

Date: March 21, 2024

**BSE Limited**

The Listing Department  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai 400 001  
**Scrip Code: 533259**

**National Stock Exchange of India Limited**

The Listing Department  
Exchange Plaza, C-1 Block G  
Bandra Kurla Complex, Bandra (E)  
Mumbai 400 051  
**Symbol: SASTASUNDR**

Dear Sir / Madam,

**Subject: Disclosure under Regulation 30 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Intimation of Outcome of meeting of the Board of Directors of Sastasundar Ventures Limited held on March 21, 2024**

**Scheme of Amalgamation of Material Subsidiary Companies**

In compliance with the provisions of Regulation 30 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) read with Annexure I of the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, we wish to inform that the Board of Directors of Sastasundar Ventures Limited (“**the Company**” / “**SVL**”), at its meeting held today, i.e., March 21, 2024, has considered and approved the Scheme of Amalgamation amongst Retailer Shakti Supply Chain Private Limited (“**Transferor Company**”), step down subsidiary company with Sastasundar Healthbuddy Limited (“**Transferee Company**”), subsidiary company and their respective shareholders and creditors, as may be modified from time to time (“**Scheme**”), under Sections 230 to 232 of the Companies Act, 2013.

The Company involved in the scheme are material subsidiary companies of the Company and the Scheme of Amalgamation has been approved by the Board of respective companies and thereafter approved by the board of Holding Company.

The Scheme is subject to inter alia receipt of approvals from the shareholders and creditors of the respective Companies, as well as the approval of the National Company Law Tribunal, Kolkata Bench and approval of other regulatory or statutory authorities as may be required.

Pursuant to Regulation 30 of the Listing Regulations as amended, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, details of the Scheme are enclosed herewith as **Annexure 1**.

The Board Meeting commenced at 4:45 PM and concluded at 5:15 PM. The aforesaid information is also being made available on the website of the Company at [www.sastasundarventures.com](http://www.sastasundarventures.com). This is for your information and records.

Thanking you,  
Yours faithfully,  
**For Sastasundar Ventures Limited**

**Pratap Singh**  
**Company Secretary and Compliance Officer**  
**ACS - 24081**

Encl: As stated above

**Annexure 1**

**Details and disclosure of the Scheme of Amalgamation under Regulation 30 of the Listing Regulations read with the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023**

**Scheme of Amalgamation of Material Subsidiary Companies**

Disclosures relating to the Scheme of Amalgamation amongst Retailer Shakti Supply Chain Private Limited (“**Transferor Company**”) with Sastasundar Healthbuddy Limited (“**Transferee Company**”) as per Para. 1.2 of Annexure I of the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

Particulars	Details												
a) Name of the entity(ies) forming part of the amalgamation/ merger, details in brief such as, size, turnover etc.;	<p><b>Sastasundar Healthbuddy Limited (Transferee Company)</b> CIN: U15411WB2011PLC160195</p> <p><b>Retailer Shakti Supply Chain Private Limited (Transferor Company)</b> CIN: U51100WB2015PTC205351</p> <p>Details of Size and Turnover as on 31st March, 2023 are as follows: <i>(Amt. in INR lakhs)</i></p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="text-align: center;">Particulars</th> <th style="text-align: center;">Sastasundar Healthbuddy Limited (Transferee Co.)</th> <th style="text-align: center;">Retailer Shakti Supply Chain Private Limited (Transferor Co.)</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;"><b>Paid Up Share Capital</b></td> <td style="text-align: center;">2,370.35</td> <td style="text-align: center;">587.27</td> </tr> <tr> <td style="text-align: center;"><b>Turnover</b></td> <td style="text-align: center;">1,04,825.74</td> <td style="text-align: center;">18565.27</td> </tr> <tr> <td style="text-align: center;"><b>Networth</b></td> <td style="text-align: center;">73,300.30</td> <td style="text-align: center;">256.79</td> </tr> </tbody> </table>	Particulars	Sastasundar Healthbuddy Limited (Transferee Co.)	Retailer Shakti Supply Chain Private Limited (Transferor Co.)	<b>Paid Up Share Capital</b>	2,370.35	587.27	<b>Turnover</b>	1,04,825.74	18565.27	<b>Networth</b>	73,300.30	256.79
Particulars	Sastasundar Healthbuddy Limited (Transferee Co.)	Retailer Shakti Supply Chain Private Limited (Transferor Co.)											
<b>Paid Up Share Capital</b>	2,370.35	587.27											
<b>Turnover</b>	1,04,825.74	18565.27											
<b>Networth</b>	73,300.30	256.79											
b) Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arms’ length”;	<p>Sastasundar Healthbuddy Limited is a subsidiary of Sastasundar Ventures Limited.</p> <p>Retailer Shakti Supply Chain Private Limited is a wholly owned subsidiary of Sastasundar Healthbuddy Limited.</p> <p>Both the Company involved in the scheme are material subsidiary companies of Sastasundar Ventures Limited.</p>												
c) Area of business of the entity(ies);	<p>The Transferee Company as well as Transferor Company is engaged in the business of wholesale trading of medicinal products, healthcare products and other Over the Counter (OTC) products.</p>												
d) rationale for amalgamation/ merger;	<p>The amalgamation of Retailer Shakti Supply Chain Private Limited (“the Transferor Company”) with Sastasundar Healthbuddy Limited (“the Transferee Company”) will enhance the potential for business and yield beneficial results for the Company, their respective shareholders, creditors and employees:</p> <ol style="list-style-type: none"> <li>1. The Transferor Company is the wholly owned subsidiary of the Transferee Company. Therefore, it would be beneficial to</li> </ol>												

	<p>consolidate the Transferor Company to strengthen the position of the merged entity.</p> <ol style="list-style-type: none"> <li>2. The amalgamation of these Companies will lead to better administrative control and will be convenient for the company to operate as a combined entity.</li> <li>3. The funds of the Transferor Company would be better invested and managed under a single umbrella and common management.</li> <li>4. The amalgamation will result in prevention of cost duplication and the resultant operations would be substantially cost-efficient. Consequently, the Transferee Company will offer a strong financial structure and facilitate resource mobilization and achieve better cash flows. The synergies created by the amalgamation would increase the operational efficiency and integrate business functions.</li> <li>5. The amalgamation will provide an opportunity to leverage combined assets and build a stronger sustainable business. Specifically, the merger will enable optimal utilization of existing resources and provide an opportunity to fully leverage assets, capabilities, experience and infrastructure of the Companies. The amalgamation will also reduce the managerial overlaps involved in operating different entities, ease and increase operational and management efficiency and integrate business functions.</li> <li>6. The merger of the Applicant Companies will help in the creation of a platform for expansion of future business activities, and act as a gateway for growth and expanding business operations.</li> </ol>
e) In case of cash consideration – amount or otherwise share exchange ratio;	Since Retailer Shakti Supply Chain Private Limited (“Transferor Company”), is a wholly owned subsidiary of Sastasundar Healthbuddy Limited (Transferee Company”), all the issued shares of Retailer Shakti Supply Chain Private Limited will get cancelled and no shares are required to be issued.
f) Brief details of change in shareholding pattern (if any) of listed entity.	Not Applicable

**For Sastasundar Ventures Limited**

**Pratap Singh**  
**Company Secretary and Compliance Officer**  
**ACS - 24081**