



MEDICAMEN Organics Limited

Regd. & Corporate Office : 10, Community Centre No. 2, Ashok Vihar, Phase-II, Delhi-110052 (India)

Tel.: 011-27430249 | Tel-Fax : 011-27138171

Sales Office : 104, Sawan Park Extn., Ashok Vihar, Phase-III, Delhi-110052 (India)

E-mail : chairmen@mediorganics.in | CIN No. : U74899DL1995PLC066416 | GSTIN : 07AABCM4302P1ZF

To,
Listing Compliance Department
National Stock Exchange of India Limited,
Exchange Plaza, Plot no. C/I, G Block,
Bandra- Kurla Complex, Bandra (E) Mumbai -400051

26.08.2024

Symbol: MEDIORG

Subject: **Outcome of the Board Meeting dated August 26, 2024 under Regulation 30 of SEBI (LODR) Regulations, 2015.**

Dear Sir/Madam,

Pursuant to the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to inform you that the Board of Directors of the Company at its Meeting held today i.e. Monday, 26th August 2024 inter alia considered and approved the following:

1. Considered and approved the acquisition to effectively hold 51% (on a fully diluted basis) of Depot Pharmacy Yego Ltd Rwanda for an aggregate consideration of US\$75,000.

The details required under Regulation 30 of SEBI LODR Regulations read with the SEBI Circular No.CIR/CFD/CMD/4/2015 dated September 9, 2015 are enclosed as **Annexure A**.

2. Based on the recommendations made by the Audit Committee, the Board of Directors at its meeting have inter-alia considered and approved the Re-appointment of M/s. N C RAJ AND ASSOCIATES, Chartered Accountants, (Firm Registration No. 002249N, and Peer Review Certificate No.: 014034) as the Statutory Auditors of the Company for another term of 5 consecutive years beginning from the conclusion of the ensuing 29th Annual General Meeting (AGM) till the conclusion of the 34th Annual General Meeting of the Company subject to approval of shareholders at the ensuing AGM.

The required details in relation to appointment of the Statutory Auditor pursuant to the provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No.: SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 are annexed herewith as an **Annexure – B**.

Works :

Unit 1 : Plot No. 60, Sector-6A, I.I.E. SIDCUL, Haridwar - 249 403 (U.K.) | GSTIN : 05AABCM4032P1ZJ

Unit 2 : Plot No. 61, Sector-6A, I.I.E. SIDCUL, Haridwar - 249 403 (U.K.) | GSTIN : 05AABCM4032P3ZH



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3. Considered and approved Draft Director's Report along with annexures to the said report for the Financial Year ended on March 31, 2024, to form part of Annual Report 23-24.
4. Considered and approved appointment of M/s. Anu Malhotra & Associates. Practicing Company Secretaries as Scrutinizer for E-Voting Process for 29th Annual General Meeting of the Company.
5. Convening of 29th Annual General Meeting (AGM):

The 29th Annual General Meeting ("AGM") of the Company for the Financial Year 2023-24 will be held on Friday, 27th September, 2024 at 01:00 P.M. via Video Conferencing (VC) or Other Audio Visual Means (OAVM).

The Notice of the 29th AGM and the Annual Report shall be submitted on the Stock Exchange in due course and shall also be made available on the website of the Company.

The Register of Members and Share Transfer Books of the Company will remain closed from Saturday, 21st September, 2024 to Friday, 27th September, 2024 (both days inclusive) for the purpose of 29th AGM.

The Board Meeting commenced at 02.00 P.M. (IST) and concluded at 04.30 P.M. (IST).

We request you to kindly take the above information on record.

