



KAL/COR/BSE/09/ 296/2023

12<sup>th</sup> July, 2023

The Manager  
Dept. of Corporate Services,  
Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers  
Dalal Street,  
Mumbai - 400 001

Scrip Code-530163

Dear Sir,

Sub.: Outcome of the Board meeting of Kerala Ayurveda Ltd. ("the Company"/"KAL") held on 12<sup>th</sup> July 2023

Ref.: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for acquisition of a business undertaking.

With reference to the captioned subject, we would like to inform you that the Board of Directors at its meeting held today, i.e., Wednesday, 12<sup>th</sup> July 2023 has approved entering into a Business Transfer Agreement ("BTA") for purchase of Nutraceutical product range- Nutraveda®, one of the Business Undertakings of Katra Phytochem India Pvt. Ltd. (KPIPL), subject to approval of shareholders of the Company.

Necessary details as prescribed in SEBI Circular dated September 9, 2015 are provided in Annexure-"A".

The meeting commenced at 11 a.m. and concluded at 2:45 p m.

You are requested to take the information on record and kindly acknowledge receipt of the same.

Thanking you,

For Kerala Ayurveda Ltd.

Jyothi Gulecha  
Company Secretary



**Kerala Ayurveda Limited**

CIN - L24233KL1992PLC006592

Regd. Office: Athani P O, Aluva, Ernakulam, Kerala - 683 585, India. Ph: +91 484 2476301/2/3/4,

E-mail : info@keralaayurveda.biz, Website : www.keralaayurveda.biz

**Annexure-A**

Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9<sup>th</sup> September 2015.

Sr. No.	Particulars	Details
a.	Name of the target entity, details in brief such as size, turnover etc.	<b>Name:</b> Nutraveda® a Nutraceutical product range, one of the Business Undertaking of Katra Phytochem India Pvt. Ltd. (KPIPL) having a manufacturing facility at Bangalore. <b>Turnover of NUTRAVEDA (Business Undertaking of KPIPL): 417.91 lakhs</b> as on 31 <sup>st</sup> March, 2023.
b.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ 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”	1. Yes: - the acquisition falls within the related party transactions - Kerala Ayurveda Limited and KPIPL are part of same promoter group company i.e. Katra Holdings Ltd. 2. Nature of Interest: Common Director 3. Considering that KAL is part of the same promoter group, KPIPL will not be charging any consideration for taking over the business, it is more interested in growing the business through KAL sales force and a 10% mark up on the cost will be charged on the product supply to KAL and expects that the business will grow multifold under KAL. KPIPL owns the trademark of Nutraveda and trademarks of all current products promoted by Nutraveda division. It has agreed to allow usage of all trademarks associated with Nutraveda Division in perpetuity for no consideration/Royalty.



		Thereby, the said transaction is not on arm's length basis.
c.	Industry to which the entity being acquired belongs	Pharmaceuticals
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)	The Company is already present in the business of manufacturing and selling ayurveda products. The proposed transaction will help the Company to expand its presence in the said space through increase in product pipeline. .
e.	Brief details of any governmental or regulatory approvals required for the acquisition	The transaction is not subject to any governmental or regulatory approvals.
f.	Indicative time period for completion of the acquisition	Within one week.
g.	Nature of consideration - whether cash consideration or share swap and details of the same	Considering that KAL is part of the same promoter group, KPIPL will not be charging any consideration for taking over the business, it is more interested in growing the business through KAL sales force and is happy to earn 10% on product supply to KAL and expects that the business will grow multifold under KAL.
h.	Cost of acquisition or the price at which the shares are acquired	The transaction is not for acquisition of shares. The acquisition price for Business Undertaking is Nil.
i.	Percentage of shareholding / control acquired and / or number of shares acquired	Not applicable, as no shares / control is acquired.
j.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>Nutraveda® A Division of Katra Phytochem (India) Pvt. Ltd., established 3 years back is committed to providing the highest quality products and have focused their energies and resources in developing innovative products, which are built on three pillars ✓ <b>Purity</b> ✓ <b>Safety</b> ✓ <b>Efficacy</b></p> <p>They are committed to quality, accountability, consistency and traceability of their products. A reliable value provider and partner to customers, they are in constant quest of developing innovative</p>



		processes for improved product offering with <b>maximum purity and bioavailability.</b>						
		<b>Turnover summary</b>						
		<table><tr><td>2019-20</td><td>Rs.57.34 lakhs</td></tr><tr><td>2020-21</td><td>Rs.201.30 lakhs</td></tr><tr><td>2021-22</td><td>Rs.332.32 lakhs</td></tr></table>	2019-20	Rs.57.34 lakhs	2020-21	Rs.201.30 lakhs	2021-22	Rs.332.32 lakhs
2019-20	Rs.57.34 lakhs							
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