



## ALKEM LABORATORIES LTD.

Regd. Office : ALKEM HOUSE, Senapati Bapat Marg,  
Lower Parel (West), Mumbai - 400 013, Maharashtra, India.

- Phone: +91-22-3982 9999 • Fax: 022-2495 2955
- Email: contact@alkem.com • Website: www.alkemlabs.com
- CIN: L00305MH1973PLC174201

13<sup>th</sup> February, 2026

To,

<b>The Corporate Relationship Department</b> BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001. <b>Scrip Code: 539523</b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza, Bandra Kurla Complex, Bandra East, Mumbai 400 051. <b>Scrip Symbol: ALKEM</b>
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**Sub: Intimation under Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”)**

Dear Sir(s)/Madam,

This disclosure is being filed pursuant to Regulation 30 of the SEBI LODR Regulations, to inform you that the Board of Directors of Alkem Laboratories Limited (“**Company**”/ “**Transferee Company**”) has at its meeting held today, i.e. 13<sup>th</sup> February, 2026 approved the amalgamation of Adroit Biomed Limited (“**Transferor Company**” or “**ABL**”), a wholly-owned subsidiary of the Company (collectively, “**Companies**”) with and into the Company by way of a scheme of arrangement pursuant to the provisions of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 (including the rules thereunder) (“**Scheme**”), and in compliance with the provisions of the Income Tax Act, 1961.

The Scheme is, *inter alia*, subject to the sanction of the Mumbai bench of the National Company Law Tribunal (“**NCLT**”) and requisite approvals of the shareholders and/or creditors of the Company, if so directed by the NCLT, and subject to compliance with applicable laws or other approvals, if required.

The Scheme as approved by the Board would be available on the website of the Company after it has been submitted to the Stock Exchanges.

The requisite details as required by the SEBI Master Circular No. HO/49/14/14(7)2025-CFDPOD2/I/3762/2026 dated January 30, 2026, regarding the same, are enclosed herewith as “**Annexure A**”.

We request you to take this on record, and to treat the same as compliance with the applicable provisions of the SEBI LODR Regulations.

Sincerely,  
**For Alkem Laboratories Limited**

**Manish Narang**  
**President- Legal, Company Secretary and Compliance Officer**

**ANNEXURE A**

S. No.	Disclosure Requirements	Brief Particulars												
1.	name of the entity(ies) forming part of the amalgamation/ merger, details in brief such as, size, turnover etc.;	<p>Adroit Biomed Limited is the wholly owned subsidiary of the Company.</p> <p>The financial details as on March 31, 2025 are as follows:</p> <table border="1"> <thead> <tr> <th>Particulars</th> <th>Transferor Company</th> <th>Transferee Company</th> </tr> </thead> <tbody> <tr> <td>Paid-up Equity Share Capital (in INR)</td> <td>42,50,000 (Rupees Forty Two Lakhs Fifty Thousand only)</td> <td>23,91,30,000 (Rupees Twenty Three Crores Ninety One Lakhs Thirty Thousand only)</td> </tr> <tr> <td>Net Worth for the financial year ended March 31, 2025 (in INR)</td> <td>75.7 Mn</td> <td>1,23,218.3 Mn</td> </tr> <tr> <td>Total Revenue from operations for the financial year ended March 31, 2025 (in INR)</td> <td>596.8 Mn</td> <td>88,134.4 Mn</td> </tr> </tbody> </table>	Particulars	Transferor Company	Transferee Company	Paid-up Equity Share Capital (in INR)	42,50,000 (Rupees Forty Two Lakhs Fifty Thousand only)	23,91,30,000 (Rupees Twenty Three Crores Ninety One Lakhs Thirty Thousand only)	Net Worth for the financial year ended March 31, 2025 (in INR)	75.7 Mn	1,23,218.3 Mn	Total Revenue from operations for the financial year ended March 31, 2025 (in INR)	596.8 Mn	88,134.4 Mn
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2.	whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”;	<p>The Transferor Company is a wholly owned subsidiary of the Company.</p> <p>However, per the clarification issued by the Ministry of Corporate Affairs vide its General Circular No. 30/ 2014 dated 17<sup>th</sup> July 2014, a scheme of amalgamation under sections 230-232 of the Companies Act, 2013, will not fall within the purview of related party transaction in terms of Section 188 of the Companies Act, 2013.</p>												
3.	area of business of the entity(ies);	<p>The Transferor Company is primarily engaged in the business of trading in pharmaceutical products including drugs, chemicals, biological and medicinal preparations. The Transferor Company is also engaged in the business of cosmetic products,</p>												

