



NATCO PHARMA LIMITED

Corporate Identification Number (CIN): L24230TG1981PLC003201

Registered Office: Natco House, Road No. 2, Banjara Hills,
Hyderabad - 500 034, Telangana, India

Telephone: +91 040 2354 7532, Fax: +91 040 2354 8243

Website: www.natcopharma.co.in; Email: investors@natcopharma.co.in
Company Secretary and Compliance Officer: Mr. M. Adinarayana

Post Offer Public Advertisement regarding completion of buy-back offer in compliance with Regulation 24(vi) of the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018

FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF THE EQUITY SHARES OF NATCO PHARMA LIMITED

This post offer public advertisement should be read in conjunction with the public announcement dated November 6, 2018 (“**Public Announcement**”) and Corrigendum to Public Announcement dated March 14, 2019 (“**Corrigendum**”), issued in connection with the buy-back. Unless specifically defined herein, capitalized terms and abbreviations used herein have the same meaning as ascribed to them in the Public Announcement and Corrigendum.

1. THE BUY-BACK

- 1.1. Natco Pharma Limited (“**Company**”) had announced the buy-back (“**Buy-back**”) of fully paid up equity shares of face value of ₹ 2 (Rupees Two only) each of the Company (“**Equity Shares**”), from the existing Equity Shareholders/beneficial owners of the Equity Shares of the Company from the open market through the stock exchanges using the electronic trading facilities of the BSE Limited (“**BSE**”) and the National Stock Exchange of India Limited (“**NSE**”) (collectively, referred to as “**Stock Exchanges**”) in accordance with the provisions of Sections 68, 69, 70 and all other applicable provisions, if any, of the Companies Act, 2013 and the SEBI (Buy-back of Securities) Regulations, 2018, at a maximum price not exceeding ₹ 1,000 (Rupees One Thousand only) per Equity Share (“**Maximum Buy-back Price**”) payable in cash for an aggregate amount not exceeding ₹ 2,500 Millions (Rupees Two Thousand Five Hundred Millions only) (“**Maximum Buy-back Size**”). The Maximum Buy-back Size does not include any other expenses incurred or to be incurred for the Buy-back like filing fees payable to SEBI, Stock Exchanges’ fees, advisors’ fees, public announcement, publication expenses, transaction cost viz., brokerage, applicable taxes such as securities transaction tax, stamp duty, etc., and any other incidental and related expenses (“**Transaction Costs**”).
- 1.2. The Buy-back commenced on November 19, 2018 and closed on May 16, 2019. Till the closure of Buy-back, the Company had utilized approximately 74.56% of the Maximum Buy-back Size authorized for the Buy-back.
- 1.3. The total number of Equity Shares bought back under the Buy-back is 30,00,000 (Thirty Lakhs). The Company has extinguished all Equity Shares bought back except 4,84,357 Equity Shares which are under the process of Extinguishment.

2. DETAILS OF THE BUY BACK

- 2.1. The total amount utilized in the Buy-back of Equity Shares is approximately ₹ 1,864 Millions (Rupees One Thousand Eight Hundred and Sixty Four Millions only) which excludes Transaction Costs.
- 2.2. The price at which 30,00,000 (Thirty Lakhs) Equity Shares were bought back was dependent on the price quoted on NSE and BSE during the Buy-back period. The highest price at which the Equity Shares were bought back was ₹ 747.82 (Rupees Seven Hundred Forty Seven and Paise Eighty Two only) per Equity Share while the lowest price was ₹ 534.17 (Rupees Five Hundred Thirty Four and Paise Seventeen only) per Equity Share. The Equity Shares were bought back at an average price of ₹ 621.32 (Rupees Six Hundred Twenty One and Paise Thirty Two only) per Equity Share (price calculated has been rounded to the nearest paisa). These prices are based on daily reporting issued by the Company’s Broker and exclude Transaction Costs.
- 2.3. The Equity Shares were bought in the dematerialized segment from the Stock Exchanges. As the offer for the Buy-back of the Equity Shares of the Company was from the open market through Stock Exchange(s), the identity of shareholders from whom Equity Shares exceeding one percent of the total Equity Shares bought in the Buy-back is not known.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

- 3.1. The capital structure of the Company, pre and post Buy-back, is as under:

Share Capital	Pre Buy-back as on date of Public Announcement (in ₹)	Post Buy-back* (in ₹)
Authorized Share Capital: 20,00,00,000 Equity Shares of ₹ 2 each	40,00,00,000	40,00,00,000
Issued Share Capital: 18,47,62,135 Equity Shares of ₹ 2 each (Post Buy-back: 18,17,62,135 Equity Shares of ₹ 2 each)	36,95,24,270	36,35,24,270
Subscribed and Paid-up Share Capital: 18,47,62,135 Equity Shares of ₹ 2 each (Post Buy-back: 18,17,62,135 Equity Shares of ₹ 2 each)	36,95,24,270	36,35,24,270

*4,84,357 Equity Shares Bought back are under the process of extinguishment

- 3.2. The shareholding pattern of the Company, pre and post Buy-back, is as under:

Category of Shareholder	Pre Buy-back*		Post Buy-back*	
	Number of Shares	% to the existing Equity Share capital	Number of Shares	% to post Buy-back Equity Share capital
Promoters and Promoter Group	8,90,81,645	48.21	8,90,81,645	49.01
Mutual Funds/Alternative Investment Funds/Financial Institutional/Banks	1,13,76,488	6.16	9,26,80,490	50.99
Foreign Portfolio Investors/ Foreign Institutional Investors	4,48,01,441	24.25		
Bodies Corporate	49,15,790	2.66		
Indian Public/Clearing member/IEPF/Trusts	3,31,72,537	17.95		
NRIs/Foreign Nationals/ Overseas Body Corporate	14,14,234	0.77		
Total	18,47,62,135	100.00	18,17,62,135	100.00

* As on November 5, 2018

*4,84,357 Equity Shares Bought back are under the process of extinguishment

4. MERCHANT BANKER TO THE BUY-BACK

AXIS CAPITAL LIMITED

1st Floor, Axis House,
C-2 Wadia International Centre, P. B. Marg, Worli,
Mumbai - 400 025, Maharashtra, India
Tel.: +91 22 4325 2183
Fax: +91 22 4325 3000
Contact Person: Mr. Sagar Jatakiya
Email: npl.buyback@axiscap.in
Website: www.axiscapital.co.in
SEBI Registration Number: INM000012029

5. DIRECTORS’ RESPONSIBILITY

The Board of Directors of the Company accepts responsibility for the information contained in this advertisement.

For and on behalf of the Board of Directors of Natco Pharma Limited

Sd/- V C Nannapaneni Chairman and Managing Director DIN: 00183315	Sd/- Rajeev Nannapaneni Vice Chairman and Chief Executive Officer DIN: 00183872	Sd/- M. Adinarayana Company Secretary and Compliance Officer M. No.: F3808
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Date : May 16, 2019

Place : Hyderabad