



## PUBLIC ANNOUNCEMENT

### POST BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/ BENEFICIAL OWNERS OF EQUITY SHARES OF NATCO PHARMA LIMITED

This post buyback public announcement ("Post Buyback Public Announcement") is being made pursuant to the provisions of Regulation 24(vi) of the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, as amended (the "Buyback Regulations"). This Post Buyback Public Announcement should be read in conjunction with the public announcement dated March 9, 2023, published on March 10, 2023 (the "Public Announcement"). The terms used but not defined in this Post Buyback Public Announcement shall have the same meanings as assigned in the Public Announcement.

#### 1. THE BUYBACK

1.1. Pursuant to the provisions of Sections 68, 69, 70, 179 and all other applicable provisions, if any, of the Companies Act, 2013, as amended ("Companies Act" or the "Act"), the Companies (Share Capital and Debentures) Rules, 2014 ("Share Capital Rules"), the Companies (Management and Administration) Rules, 2014 ("Management Rules"), and the provisions of the Buyback Regulations, Articles of Association of the Company and pursuant to the resolutions passed by the Board of Directors of the Company (hereinafter referred to as the "Board" or the "Board of Directors") at its meeting held on March 8, 2023 ("Board Meeting"), the Board approved the buyback of the Company's fully paid-up equity shares of the face value of ₹ 2/- (Rupees Two only) each ("Equity Shares") from its shareholders / beneficial owners excluding promoters, promoter group and persons who are in control of the Company, via the 'open market' route through the stock exchange, for a total amount not exceeding ₹ 210,00,00,000/- (Rupees Two Hundred and Ten Crores only) ("Maximum Buyback Size"), and at a price not exceeding ₹ 700 (Rupees Seven Hundred only) per Equity Share ("Maximum Buyback Price"), payable in cash (the process being referred hereinafter as "Buyback"). The Maximum Buyback Size shall not include any expenses incurred or to be incurred for the Buyback like filing fees payable to SEBI, advisors' fees, stock exchange fees, brokerage, costs, fees, turnover charges, applicable taxes including inter alia securities transaction tax, goods and services tax, stamp duty, etc., Public Announcement publication expenses and other incidental and related expenses and charges ("Transaction Costs"). The Maximum Buyback Size represents 5.13% and 5.04% of the aggregate of the total paid-up capital and free reserves of the Company based on the audited standalone and consolidated financial statements of the Company as at March 31, 2022, respectively (being the latest available audited financial statements of the Company).

1.2. The Buyback commenced on Tuesday, March 21, 2023. The Buyback Committee, duly constituted and authorised by the Board, at its meeting held on Friday, May 12, 2023, approved the closure of the Buyback with effect from closure of trading hours on Friday, May 12, 2023, accordingly the Buyback closed on Friday, May 12, 2023.

#### 2. DETAILS OF BUYBACK

2.1. Till the date of closure of the Buyback, the Company has bought back 34,47,295 (Thirty Four Lakhs Forty Seven Thousand Two Hundred Ninety Five) Equity Shares (representing 1.89% of pre Buyback outstanding Equity Shares of the Company) at an volume weighted average price of ₹ 609.1712/- (Rupees Six Hundred Nine and Paise One Seven One Two only) per Equity Share. The price at which the Equity Shares were bought back was dependent on the price quoted on the Stock Exchanges. The highest price at which the Equity Shares were bought back was ₹ 641.8102 (Rupees Six Hundred Forty One and Paise Eight One Zero Two only) per Equity Share while the lowest price was ₹ 539.6988 (Rupees Five Hundred Thirty Nine and Paise Six Nine Eight Eight only) per Equity Share. These prices, which are rounded off to the nearest paise, are based on contract notes issued by DAM Capital Advisors Limited ("Company's Broker") and exclude the Transaction Costs.

2.2. The total amount utilized in the Buyback is ₹ 209,99,92,885.33 (Rupees Two Hundred Nine Crores Ninety Nine Lakhs Ninety Two Thousand Eight Hundred Eighty Five Rupees and paise Three Three only) excluding Transaction Costs.