Thanking You,

Yours faithfully,

MEDICAMEN ORGANICS LIMITED

**Bal Kishan
Gupta**

Digitally signed by Bal
Kishan Gupta
Date: 2024.08.26
16:44:54 +05'30'

Mr. Bal Kishan Gupta
Managing Director
(DIN: 00032772)

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Annexure – A

Details as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, are mentioned below:

Sr. no.	Particulars	Details
1.	Name of the target entity, details in brief such as a. size b. turnover	Depot Pharmacy Yego Ltd Capital :- 5000000 Turnover as on December 31, 2023: approx. USD 350,000
2.	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 “arms length”.	This transaction does not fall within related party transactions. None of the promoter/ promoter group/ group companies have any interest in Depot Pharmacy Yego Ltd. N.A.
3.	Industry to which the entity being acquired belongs.	Pharmaceutical Industry.
4.	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 investment in Depot Pharmacy Yego Ltd is to facilitate the distribution of its products and brands in Rwanda.

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5.	Brief details of any governmental or regulatory approvals required for the acquisition.	This investment is within the limits as prescribed under Section 186 of the Companies Act, 2013, and has been approved by the Board of Directors in its meeting held on December 07, 2023 and approved by shareholders in its meeting held on December 08, 2023. No other government or regulatory approvals are required.
6.	Indicative time period for completion of the acquisition.	Within 01 year
7.	Nature of consideration - whether cash consideration or share swap and details of the same.	Cash.
8.	Cost of acquisition or the price at which the shares are acquired.	51% (on a fully diluted basis) of the fully paid-up equity share capital of Depot Pharmacy Yego Ltd. would be acquired in one or more tranches by way of subscribing to equity shares at a total cash consideration of about US\$75,000.
9.	Percentage of shareholding / control acquired and / or number of shares acquired.	Acquisition of equity stake of 51% (on a fully diluted basis) shall be done in one or more tranches by subscribing to the equity shares of Depot Pharmacy Yego Ltd.
10.	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).	Depot Pharmacy Yego Ltd had been incorporated on 10/6/2022. The promoters are having experience of 30 years in healthcare industry and 24 years in African healthcare. Company deals in Pharmaceuticals, Medical consumables, nutraceuticals and derma cosmetics. Company is under negotiation with Indian companies to registration the products in Rwanda FDA. Company started operations in August 2022 and total sales in 2022 calendar year was approx USD 200,000. In 2023 company done sales of approx USD 350,000.

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Annexure-B

Information as required under Regulation 30 - Part A of Para A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No.: SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023:

Re-Appointment of Statutory Auditors:

Particulars	Re-Appointment of M/s. N C RAJ AND ASSOCIATES, Chartered Accountants, (Firm Registration No. 002249N, and Peer Review Certificate No.: 014034) as the Statutory Auditors of the Company for the term of Five (5) Years until the conclusion of the ensuing 34 th Annual General Meeting to be held in the year 2029.
Reason for change viz. appointment, ~~resignation, removal, death or otherwise~~	M/s. N C RAJ AND ASSOCIATES , Chartered Accountants (Firm Registration No. 002249N,) were appointed as the Statutory Auditors of the Company who shall hold the office as statutory auditor from the conclusion of the Extra-Ordinary General Meeting held on December 19, 2023 till the conclusion of Annual General Meeting of the Company to be held in 2024.
Date of Appointment ~~Cessation~~	At the Board Meeting held on December 19, 2023.
Term of appointment	For the term of Five (5) Years until the conclusion of the ensuing 34 th Annual General Meeting to be held in the year 2029.
Brief Profile	M/s. N C RAJ AND ASSOCIATES, Chartered Accountants, (Firm Registration No. 002249N, and Peer Review Certificate No.: 014034) has an experience of more than Fifty Years in the field of: A. Domestic and International Tax, B. Tax and GST Audit, C. Litigation matter under GST and Income Tax, D. Statutory and Process Audit, E. Foreign Exchange Management Act ("FEMA") Compliances, F. Registrar of Company Compliances ("ROC"), G. Insolvency and Bankruptcy Support Services, H. Loan Restructuring and Syndication, and

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	I. IND AS Implementation and compliance. The area of expertise includes providing consultancy services in the area of an Auditing, Ind AS Accounting, Taxation, FEMA Compliances, Loan Restructuring etc
Disclosure of relationships between Directors (in case of appointment of a Director).	Not Applicable

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