		<p>nutraceuticals and food supplements on a wholesale basis in India and elsewhere.</p> <p>The Company is primarily engaged in the business of manufacturing, buying, selling, importing, exporting, distributing and dealing in pharmaceuticals, cosmetics, beauty-aids, oils, chemicals, food-products, veterinary and surgical equipment and medicinal preparations including spirit.</p>
4.	rationale for amalgamation/merger;	<p>The Transferor Company is wholly owned subsidiary of the Transferee Company and are engaged in similar business i.e. selling/ trading of various pharmaceutical products, nutraceutical, cosmetic products, and food supplements. The Scheme will <i>inter alia</i> have the following benefits:</p> <ol style="list-style-type: none"> <li>a) integrate and consolidate business operations, providing a significant impetus to the overall growth and scale of the combined entity;</li> <li>b) provide a seamless access to a larger pool of assets, including intangible assets, licenses, and intellectual property, leading to greater operational rationalization and organizational efficiency.</li> <li>c) eliminate duplication of work and rationalization of administrative efforts and functions, thereby enhancing overall business.</li> <li>d) achieve a significant reduction in overheads, including administrative, managerial, and marketing expenditures.</li> <li>e) pool financial, technical, and human capital of the Companies and achieve economies of scale and ensure the optimal utilization of resources in the combined entity.</li> <li>f) allow for a more efficient allocation of capital and enhanced cash flow management, strengthening the overall financial position of the combined entity.</li> </ol>

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		<p>g) the combined entity will own and possess a broader and more diversified portfolio of products, product brands, trademarks, tradenames, technical know-how and other intellectual property rights and registrations, thereby strengthening its presence by adding and enhancing its product portfolio in key therapeutic segments and geographic markets.</p> <p>h) direct access to a combined customer base and optimized distribution networks which will enable the Transferee Company to serve its customers and patients more efficiently.</p> <p>i) restructure and simplify the group structure ensures an optimized corporate holding structure that is better aligned with current business requirements.</p> <p>j) the Scheme provides for a streamlined management structure and improved organizational capability, fostering faster and more effective decision-making.</p> <p>k) facilitate synchronization of efforts to achieve a uniform corporate policy across the combined business.</p> <p>l) reduction of multiplicity of legal and regulatory compliances required to be carried out by separate entities.</p> <p>m) consolidation of business activities will eliminate multiple record-keeping requirements and minimize the administrative burden at a consolidated level.</p> <p>n) unlock value and create additional liquidity for shareholders, ultimately enhancing the long-term market value of the group.</p> <p>o) the combined entity, with its larger revenue base and expanded resource pool, will provide better growth opportunities, efficiency, and morale for employees.</p>
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5.	in case of cash consideration -amount or otherwise share exchange ratio;	Not applicable as the Transferor Company is a wholly owned subsidiary of the Company and pursuant to the Scheme coming into effect, all shares held by the Company in the Transferor Company would stand cancelled and no consideration would pass from the Company.
6.	brief details of change in shareholding pattern (if any) of the listed entity.	Not applicable since the Transferor Company is a wholly owned subsidiary of the Company and no shares will be issued under the Scheme; hence, the pre and post amalgamation shareholding pattern of the Company would remain the same.