



November 09, 2024

National Stock Exchange of India Limited,
Compliance Department,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai - 400051,
Maharashtra, India

BSE Limited,
Compliance Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001,
Maharashtra, India

Dear Sir/Madam,

Subject : *Intimation regarding execution of Business Transfer Agreement (“BTA”) by HealthCare Global Enterprises Limited (“the Company”) for the transfer of its diagnostic business under the brand name “Triesta” and the PET -CT and Cyclotron business located at Chennai, to HCG NCHRI Oncology LLP, its wholly owned subsidiary.*

Stock Code : *BSE – 539787, NSE – HCG*

Reference : *Regulation 30 (3) and (4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015*

This is to inform you that the Company has executed Business Transfer Agreement on November 09, 2024 (“BTA”), with HCG NCHRI Oncology LLP, its wholly owned subsidiary (“Buyer”) for the transfer of its diagnostic business under the brand name “Triesta” and the PET -CT and Cyclotron business located at Chennai, on a slump sale basis (collectively known as “**Business Undertaking**”).

Additional Disclosures as required under SEBI Circular No. CIR/CFD/CMD/4/2015, dated September 09, 2015 and SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

Business Transfer Agreement:

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.

The Revenue of the Business Undertaking was INR 461 Mn (approx..) for the financial year ended March 31, 2024, which constitutes 4% (approx.) of the revenue of the Company.

b) date on which the agreement for sale has been entered into.

The BTA has been entered into by the Company and the Buyer on November 09, 2024.

c) the expected date of completion of sale/disposal.

The expected date for completion of the sale of Business Undertaking is December 01, 2024.



d) consideration received from such sale/disposal.

The consideration receivable by the Company from the Buyer shall not exceed INR 135 Crores, which shall be determined on the effective date of transfer.

e) brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof.

The Buyer is a wholly owned subsidiary of the Company.

f) whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”.

The transaction is between the holding company and its wholly owned subsidiary, and they are related parties. The transaction value is arrived at in accordance with the applicable laws and is at fair value. None of the promoter/ promoter group/ group companies have any conflict of interest in the entity being acquired.

g) Additional disclosures in case of a slump sale, which are the indicative disclosures provided for amalgamation/merger, are being provided hereunder: -

(i) name of the entity(ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc.

The parties to the BTA are HealthCare Global Enterprises Limited (“Company”) and its wholly owned subsidiary – HCG NCHRI Oncology LLP (“Buyer”).

The Buyer through the BTA would acquire diagnostic business of the Company under the brand name “Triesta” and the PET -CT and Cyclotron business located at Chennai, on a slump sale basis.

The revenue of the Business Undertaking as per the unaudited financials for the half year ended September 30, 2024, was INR 254 Million (approx.)

The revenue of the Buyer as per the unaudited financials for the half year ended September 30, 2024, was INR 435 Million (approx.). The revenue of the Company for the half year ended September 30, 2024, was INR 6,003 Million (approx.).

(ii) whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”



The transaction is between the holding company and its wholly owned subsidiary, and they are related parties. The transaction value is arrived at in accordance with the applicable laws and is at fair value. None of the promoter/ promoter group/ group companies have any conflict of interest in the entity being acquired.

(iii) ***area of business of the entity(ies).***

The Seller and Buyer operate in the same industry, which is in healthcare.

(iv) ***rationale for amalgamation/ merger.***

The transfer of the Business Undertaking is being pursued to unlock the value of services offered with differential focus and to foster accelerated growth by leveraging opportunities other than captive business.

(v) ***in case of cash consideration – amount or otherwise share exchange ratio.***

The consideration receivable by the Company from the Buyer shall not exceed INR 135 Crores, which shall be determined on the effective date of transfer.

(vi) ***brief details of change in shareholding pattern (if any) of listed entity.***

The Buyer as per the BTA is acquiring only the Business Undertaking, and hence no change in the shareholding of the listed entity is contemplated through this arrangement.

Kindly take this on record and acknowledge receipt of this intimation.

Thanking you,

For **HealthCare Global Enterprises Limited**

Sunu Manuel
Company Secretary & Compliance Officer