sms pharmaceuticals ltd.

***Regd. & Corporate Office :***
Plot No. 19-111, Road No. 71,
Opp. Bharatiya Vidya Bhavan Public School,
Jubilee Hills Hyderabad - 500 096. A.P. INDIA,
Tel : +91-40-6628 8888, Fax : +91-40-2355 1401

**By Email**

July 11, 2013

Stock Code : BSE: 532815

Bombay Stock Exchange Limited
Corporate Relationship Department
2nd Floor, New Trading Wing
Dalal Street, Mumbai-400 001.

Stock Code NSE : SMSPHARMA

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No.C/1
G Block, Bandra-Kurla Complex
Bandra (E), Mumbai-400 051.

Dear Sirs,

Sub: Disclosures under Regulation 10 (6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

As per our Listing Agreement, we are submitting herewith the statement showing the details of the Disclosures under Regulation 10 (6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in our company as on 04th July, 2013 & 11th July 2013. This is for your information and record.

Please take the same on your records.

Yours faithfully,
For SMS Pharmaceuticals Limited

Ramesh Babu Potluri
Chairman & Managing Director

SMS Pharmaceuticals Ltd. Hyderabad

Encl : A/a

**Format for Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

| | | |
|---|---|---|
| 1. | Name of the Target Company (TC) | SMS PHARMACEUTICALS LIMITED |
| 2. | Name of the acquirer(s) | (1) Hima Bindu Potluri<br>(2) Ramesh Babu Potluri<br>(3) T V V S N Murthy<br>(4) Potluri Hire Purchase And Finance Private Limited<br>(5) T Annapurna<br>(6) T V V S N Murthy (HUF)<br>(7) Gopineedi Sudeepthi<br>(8) Vamsi Krishna Potluri<br>(9) Trilok Potluri<br>(10) T V Praveen<br>(11) Satya Vani Potluru<br>(12) Raghavendrarao Potluri<br>(13) Hari Kishore Potluri<br>(14) P Suresh Babu<br>(15) Sukumari Koneru<br>(16) Madanagopalaswamy Gopineedi |
| 3. | Name of the stock exchange where shares of the TC are listed | (1) BSE Limited<br>(2) National Stock Exchange of India Limited. |
| 4. | Details of the transaction including rationale, if any, for the transfer/ acquisition of shares. | (1) The Company has bought back an aggregate of 13,35,074 equity shares of Rs.10/- each from the public shareholders during May 20, 2013 to June 26, 2013 through stock exchange mechanism. Pursuant to the aforesaid buyback, the aggregate shareholding of the Promoter and Promoter Group has increased to 8.27% on June 25, 2013 and further to 8.31% on June 26, 2013.<br>(2) Post extinguishment of shares credited, pursuant to buyback till June 26, 2013, and confirmation of extinguishment received from CDSL on July 4, 2013, the total outstanding equity shares of the Company have reduced from 1,00,15,203 equity shares *(prior to the buyback)* to |

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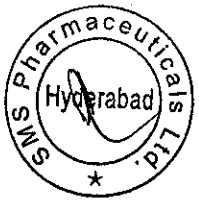
| | | | | | |
|---|---|---|---|---|---|
| | | 86,80,129 equity shares of Rs. 10/- each. Accordingly the aggregate holding of Promoter and Promoter Group has increased from 54.02% to 62.33%.<br>(3) There has been **no actual acquisition** of shares and the increase in shareholding is consequential to the buyback and indirect in nature.<br>(4) There has been no change in control of the Company | | | |
| 5. | Relevant regulation under which the acquirer is exempted from making open offer. | Regulation 10 (4) (c) | | | |
| 6. | Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so,<br>– Whether disclosure was made and whether it was made within the timeline specified under the regulations.<br>– Date of filing with the stock exchange. | **Not Applicable** | | | |
| 7. | Details of acquisition | Disclosures required to be made under regulation 10(5) | | Whether the disclosures under regulation 10(5) are actually made | |
| | a. Name of the transferor / seller | **Not Applicable** | | | |
| | b. Date of acquisition | | | | |
| | c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above | | | | |
| | d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC | | | | |
| | e. Price at which shares are proposed to be acquired / actually acquired | | | | |
| 8. | Shareholding details | Pre-Transaction | | Post-Transaction | |
| | | No. of shares held | % w.r.t. to total share capital of TC | No. of shares held | % w.r.t. to total share capital of TC |
| | – **Each Acquirer / Transferee(*)** | | | | |
| | – Hima Bindu Potluri | 12,37,336 | 12.35 | 12,37,336 | 14.25 |
| | – Ramesh Babu Potluri | 11,35,696 | 11.34 | 11,35,696 | 13.08 |
| | – T V V S N Murthy | 8,22,700 | 8.21 | 8,22,700 | 9.48 |



