

Date: 13 September 2024

National Stock Exchange of India Limited
Bandra (East), Mumbai – 400051.
Symbol: SANOFICONR

BSE Limited
Fort, Mumbai – 400001.
Scrip Code: 544250

Dear Sir, Ma'am,

Re.: Report under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Regulations”)

We, the promoter and promoter group of Sanofi Consumer Healthcare India Limited (“SCHIL”), have together acquired 1,39,09,587 equity shares in SCHIL by way of an allotment on 17 June 2024 (the equity shares of SCHIL were listed and admitted to trading from 13 September 2024), pursuant to the scheme of arrangement among Sanofi India Limited and SCHIL and their respective shareholders and creditors.

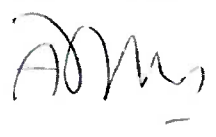
Please find enclosed the captioned report in respect of the aforesaid allotment.

Yours faithfully,

For Hoechst GmbH


Name: Carsten Vogel
Designation: Authorized Officer

For Sanofi SA


Name: Aurélie Riss
Designation: Authorized signatory

Encl.: as above

Disclosures under Regulation 10(6) – Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011


1.	Name of the Target Company (TC)	Sanofi Consumer Healthcare India Limited (“SCHIL”)	
2.	Name of the acquirer(s)	1. Sanofi SA 2. Hoechst GmbH	
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited and National Stock Exchange of India Limited	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Equity shares were allotted pursuant to the scheme of arrangement among Sanofi India Limited and SCHIL and their respective shareholders and creditors, sanctioned by the Hon’ble National Company Law Tribunal, Mumbai Bench vide its order dated 7 May 2024 (“Scheme”).	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	10(1)(d)(ii) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“Takeover Regulations”).	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	Not Applicable (“N.A.”)	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	a. Name of the transferor / seller	N.A.	N.A.
	b. Date of acquisition	N.A.	N.A.
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	N.A.	N.A.
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	N.A.	N.A.
	e. Price at which shares are proposed to be acquired / actually acquired	N.A.	N.A.

8.	Shareholding details	Pre-Transaction		Post-Transaction		
		No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC	
	a	Each Acquirer / Transferee(*)	Nil	N.A.	1,39,09,587	60.40%
	a1.	Hoechst GmbH	Nil	N.A.	1,39,04,722	60.38%
	a2.	Sanofi SA	Nil	N.A.	4,865	0.02%
	b	Each Seller / Transferor	N.A.	N.A.	N.A.	N.A.

For Hoechst GmbH


Name: Carsten Vogel
Designation: Authorized Officer

For Sanofi SA


Name: Aurélie Riss
Designation: Authorized signatory

Place: Frankfurt/Paris

Date: 13 September 2024

Note:

Pursuant to the Scheme, the promoter and promoter group of SCHIL (i.e., Sanofi SA and Hoechst GmbH) has been allotted 1,39,09,587 equity shares of SCHIL on 17 June 2024. The equity shares of SCHIL were listed and admitted to trading from 13 September 2024. Hence, the disclosure under Regulation 10(6) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is being submitted within 4 working days post commencement of trading in equity shares of SCHIL i.e., within 4 working days from 13 September 2024.

Annexure

Report under Regulation 10(6) of Takeover Regulations

Sr. No.	Acquirer	Pre-transaction		Post-transaction	
		No. of shares/voting rights	% w.r.t. total share capital of TC	No. of shares/voting rights	% w.r.t. total share capital of TC
1	Hoechst GmbH	Nil	Nil	1,39,04,722	60.38%
2	Sanofi SA	Nil	Nil	4,865	0.02%
			Total	1,39,09,587	60.40%

Note:

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

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