

April 25, 2025

BSE Limited 532321	Code:	National Stock Exchange of India Limited Code: Zyduslife
P J Towers, Dalal Street, Mumbai-400001		Exchange Plaza, C/1, Block G, Bandra-Kurla Complex, Bandra (East), Mumbai-400051

Sub.: Signing of share purchase agreement to acquire a majority stake in Amplitude Surgical SA

Ref.: Intimation under regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations") read with SEBI Master Circular dated November 11, 2024 ("the SEBI Circular")

Dear Sir / Madam,

Zydus Lifesciences Limited ("the **Company**"), in their earlier intimations informed as under:

1. **On March 11, 2025**: The Company had entered into a Put Option Agreement with PAI Partners, Olivier Jallabert and other managers of Amplitude Surgical SA, France ("the **Target Entity**"), Share Purchase Agreements with two minority shareholders and other agreements to acquire, directly or through its affiliates, a controlling stake i.e. 85.6% equity shares ("**Block Acquisition**") of the Target Entity at a price of Euro 6.25 per equity share aggregating to a consideration value of Euro 256.8 million.

It was also informed that subject to closing of the Block Acquisition, the Company would file a mandatory simplified cash tender offer for all the remaining shares in the Target Entity, at the same purchase price of Euro 6.25 per equity share of the Target Entity. If the conditions are met at the end of the tender offer, the Company intended to proceed with a compulsory acquisition of the remaining shares from the minority shareholders (squeeze-out) and to delist the Target Entity.

2. **On April 11, 2025**: Zydus MedTech Private Limited, a wholly owned subsidiary of the Company has incorporated a wholly owned subsidiary in the name of Zydus MedTech (France) SAS on April 10, 2025, which will be acquiring the equity shares of the Target Entity.

We hereby now inform that the Target Entity has conducted the mandatory information and consultation process with the Social and Economic Committee in France and has obtained a positive opinion from them. Consequently, the Company

Zydus Lifesciences Limited

Regd. Office : 'Zydus Corporate Park', Scheme No. 63, Survey No. 536, Khoraj (Gandhinagar), Nr. Vaishnodevi Circle, S. G. Highway, Ahmedabad-382 481, Gujarat, India. | Phone : +91-79-71800000, +91-79-48040000
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has signed the share purchase agreement to acquire 75.4% of the share capital of the Target Entity at a price of Euro 6.25 per share (pursuant to exercise of put option by them as per the terms of the Put Option Agreement executed on March 11, 2025) from PAI Partners, Olivier Jallabert and other managers of the Target Entity, which together with the two share purchase agreements already signed on March 11, 2025, with two minority shareholders represent 85.6% of the share capital of the Target Entity i.e. the Block Acquisition.

As indicated in the joint announcement dated March 11, 2025, the completion of the Block Acquisition remains subject to the usual closing conditions, including authorization from the French Minister of Economy as part of the control of foreign investments in France, the re-investment by Amplitude CEO Olivier Jallabert into the Target Entity, as well as the absence of qualified material adverse events.

Subject to the fulfilment of the closing conditions, the Company will acquire 85.6% of the share capital of the Target Entity. The closing of the Block Acquisition is now expected to be completed by Q3 2025.

After the closing of the Block Acquisition, the Company's mandatory simplified tender offer would be filed with the *Autorité des Marchés Financiers* ("**AMF**") and would be followed by a squeeze out if the conditions are met. The opening of the subsequent tender offer would then remain subject to the AMF's clearance decision.

The commitments to tender 4.7% of the Target Entity's share capital (over and above 85.6% stake mentioned hereabove) have already been executed with other minority shareholders of the Target Entity. As a consequence, and subject to the condition precedents mentioned hereabove, the Company will be in a position to acquire more than 90% of the share capital and voting rights of the Target Entity at the end of the tender offer and therefore to implement a squeeze-out procedure.

Yours faithfully,
For, **Zydus Lifesciences Limited**

Dhaval N. Soni
Company Secretary and Compliance Officer
Membership No. FCS7063

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