| | | | | | |
|---|---|---|---|---|---|
| | – Potluri Hire Purchase And Finance Private Limited | 5,86,000 | 5.85 | 5,86,000 | 6.75 |
| | – T Annapurna | 4,39,034 | 4.38 | 4,39,034 | 5.06 |
| | – T V V S N Murthy (HUF) | 3,98,134 | 3.98 | 3,98,134 | 4.59 |
| | – Gopineedi Sudeepthi | 1,75,000 | 1.75 | 1,75,000 | 2.02 |
| | – Vamsi Krishna Potluri | 1,45,440 | 1.45 | 1,45,440 | 1.68 |
| | – Trilok Potluri | 1,43,134 | 1.43 | 1,43,134 | 1.65 |
| | – T V Praveen | 1,29,534 | 1.29 | 1,29,534 | 1.49 |
| | – Satya Vani Potluru | 75,666 | 0.76 | 75,666 | 0.87 |
| | – Raghavendrarao Potluri | 57,619 | 0.58 | 57,619 | 0.66 |
| | – Hari Kishore Potluri | 43,006 | 0.43 | 43,006 | 0.50 |
| | – P Suresh Babu | 14,144 | 0.14 | 14,144 | 0.16 |
| | – Sukumari Koneru | 4,000 | 0.04 | 4,000 | 0.05 |
| | – Madanagopalaswamy Gopineedi | 4,000 | 0.04 | 4,000 | 0.05 |
| | **Total** | **54,10,443** | **54.02** | **54,10,443** | **62.33** |
| | – **Each Seller / Transferor** | Not Applicable | | | |

**Note:**

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

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For SMS Pharmaceuticals Limited

Ramesh Babu Potluri
Chairman & Managing Director

SMS Pharmaceuticals Ltd. Hyderabad

**Signature of the acquirer ~~/ Seller/ Authorised Signatory~~**

*(Signed under authority on behalf of all the Acquirers)*

Place: Hyderabad

Date: July 4, 2013

**Format for Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

| | | |
|---|---|---|
| 1. | Name of the Target Company (TC) | SMS PHARMACEUTICALS LIMITED |
| 2. | Name of the acquirer(s) | (1) Hima Bindu Potluri<br>(2) Ramesh Babu Potluri<br>(3) T V V S N Murthy<br>(4) Potluri Hire Purchase And Finance Private Limited<br>(5) T Annapurna<br>(6) T V V S N Murthy (HUF)<br>(7) Gopineedi Sudeepthi<br>(8) Vamsi Krishna Potluri<br>(9) Trilok Potluri<br>(10) T V Praveen<br>(11) Satya Vani Potluru<br>(12) Raghavendrarao Potluri<br>(13) Hari Kishore Potluri<br>(14) P Suresh Babu<br>(15) Sukumari Koneru<br>(16) Madanagopalaswamy Gopineedi |
| 3. | Name of the stock exchange where shares of the TC are listed | (1) BSE Limited<br>(2) National Stock Exchange of India Limited. |
| 4. | Details of the transaction including rationale, if any, for the transfer/ acquisition of shares. | (1) The Company has bought back an aggregate of 13,35,747 equity shares of Rs.10/- each from the public shareholders during May 20, 2013 to July 2, 2013 through stock exchange mechanism. Pursuant to the aforesaid buyback, the aggregate shareholding of the Promoter and Promoter Group has increased to 8.312% on July 1, 2013 and further increased to 8.314% on July 2, 2013.<br>(2) Post extinguishment of shares credited, pursuant to buyback till July 2, 2013, and confirmation of extinguishment received from CDSL on July 11, 2013, the total outstanding equity shares of the Company have reduced from 1,00,15,203 equity shares *(prior to the buyback)* to |

