



pharmaceuticals ltd.

**Registered & Corporate Office :**

Plot No. 19-111, Road No. 71,  
Opp. Bharatiya Vidya Bhavan Public School,  
Jubilee Hills Hyderabad - 500 096. Telangana. INDIA,  
Tel : +91-40-6628 8888, Fax : +91-40-2355 1401  
CIN : L24239AP1987PLC008066  
Email : info@smspharma.com, www.smspharma.com

Date: 27<sup>th</sup> September, 2017

To,  
The Manager,  
Corporate Filings Department,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001

The Manager,  
Listing Compliance Department,  
National Stock Exchange of India Ltd.  
Exchange Plaza, Plot no. C/1, G Block,  
Bandra-Kurla Complex, Bandra (E),  
Mumbai - 400 051.

**Security Code:532815**

**Symbol: SMSPHARMA**

Dear Sir/Madam,

**Subject: Outcome of the Board Meeting held on 27<sup>th</sup> September, 2017: Reg.**

**Intimation pursuant SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

With reference to the above subject, we would like to inform you that the Board of Directors of the Company at their meeting held on today inter alia have considered and approved in principle, the proposal for the Joint Venture to be entered between the Company and CHEMO Group (Europe).

The details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are enclosed as Annexure.

Please take the above intimation on your records.

Yours Faithfully

For SMS Pharmaceuticals Limited

Thirumalesh Tumma  
Company Secretary



**DISCLOSURE UNDER REGULATION 30 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015.**

**1. Name(s) of parties with whom the agreement is entered**

The proposed Joint Venture Agreement to be entered into by and between the Company i.e., SMS PHARMACEUTICALS LIMITED and CHEMO Group (Europe).

**2. Purpose of entering into an agreement**

Proposed to form a new Joint Venture Company in Switzerland to identify, evaluate, develop, Scale up, undertake regulatory filings of Drug Master Files (DMFs) for the developed APIs under this proposed agreement in all major markets and commercially sell these products. The Intellectual Property (IP Rights) will remain with the proposed JV Company while SMS Pharma gets revenues from the contract development and contract manufacturing of these products. The proposed JV Company will have a shareholding pattern as 55: 45 between CHEMO Group and SMS PHARMA respectively.

**3. Shareholding, if any, in the entity with whom the proposed agreement is to be executed;**

Nil. The company does not hold any shares in CHEMO

**4. 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.;**

Proposed to form a new Joint Venture Company in Switzerland with the share subscription ratio of CHEMO as 55% and SMS PHARMA as 45% in the proposed company. One Director each will be nominated by the Joint Venture parties.

**5. Whether, the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship;**

CHEMO is not related to the promoter/ promoter group/ group companies of the Company in any manner



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

This transaction will not fall within the meaning of related party transaction and will be done at arm’s length.

**7. In case of issuance of shares to the parties, details of issue price, class of shares issued;**

The proposed new Joint Venture Company capital will be subscribed in the form of equity capital in the ratio of 45% by SMS Pharma and 55% by CHEMO. The details of issue price will be finalized in due course.

**8. 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.;**

Nil

**Disclaimer:**

*This document contains statement that may constitute forward looking statements' relating to Company's future business developments and economic performance. Such forward-looking statements are subject to certain risks and uncertainties like regulatory changes, local political or economic developments, technological risks, and many other factors that could cause our actual results to differ materially from those contemplated by the relevant forward looking statements. SMS PHARMA and CHEMO 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.*

