



FISCHER CHEMIC LIMITED

Registered Office Address 104, First Floor Raghuleela Mega Mall, Behind Poisar Depot Kandivali
West Mumbai, Maharashtra, 400067.
CIN L24231MH1993PLC288371
Email: fischerchemicltd@gmail.com | Website: www.fischerchemic.in | Contact 8655550209

Date: 25th January 2024

To,
The Chief General Manager
Listing Operation,
BSE Limited,
20th Floor, P. J. Towers,
Dalal Street,
Mumbai – 400 001.

Ref: Scrip Code: 524743

Subject: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: Acquisition of Time Medical International Ventures (India) Private Limited.

This In continuation to our intimation dated 15th December, 2023, wherein Fischer Chemic Limited, had made disclosures under Reg 30 of the listing regulations, 2015 informing the execution of a Share Purchase and Share Subscription Agreement ("SPSSA") between Fischer Chemic Limited, Time Medical International Ventures (India) Private Limited (TMIVIPL) and their shareholders, wherein Fischer Chemic Limited had agreed to acquire 100% of the share capital of the TMIVIPL by consideration other than cash (i.e., swap of shares).

The Board of Directors of Fischer Chemic Limited, at its meeting held on 25th January 2024, have approved, the allotment of 4,00,76,260 (Four Crore Seventy-Six Thousand Two Hundred and Sixty) Equity Shares of Rs. 10/- (Rupees Ten only) each an issue price of Rs. 10/- (Rupees Ten only) each on preferential basis for consideration other than cash (i.e., swap of shares) to the shareholders of Time Medical International Ventures (India) Private Limited, persons other than promoters and promoter group, in accordance with Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and the provisions of the Companies Act, 2013 and rules made there under.

We are enclosing herewith the information pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with SEBI Circular number CIR/CFD/CMD/4/2015 dated 9th September, 2015 as **Annexure-A**

Kindly take the same on record.

For Fischer Chemic Limited



Dilip Jha
DIN 09829523
Director & CFO
Enclosure: A/a



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ANNEXURE A

Disclosure pursuant to Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015.

Acquisition of Time Medical International Ventures (India) Private Limited.

<p>Name of the target entity, details in brief such as size, turnover etc.</p>	<p>Time Medical International Ventures (India) Private Limited (TMIVIPL)</p> <p>Time Medical is a leader in the medical diagnostic imaging industry with innovative and disruptive technologies.</p> <p>Time Medical is the world leader in developing dedicated MRI systems for niche markets of the neonate, breast, and brain imaging.</p> <p>TMIVIPL, clocked the revenue of INR 32 Lakhs for the F.Y 2022-23.</p>
<p>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 "arm's length"</p>	<p>The acquisition does not fall within related party transaction(s)</p>
<p>Industry to which the entity being acquired belongs</p>	<p>Medical Diagnostic Imaging Industry</p>
<p>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)</p>	<p>The main objects of TMIVIPL as per its MOA are to carrying on business of manufacturing, buying, selling, importing, exporting of and generally dealing in all types of medical, dental, surgical and scientific equipment, instruments, and accessories including MRI machines and diagnostic kits and re-agents diagnostic equipment's, healthcare aids and accessories, healthcare products and instruments and to carry on research and development of healthcare including diagnostic systems. And to establish, run and maintain hospitals, diagnostics centres, nursing homes, mobile medical service centres and any medical and healthcare institutions and to promote research and development in these areas.</p> <p>With this acquisition, Fischer Chemic Limited (FCL) will make an entry into the growing market of diagnostic imaging industry with innovative and</p>



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	disruptive technologies. The acquisition will provide access to entirely new business vertical and shall give advantages of complementary skill sets and result in significant benefits such as, greater market penetration, enhanced product offerings and innovative range of products, entry into new markets, new process learnings, availability of highly skilled man power, input cost optimisation and potential sourcing benefits.
Brief details of any governmental or regulatory approvals required for the acquisition	No governmental or regulatory approvals required for the acquisition.
Indicative time period completion of the acquisition	Not Applicable
Nature of consideration - whether cash consideration or share swap and details of the same	Swapping of Shares
Cost of acquisition or the price at which the shares are acquired	The Total Cost of acquisition is Rs. 40,07,62,600/-.
Percentage of shareholding / control acquired and / or number of shares acquired	FCL has acquired 100% equity stake in Time Medical International Ventures (India) Private Limited ie. 5,60,893 Equity Shares of Rs. 10/- each.
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)	<p>Time Medical is an innovator in the medical diagnostic imaging industry aiming to bring advanced, accessible, and affordable imaging to all populations. With disruptive technologies, Time Medical has developed advanced medical imaging systems, including MRI, DR, and CT, to create cost-effective service solutions for emerging global healthcare needs.</p> <p>TMIVIPL clocked the revenue of INR 32 Lakhs for the F.Y 2022-23.</p> <p><u>Date of Incorporation:</u> 10/01/2019</p> <p><u>last 3 years turnover</u> 2023: Rs. 32,00,000/- 2022: Nil 2021: Rs. 1,750/-</p> <p>Country of presence: India</p>