

Shalby/SE/2023-24/99

January 25, 2024

The Listing Department  
National Stock Exchange of India Ltd  
Mumbai 400 051.

Corporate Service Department  
BSE Limited  
Mumbai 400 001.

Scrip Code : SHALBY

Through : <https://neaps.nseindia.com/NEWLISTINGCORP/>

Scrip Code: 540797

Through : <http://listing.bseindia.com>

**Sub: Intimation regarding allotment of equity shares by PK Healthcare Pvt. Ltd. to Shalby Ltd. and secondary purchase – Disclosure u/r. 30 of SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015)**

**Ref: Our disclosure of outcome of Board Meeting vide letter ref. no. Shalby/SE/2023-24/96 dated January 18, 2024**

Dear Sir/Madam,

With reference to our disclosure of outcome of Board Meeting dated January 18, 2024, we would like to inform you that the PK Healthcare Pvt. Ltd. ("PKHPL") at its meeting of Board of Directors held today, i.e. on January 25, 2024 has allotted 10,00,00,000 Equity Shares of the face value of Rs. 10/- each to the Company (i.e. 73.20%) under Preferential Issue. Post aforesaid allotment, PKHPL has become a Subsidiary of the Company.

The Company has also acquired balance 14.06% equity shares from Mr. Naresh Kapoor (erstwhile Promoter of PKHPL) through execution of Share Purchase Agreement by way of secondary purchase which was approved by PK Healthcare Pvt. Ltd.

The Company is now holding 87.26% stake in PKHPL, Further to that, the subsidiary of PKHPL, namely M/s. Ningen Lifecare Private Limited has now become 100% step-down subsidiary of the Company.

The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are given as under:-

Sr. No.	Particulars	Details
a)	name(s) of parties with whom the agreement is entered	Mr. Naresh Kapoor and Mrs. Prem Kanta Kapoor, (erstwhile Promoters of PKHPL)
b)	purpose of entering into the agreement	As per the terms of agreement, to acquire 14.06% of post allotment of equity shares under preferential allotment by PKHPL

## SHALBY LIMITED

Regd. Office: Opp. Karnavati Club, S. G. Road, Ahmedabad - 380 015, Gujarat, India.

Tel: 079 40203000 | Fax: 079 40203109 | info.sg@shalby.org | www.shalby.org

CIN: L85110GJ2004PLC044667

c)	shareholding, if any, in the entity with whom the agreement is executed	Pre-allotment under Preferential Issue – Nil
d)	significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	Major terms inter-alia includes: 1. Shalby have a Right to appoint majority directors in PKHPL 2. Any future infusion of funds post one year shall be done by way of Rights Issue
e)	whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship	No, (at the time of allotment)  Yes, (upon allotment by PKHPL, Shalby Ltd. becomes promoter of PKHPL)
f)	whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”	No, (at the time of allotment)  Yes, (transaction is based on valuation report by Registered Valuer)
g)	in case of issuance of shares to the parties, details of issue price, class of shares issued	N.A.
h)	any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	N.A.
i)	in case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): Not Applicable	
	a) name of parties to the agreement	N.A.
	b) nature of the agreement	N.A.
	c) date of execution of the agreement	N.A.
	d) details of amendment and impact thereof or reasons of termination and impact thereof	N.A.

We request you to take the same on your records.

Thanking you,

Yours faithfully,  
For **Shalby Limited**

**Tushar Shah**  
**AVP & Company Secretary**  
Mem. No. FCS-7216

## SHALBY LIMITED

Regd. Office: Opp. Karnavati Club, S. G. Road, Ahmedabad - 380 015, Gujarat, India.

Tel: 079 40203000 | Fax: 079 40203109 | info.sg@shalby.org | www.shalby.org

CIN: L85110GJ2004PLC044667