHA shall cease to have force and effect, with exceptions to certain provisions, which shall continue to be in force, as relevant and applicable.

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

Thanking you,

For **HealthCare Global Enterprises Limited**

A handwritten signature in blue ink, appearing to read 'Sunu Manuel', written over a horizontal line.

Sunu Manuel
Company Secretary & Compliance Officer