

March 20, 2017

**The Manager Listing**

**BSE Limited**

Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai – 400 001  
Scrip code: 512529

**The Manger Listing**

**The National Stock Exchange of India Limited**

Exchange Plaza, Bandra-Kurla Complex  
Bandra (East) Mumbai - 400 051  
Scrip code: SEQUENT

Dear Sirs,

**Sub: Outcome of Board Meeting – Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015**

Approval of Composite Scheme of Arrangement between SeQuent Scientific Limited (“**Company**”) and Strides Shasun Limited and SSL Pharma Sciences Limited and their respective Shareholders and Creditors

We refer to our announcement dated February 3, 2017 wherein it was informed that the Board of Directors of the Company had approved the demerger of Company’s Human API business to a new entity.

We now wish to inform you that the Board of Directors on the recommendation of the Audit Committee have today approved a Composite Scheme of Arrangement to be entered into between the Company, Strides Shasun Limited (‘Strides’) and SSL Pharma Sciences Limited (‘SSL’) and their respective Shareholders and Creditors (the ‘Scheme’) under Sections 230-232 of the Companies Act, 2013 for the purpose of effecting the said demerger. The Board of Directors also approved the share entitlement ratio of 1 (one) equity shares of INR 10/- each of SSL for every 25 (Twenty Five) equity shares of INR 2/- each held by them in the Company. S.R. Batliboi & Co. and Pricewaterhouse & Co. LLP provided a joint valuation report on the share entitlement ratio, while Keynote Corporate Services Limited provided the fairness opinion in relation to the aforesaid share entitlement ratio.



**SeQuent Scientific Limited**

The salient features of the Scheme are:

- a) Through the Scheme, the Commodity API business of Strides and Human API business of the Company will be demerged to SSL, currently a wholly owned subsidiary of Strides ('the Demerger')
- b) The equity shares of SSL will be listed in the BSE Limited and the National Stock Exchange of India Limited.
- c) Every shareholder of Strides will get 1(one) equity shares of INR 10/- each of SSL for every 6 (six) equity shares of INR10/- each held by them in Strides.
- d) Every shareholder of the Company will get 1 (one) equity shares of INR 10/- each of SSL for every 25 (Twenty Five) equity shares of INR 2/- each held by them in the Company.
- e) The appointed date for the Demerger will be October 1, 2017
- f) Based on the recommended Share entitlement ratio, Strides shareholders and the Company's shareholders will hold approximately 60% and approximately 40% respectively of SSL
- g) The share entitlement ratio is arrived at after considering debt of approximately INR 425 Crores, pertaining to the Commodity API business of Strides and approximately INR 75 Crores pertaining to the Human API business of the Company.
- h) The capital base of the new Company will be approximately INR 25 Crores compared to the current capital base of INR 89.42 Crores of Strides and INR 48.75 Crores of the Company.
- i) The Scheme is subject to statutory approvals including from the shareholders and creditors of the Company, Strides and SSL, Stock Exchanges where the shares of Strides and the Company are listed, the Securities and Exchange Board of India, National Company Law Tribunal and the Competition Commission of India.

The Board has also approved execution of definitive agreement to give effect to and implement the aforesaid.

Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 is attached.

**Thanking you,  
For Sequent Scientific Limited**

  
**Krupesh Mehta  
Company Secretary**



**Disclosure under Regulation 30 of the Securities and Exchange Board of India  
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

a) Brief details of the division to be demerged;	Human API business of the Company into a separate Entity – to be listed.
b) Turnover of the de-merged division and as percentage to the total turnover of the listed entity in the immediately preceding financial year/ based on financials of the last financial year;	Turnover Financial Year 2016: INR 3,663 Million (90% of total turnover and 58% of total consolidated sales of the listed entity)
c) Rationale for de-merger	The Board felt the need for Management to focus on scaling up Alivira business and to this direction, it was decided to divest the Human API business which though profitable, will require significant Capital Expenditure to build scale and exigencies
d) Brief details of change in shareholding pattern (if any) of all entities;	There is no change in shareholding for the Company  There is no change in shareholding in Strides Shasun Limited  The indicative shareholding pattern of SSL Pharma Sciences Limited post effectiveness of the Scheme is given as Annexure 1.
e) In case of cash consideration – amount or otherwise share exchange ratio;	Share Exchange ratio:  Every Shareholder of the Company will get 1 (one) equity shares of INR 10/- each of SSL Pharma Sciences Limited for every 25 (Twenty Five) equity shares of INR 2/- each held by them in the Company
f) Whether listing would be sought for the resulting entity	Resulting entity is proposed to be listed



## Annexure 1

The indicative shareholding pattern of SSL Pharma Sciences Limited post effectiveness of the Scheme is given below.

Category of Shareholder	Number of Shares	% holding
Promoters	8,866,165	35.96%
Non-Promoters	15,711,017	63.73%
Sequent ESOP Trust	76,100	0.31%
<b>Total</b>	<b>24,653,282</b>	<b>100.00%</b>

