



Natco Pharma Limited

Regd. Off. : 'NATCO HOUSE', Road No. 2, Banjara Hills, Hyderabad-500 033. INDIA.
Tel : +91 40 23547532, Fax : +91 40 23548243

Date: December 07, 2011

The Asst. Vice President
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra – Kurla Complex
Bandra (E)
Mumbai - 400 051

The General Manager
Department of Corporate Services
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Sir/ Madam,

Re: Disclosure pursuant to Listing Agreement

The Committee of Directors of NATCO Pharma Limited (the “Company”) has at its meeting held on December 06, 2011, pursuant to the authorization given by the shareholders given under Section 81(1A) and other applicable provisions of the Companies Act, 1956, decided to make an issuance of equity shares of face value Rs. 10 each of the Company to qualified institutional buyers. For this purpose, the issue opened in the morning on December 07, 2011.

Based on the bids received during the day, the committee has now decided to close the issue at end of the day today i.e. December 07, 2011. The Committee has also approved the Placement Document in respect of the equity shares proposed to be issued as aforesaid.

A certified copy of the resolution passed by the Committee deciding to ^{close}~~open~~ the proposed issue of equity shares under the qualified institutions placement is enclosed for your information and record.

This is for your information and records.

Thanking You,

for NATCO Pharma Limited

Authorised Signatory





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CERTIFIED TRUE EXTRACT OF THE RESOLUTION PASSED BY THE COMMITTEE OF DIRECTORS OF THE COMPANY AT THEIR MEETING HELD ON 7TH DECEMBER 2011 AT THE REGISTERED OFFICE OF THE COMPANY AT NATCO HOUSE, ROAD NO. 2, BANJARA HILLS, HYDERABAD 500033

PRICING OF EQUITY SHARES

Fixing of Price of equity shares ("Issue Price") to be allotted

"RESOLVED THAT the Issue Price of the Equity Shares to be allotted to QIBs through the qualified institutions placement route be fixed at Rs. 225 per equity share of Rs. 10 each i.e. at a premium of Rs. 215 per equity share"

Issue to Qualified Institutional Buyers (QIBs)

"RESOLVED THAT the Placement Document tabled at the meeting and duly initialed by the Chairman of the meeting for identification purposes be and are hereby approved and adopted by the Company.

RESOLVED FURTHER THAT Mr. Rajeev Nannapaneni, Director & Chief Operating Officer and Dr. P Bhaskar Narayana, Director & Chief Financial Officer be and are hereby authorized to sign the Placement Document.

RESOLVED FURTHER THAT Mr. Rajeev Nannapaneni, Director & Chief Operating Officer and Dr. P Bhaskar Narayana, Director & Chief Financial Officer be and are hereby severally authorized to make, initial and/or sign any corrections, changes, amendments etc. thereto as may be required and to file and register the said document with the SEBI/Stock Exchanges (NSE/ BSE) in respect of the issue of equity shares to QIBs as may be required."

ISSUE CLOSING RESOLUTION

"RESOLVED THAT in respect of the issue of Equity Shares of the Company of face value of Rs. 10 each by the Company to Qualified Institutional Buyers ("QIBs") in terms of Chapter VIII of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 ("SEBI Regulations"), as opened in the morning of December 07, 2011 vide the Committee authorization dated December 06, 2011 ("Issue"), the bid period be and is hereby declared as closed at the end of day today with immediate effect.

RESOLVED FURTHER THAT in respect of the issue of Equity Shares of the Company of face value of Rs. 10 each by the Company to QIBs in terms of Chapter VIII of the SEBI Regulations ("Issue") the Company is hereby authorised to issue up to 3,000,000 Equity Shares of Rs. 10 each at Issue Price of Rs. 225 per Equity Share (including a premium of Rs. 215 per Equity Share), aggregating to Rs. 675 million (Rupees Sixty hundred seventy five million only).

RESOLVED FURTHER THAT Mr. Rajeev Nannapaneni, Director & Chief Operating Officer and Mr. P Bhaskar Narayana, Director & Chief Financial Officer be and are hereby severally authorized to do all such acts, deeds and things, as may be required to give effect to the above resolution, including but not limited to making, initialing and/or signing any corrections, changes, amendments etc. thereto as may be required and to file and register the said document with the SEBI/Stock Exchanges (NSE/ BSE) and file applications for seeking listing and trading permissions in respect of the issue of equity shares to QIB's as may be required and make other regulatory filings, if any."

CERTIFIED TRUE COPY
FOR NATCO PHARMA LIMITED

