

Sequent

February 3, 2017

BSE Limited

Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001

Scrip code: 512529

The National Stock Exchange of India Limited

Exchange Plaza, Bandra Kurla Complex,

Bandra (E),

Mumbai - 400 051

Scrip code: SEQUENT

Dear Sir/ Madam,

Sub: Press release of the Company titled "Sequent Scientific to become a pure-play Animal Health Company"

We are pleased to enclose hereby a press release of the Company titled "Sequent Scientific to become a pure-play Animal Health Company" along with Disclosures as required under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

This is for your kind information.

Thanking you,

Yours faithfully, For Sequent Scientific Limited

Preetham Hebbar Company Secretary SCIEVIER IN THE COLOR



SeQuent Scientific to become a pure-play Animal Health Company

- Focus on value creation in Animal Healthcare (Alivira)
- To demerge Human API business into a separate Listed Company
- To divest Women Healthcare business

Mumbai, February 3, 2017: SeQuent Scientific Limited today announced that the Board of Directors at their Meeting held today have in-principle approved demerger of Human API Business and divesting Women Healthcare business to focus on Alivira (Integrated Animal Healthcare business) for disproportionate value creation.

Having reviewed the strategic success in building Alivira as India's largest veterinary company with annual run-rate revenues of US \$ 120 mn(~Rs. 800 crores) along with future opportunities therein, the Board felt that the Management of SeQuent should focus on animal healthcare and free up management time and capital from the other two businesses.

Background and transaction rationale

Human API business

- SeQuent's Human API business primarily driven out of its Mangalore, Mahad and Mysore facilities contribute ~
 27% of the top-line on a consolidated basis.
- While the differentiated business model of focusing on mature small volume molecules makes it highly profitable with annualised revenue of ~Rs. 300 crores, the business is sub-scale. Also, being a B2B business, it needs a differentiated strategic direction to grow and deliver value
- Further, the ever-evolving regulatory landscape exposes its business from concentration risk at one USFDA approved plant
- The Board felt the need for Management to focus on scaling up Alivira business and to this direction, it was decided to divest the Human API business which though profitable, will require significant CapEx to build scale and capabilities
- The Board has formed a Committee comprising of majority of Independent Directors to appoint Valuers, Merchant Bankers, Solicitors and other intermediaries, as may be required and also to draft/recommend the scheme of de-merger to the Audit Committee / Board of Directors of the company
- Once approved by the Audit Committee / Board of Directors, the company will seek shareholders' approval to
 de-merge the Human API business of SeQuent Scientific Limited into a new listed entity. As part of the same
 scheme, the commodity API business of Strides Shasun Limited is also proposed to be carved out into this New
 Company, thereby providing critical size to this business
- This combination will catapult the New Company to be one of the largest standalone API companies in the country supplying commodity and niche APIs globally. The business will create value for its stakeholders with its differentiated strategy and highly compliant manufacturing facilities
- The Newly formed API Company will have five manufacturing sites having key global regulatory approvals
- Shareholders of the Company will be issued shares in the new Company based on swap ratio to be approved by the Audit Committee / Board of the respective Companies.

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Women Healthcare business (NAARI)

- NAARI, which was acquired by SeQuent in January 2016, is a vertically integrated steroid and hormone manufacturer specialising in high actives and complex chemistry
- Acquisition of NAARI paved entry for SeQuent into a niche area requiring dedicated manufacturing with limited competition
- SeQuent has completed the first phase of re-orienting the business towards regulated markets with the first filings made both for US and EU markets
- However, NAARI business requires significant investments for next three years in ramping up the R&D program/capacities
- SeQuent currently holds 51% of the equity share capital of NAARI
- The Board considered a proposal received from a Promoter Group Company for buying the entire stake held by SeQuent in NAARI for a consideration of Rs.110,000,000 (Rupees Eleven crores). The consideration has been arrived at Investment cost plus the value addition from SeQuent during the period of investment
- Regarding the provisions of Companies Act, 2013 and the SEBI (LODR) 2014, the transaction does not require shareholders approval as it does not breach the materiality parameters set out therein. However, being a related party transaction, the Board of Directors felt it prudent to seek approval of non-promoter shareholders of the Company through a postal ballot for the proposed transaction.

About SeQuent Scientific Limited

SeQuent Scientific Limited (BSE-512529, NSE-SEQUENT) is an integrated pharmaceutical company with a global footprint, operating in the domains of Animal Health API and formulation (Alivira), Human APIs, Women Healthcare (Naari) and Analytical Services. Headquartered in Mumbai, INDIA, SeQuent has 11 manufacturing facilities based in India, Turkey, Spain and Brazil with approvals from global regulatory bodies including USFDA, EUGMP, WHO, TGA among others.

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Website: www.SeQuent.in

Certain statements in this document that are not historical facts are forward looking statements. Such forward-looking statements are subject to certain risks and uncertainties like government actions, local, political or economic developments, technological risks, and many other factors that could cause actual results to differ materially from those contemplated by the relevant forward-looking statements. SeQuent Scientific Ltd. will not be in any way responsible for any action taken based on such statements and undertakes no obligation to publicly update these forward-looking statements to reflect subsequent events or circumstances.

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<u>Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015</u>

De-merger:

a) brief details of the division to be demerged;	Human API business of the Company into a separate listed entity
b) turnover of the de-merged division and as percentage to the total turnover of the listed entity in the immediately preceding financial year/ based on financials of the last financial year;	Turnover FY 16: INR 3,663 million (90% of total turnover and 58% of total consolidated sales of the listed entity)
c) rationale for de-merger	The Board felt the need for Management to focus on scaling up Alivira business and to this direction, it was decided to divest the Human API business which though profitable, will require significant CapEx to build scale and exigencies
d) brief details of change in shareholding pattern(if any) of all entities;	The Board has given an in-principle approval for demerger of Human API business to a separate listed entity, subject to committee (appointed in this behalf) finalizing the modalities of the transfer.
e)in case of cash consideration – amount or otherwise share exchange ratio;	The Board has given an in-principle approval for demerger of Human API business to a separate listed entity, subject to committee finalizing the modalities of the transfer.
f) whether listing would be sought for the resulting entity	Resulting entity is proposed to be listed

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Company Secretary

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Sale or disposal of unit(s) or division(s) or subsidiary of the listed entity:

	Turnover FY16 : INR 188 million
a) The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year;	Percentage of Turnover: 3% of total consolidated turnover of the listed entity
	Net worth FY16 : INR 68 million
b) Date on which the agreement for sale has been entered into;	The Board has approved the sale of Naari Pharma Pvt. Ltd. The final sale will be subject to necessary shareholders approval.
c) The expected date of completion of sale/disposal;	March 31, 2017
d) Consideration to be received from such sale/disposal;	Rs.110,000,000/= (Rupees Eleven Crores only)
e) Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/ group companies. If yes, details thereof;	Name of Company: A Promoter Group Company Relationship: Related party on account of common promoters
f) Whether the transaction would fall within related party transactions?	
If yes, whether the same is done at "arms length";	Yes. The transaction is at arm's length.
g) Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale.	Not Applicable

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