



Nutraplus INDIA LTD.

MANUFACTURER OF API & INTERMEDIATES

CORPORATE OFFICE :
201/202, PLANET INDUSTRIAL ESTATE,
SUBHASH ROAD, VILE PARLE (EAST),
MUMBAI 400 057, INDIA
PHONE : 7066032690 / 7066032691
E-MAIL : nutraplus@gmail.com
WEBSITE : www.nutraplusindia.com
CIN - L24230 MH 1990 PL C055347

January 27, 2016

The Bombay Stock Exchange Limited
P J Towers, Mumbai.

Dear Sir,

Sub: **Outcome of Board Meeting**

Re: **Scrip Code 524764 Nutraplus India Limited**

With reference to the above, we wish to inform you that the Board of Directors of the Company at its meeting held on Wednesday, January, 27, 2016, has considered and approved, the Scheme of Amalgamation of Vetpharma Limited ("VPL") with the Company under the provisions of Sections 391 to 394 of the Companies Act, 1956 and other applicable provisions of Companies Act, 1956/Companies Act, 2013 ("Scheme" and such amalgamation referred to as "Amalgamation"), as recommended by the Audit Committee of the Company and subject to such approvals, as may be required.

Following are the details required as per the SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015:

Sr. No.	Particulars	Nutraplus India Limited (Transferee Company)	Vetpharma Limited (Transferor Company)
1.	Turnover (Financial Year 2014-15)	Rs. 65,04,30,954	Rs. 4,35,01,787
2.	Size - Networth (31 st March, 2015)	Rs. 47,17,68,726	Rs. 3,64,24,918
3.	Area of business	Engaged in carrying on business as a veteran producer of bulk drugs / active pharmaceutical ingredients (APIs), speciality chemicals &intermediates.	Engaged in carrying on business of job work/manufacturing of Active Pharmaceutical Ingredients & intermediates.





Nutraplus INDIA LTD.

MANUFACTURER OF API & INTERMEDIATES

CORPORATE OFFICE :
201/202, PLANET INDUSTRIAL ESTATE,
SUBHASH ROAD, VILE PARLE (EAST),
MUMBAI 400 057, INDIA
PHONE : 7066032690 / 7066032691
E-MAIL : nutraplus@gmail.com.
WEBSITE : www.nutraplusindia.com
CIN - L24230 MH 1990 PL C055347

4.	Rationale for Amalgamation	Amalgamation of the Transferor Company with the Transferee Company will provide significant synergistic benefits, economies of scale, consolidation of finances & operations, strong assets base and operational efficiencies.	
5.	Share Exchange Ratio	Shareholders of Transferor Company will receive 7 equity shares of Rs. 10/- each of Transferee Company for every 1 equity share of Rs. 10/- each held in Transferor Company	
6.	Change in shareholding Pattern of the Transferee Company	As given below	Not Applicable

Particulars	Present Shareholding		Post Amalgamation Shareholding (On fully diluted basis)	
	No. of Shares	%	No. of Shares	%
Promoters	47,08,600	38.23%	1,18,54,625	54.41%
Non-Promoters	76,07,348	61.77%	99,32,348	45.59%
Total	1,23,15,948	100.00%	2,17,86,973	100.00%

The transaction will fall under Related Party Transactions and the same is at Arms Length basis.

The Amalgamation shall be subject to the approval/ sanction of the Scheme of Amalgamation by the Hon'ble High Court of Bombay at Mumbai and such other authority/ies, as may be necessary.

The appointed date of the Amalgamation is April 01, 2015.

We request you to kindly take note of the same.

For Nutraplus India Limited


Mr. Uday Desai
(Director)