2.3. The pay-out formalities shall be completed as per settlement mechanism applicable to the respective Stock Exchange. As on May 15, 2023, the Company has extinguished 8,58,579 (Eight Lakhs Fifty Eight Thousand Five Hundred and Seventy Nine) Equity Shares bought back under the Buyback and is in the process of extinguishing the remaining 25,88,716 (Twenty Five Lakhs Eighty Eight Thousand Seven Hundred and Sixteen) Equity Shares bought back.

2.4. All Equity Shares bought back were in the dematerialized segment from the Stock Exchanges. As the Buyback was conducted by way of open market purchases through the Stock Exchange(s), the identity of the shareholders, if any, from whom Equity Shares exceeding 1% (one percent) of the total Equity Shares were bought in the Buyback is not known.

#### 3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

3.1 The capital structure of the Company, pre and post Buyback is as under:

Particulars	Pre Buyback as on the date of Public Announcement	Post Buyback*
Authorised share capital	₹ 40,00,00,000/- (20,00,00,000 Equity Shares of ₹ 2/- each)	₹ 40,00,00,000/- (20,00,00,000 Equity Shares of ₹ 2/- each)
Issued, subscribed and fully paid-up share capital	₹ 36,51,14,330 (18,25,57,165 Equity Shares of ₹ 2/- each)	₹ 35,82,19,740 (17,91,09,870 Equity Shares of ₹ 2/- each)

\* The Company shall extinguish the balance of 25,88,716 (Twenty Five Lakhs Eighty Eight Thousand Seven Hundred and Sixteen) Equity Shares out of the total of 34,47,295 (Thirty Four Lakhs Forty Seven Thousand Two Hundred Ninety Five) Equity Shares bought back in accordance with the Buyback Regulations. The post Buyback equity share capital is assuming extinguishment of all Equity Shares bought back by the Company until closure of the Buyback.

3.2 The shareholding pattern of the Company pre and post Buyback is as under:

Category	Pre-Buyback as on the date of Public Announcement		Post Buyback*	
	No. of Equity Shares	%	No. of Equity Shares	%
(A) Promoter & Promoter Group	8,91,20,575	48.82	8,91,20,575	49.76
(B) Public	9,34,36,590	51.18	8,99,89,295	50.24
(C1) Shares underlying DRs	-	-	-	-
(C2) Shares held by Employee Trust	-	-	-	-
(C) Non-Promoter-Non Public (C1+C2)	-	-	-	-
Total (A+B+C)	18,25,57,165	100.00	17,91,09,870	100.00

\*The Company shall extinguish the balance of 25,88,716 (Twenty Five Lakhs Eighty Eight Thousand Seven Hundred and Sixteen) Equity Shares out of the total of 34,47,295 (Thirty Four Lakhs Forty Seven Thousand Two Hundred Ninety Five) Equity Shares bought back in accordance with the Buyback Regulations. The post Buyback equity share capital is assuming extinguishment of all Equity Shares bought back by the Company until closure of the Buyback.

#### 4. MANAGER TO THE BUYBACK OFFER



##### DAM Capital Advisors Limited

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Validity Period: Permanent

CIN: U99999MH1993PLC071865

#### 5. DIRECTORS' RESPONSIBILITY

As per Regulation 24(i)(a) of the Buyback Regulations, the Board of Directors of the Company accept full responsibility for the information contained in this Post Buyback Public Announcement and confirms that information in this Post Buyback Public Announcement contain true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of  
**Natco Pharma Limited**

Sd/-	Sd/-	Sd/-
V.C. Nannapaneni Managing Director DIN: 00183315	P S R K Prasad Director & Executive Vice President (Corp Engineering Services) DIN: 07011140	Chekuri Venkat Ramesh Company secretary and Compliance Officer ICSI Membership Number: A41964

Date: May 15, 2023

Place: Hyderabad