



June 12, 2025

BSE Limited
Floor 25, P. J. Towers Dalal
Street, Fort,
Mumbai - 400 001

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051

Scrip Code: **530019**

Symbol: **JUBLPHARMA**

Sub.: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Dear Sirs,

Pursuant to Regulation 30 of the SEBI Listing Regulations, we wish to inform that, the Board of Directors of Jubilant Pharmova Limited (the "**Company**") in its meeting held today i.e., June 12, 2025, at 03:00 P.M. and concluded at 03:28 p.m., *inter-alia*, considered and approved sale and transfer of the Active Pharmaceutical Ingredients (API) business of the Company ("**Undertaking**") on a slump sale basis to Jubilant Biosys Limited (JBL), a wholly-owned subsidiary company, engaged in providing drug discovery services to global Pharmaceutical and Biotech companies.

The details required pursuant to Regulation 30 of the Listing Regulations read with SEBI Master Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, and FAQs are given in the enclosed Annexure.

The above mentioned document will be simultaneously posted on the Company's website at www.jubilantpharmova.com

You are requested to kindly take the same on record.

Thanking you,

Yours faithfully,

For Jubilant Pharmova Limited

Naresh Kapoor
Company Secretary
Encl: as above

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OUR VALUES



Jubilant Pharmova Limited

1-A, Sector 16-A,
Noida-201 301, UP, India
Tel: +91 120 4361000
Fax: +91 120 4234895-96
www.jubilantpharmova.com

Regd Office:
Bhartiagram, Gajraula
Distt. Amroha - 244 223
UP, India
CIN : L24116UP1978PLC004624

Annexure

Disclosure of information under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sr. No.	Particulars	Disclosure
1.	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division or undertaking or subsidiary or associate company of the listed entity during the last financial year	<p>The Active Pharmaceutical Ingredients business of the Company achieved Turnover of Rs. 609 crores representing 8.35% of the consolidated turnover of the Company for the financial year ended March 31,2025</p> <p>The Networth of the Active Pharmaceutical business under transfer is Rs. 666.5 crores which represents 10.68% of consolidated Networth of the Company as at March 31,2025</p>
2.	Date on which the agreement for sale has been entered into	June 12, 2025
3.	The expected date of completion of sale/disposal	September 1, 2025, subject to terms & conditions as prescribed under the Business Transfer Agreement.
4.	Consideration received from such sale/disposal	The Purchase consideration to be discharged by transferee company shall be determined based on the book value of assets and liabilities as of appointed date of business transfer basis Rule 11UAE prescribed by the Income Tax Rules' 1962.The consideration so determined & payable by the transferee entity shall be discharged primarily by issuance of shares as provided in the Business Transfer Agreement.
5.	Brief details of buyers and whether any of the buyers belong to the promoter/promoter group/group companies. If yes, details thereof	Jubilant Biosys Limited is a wholly owned subsidiary of the Company.
6.	Whether the transaction would fall within related party transactions? If	Yes, the transfer of Active Pharmaceuticals Ingredients business undertaking by the

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	yes, whether the same is done at “arms-length”?	company is to its wholly-owned subsidiary. The transaction is at arm’s length as there is no change in the economic interest of the shareholders of the company.
7.	Whether the sale, lease or disposal of the undertaking is outside Scheme of Arrangement? If yes, details of the same including compliance with regulation 37A of LODR Regulations	Yes, The transfer of Active Pharmaceuticals Ingredients business undertaking by the Company is to its wholly-owned subsidiary whose accounts are consolidated with the Company, hence, Regulation 37A of the SEBI Listing Regulations is not applicable.
8.	Name of the entity(ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc.	Not applicable
9.	Area of business of the entity(ies).	Pharmaceuticals
10	Rationale for slump sale	(i) The ownership of Active Pharmaceuticals Ingredients undertaking being transferred will be in name of Jubilant Biosys Limited which is a wholly owned subsidiary (held directly or indirectly) and whose accounts are consolidated with the Company’s annual account, hence, the proposed transaction is not prejudicial to the interest of the shareholders. (ii) As both entities are part of the same corporate group, the transaction is primarily intended to support operational efficiency and strategic alignment and is not intended to confer any undue benefit to either party.
11	In case of cash consideration – amount or otherwise share exchange ratio	Refer point 4 above
12	Brief details of change in shareholding pattern of listed entity (if any)	Nil

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Jubilant Pharmova to sell & transfer API Business to Jubilant Biosys Limited, a wholly owned subsidiary

Disclaimer

Statements in this document relating to future status, events, or circumstances, including but not limited to statements about plans and objectives, the progress and results of research and development, potential product characteristics and uses, product sales potential and target dates for product launch are forward-looking statements based on estimates and the anticipated effects of future events on current and developing circumstances. Such statements are subject to numerous risks and uncertainties and are not necessarily predictive of future results. Actual results may differ materially from those anticipated in the forward-looking statements. Jubilant Pharmova may, from time to time, make additional written and oral forward looking statements, including statements contained in the company's filings with the regulatory bodies and its reports to shareholders. The company assumes no obligation to update forward-looking statements to reflect actual results, changed assumptions or other factors.

Q1. Can you briefly explain the transaction?

Answer: Jubilant Pharmova has entered into an agreement to transfer the API (Active Pharmaceutical Ingredients) business on a slump sale basis to Jubilant Biosys Limited, its wholly owned subsidiary.

The Purchase consideration to be discharged by transferee company shall be determined based on the book value of assets and liabilities as of appointed date of business transfer basis Rule 11UAE prescribed by the Income Tax Rules' 1962.

The consideration shall be discharged primarily by issuance of shares as provided in the Business Transfer Agreement.

Q2. What is the rationale of doing this transaction?

Answer: The transaction will result in housing of the drug discovery business and CDMO API business in a single business entity. This combined platform will improve the operational efficiency in the business and lead to superior brand recall of "Jubilant Biosys" as provider of end-to-end CRDMO (Drug discovery, Early CDMO, late CDMO and commercial manufacturing) services by the large pharmaceutical & Biotech customers. The transaction will also help to improve asset utilisation of API business.

Q3: Are there any critical approvals required for the transaction to complete?

Answer: The proposed business transfer to the wholly owned subsidiary is subject to customary approvals from lenders & Shareholders of the company. As the business shall be continuing in its ordinary course, we expect to obtain requisite approvals in this regard.

Q4: Can you talk about the vision of the API business?

Answer: Our Vision 2030 for this business is to grow the revenues to 2x from FY24 levels and improve EBITDA margins to more than 15%.

Key levers to achieve the same are

1. Launch new API's.
2. Add revenue mix towards custom manufacturing, where we want to partner with large pharma to manufacture products, requiring life cycle management.

3. To transform operations towards CDMO. We want to leverage our GMP manufacturing capabilities for Innovative APIs, particularly as they come from our discovery pipeline.

We plan to accelerate our journey towards realizing our Vision 2030 with this transaction.

.....*End*