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| | | | | | |
|---|---|---|---|---|---|
| | | 86,79,456 equity shares of Rs. 10/- each. Accordingly the aggregate holding of Promoter and Promoter Group has increased from 54.022% to 62.336%.<br>(3) There has been **no actual acquisition** of shares and the increase in shareholding is consequential to the buyback and indirect in nature.<br>(4) There has been no change in control of the Company | | | |
| 5. | Relevant regulation under which the acquirer is exempted from making open offer. | Regulation 10 (4) (c) | | | |
| 6. | Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so,<br>– Whether disclosure was made and whether it was made within the timeline specified under the regulations.<br>– Date of filing with the stock exchange. | **Not Applicable** | | | |
| 7. | Details of acquisition | Disclosures required to be made under regulation 10(5) | | Whether the disclosures under regulation 10(5) are actually made | |
| | a. Name of the transferor / seller | **Not Applicable** | | | |
| | b. Date of acquisition | | | | |
| | c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above | | | | |
| | d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC | | | | |
| | e. Price at which shares are proposed to be acquired / actually acquired | | | | |
| 8. | Shareholding details | Pre-Transaction | | Post-Transaction | |
| | | No. of shares held | % w.r.t. to total share capital of TC | No. of shares held | % w.r.t. to total share capital of TC |
| | – **Each Acquirer / Transferee(*)** | | | | |
| | – Hima Bindu Potluri | 12,37,336 | 12.355 | 12,37,336 | 14.256 |
| | – Ramesh Babu Potluri | 11,35,696 | 11.340 | 11,35,696 | 13.085 |
| | – T V V S N Murthy | 8,22,700 | 8.215 | 8,22,700 | 9.479 |
| | – Potluri Hire Purchase And Finance | 5,86,000 | 5.851 | 5,86,000 | 6.752 |

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| | | | | | |
|---|---|---|---|---|---|
| | Private Limited | | | | |
| | – T Annapurna | 4,39,034 | 4.384 | 4,39,034 | 5.058 |
| | – T V V S N Murthy (HUF) | 3,98,134 | 3.975 | 3,98,134 | 4.587 |
| | – Gopineedi Sudeepthi | 1,75,000 | 1.747 | 1,75,000 | 2.016 |
| | – Vamsi Krishna Potluri | 1,45,440 | 1.452 | 1,45,440 | 1.676 |
| | – Trilok Potluri | 1,43,134 | 1.429 | 1,43,134 | 1.649 |
| | – T V Praveen | 1,29,534 | 1.293 | 1,29,534 | 1.492 |
| | – Satya Vani Potluru | 75,666 | 0.756 | 75,666 | 0.872 |
| | – Raghavendrarao Potluri | 57,619 | 0.575 | 57,619 | 0.664 |
| | – Hari Kishore Potluri | 43,006 | 0.429 | 43,006 | 0.495 |
| | – P Suresh Babu | 14,144 | 0.141 | 14,144 | 0.163 |
| | – Sukumari Koneru | 4,000 | 0.040 | 4,000 | 0.046 |
| | – Madanagopalaswamy Gopineedi | 4,000 | 0.040 | 4,000 | 0.046 |
| | **Total** | **54,10,443** | **54.022** | **54,10,443** | **62.336** |
| | – **Each Seller / Transferor** | Not Applicable | | | |

**Note:**

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

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For SMS Pharmaceuticals Limited

Ramesh Babu Potluri
Chairman & Managing Director

SMS Pharmaceuticals Ltd. Hyderabad

**Signature of the acquirer ~~/ Seller/ Authorised Signatory~~**

*(Signed under authority on behalf of all the Acquirers)*

Place: Hyderabad

Date: July 11, 2013