

Format for disclosure of reasons for encumbrance

Name of listed company	Suven Pharmaceuticals Limited (“TC”)
Name of the recognised stock exchanges where the shares of the company are listed	BSE Limited National Stock Exchange of India Limited
Name of the promoter(s)/ PACs whose shares have been encumbered	(a) Berhyanda Limited; and (b) Berhyanda Midco Limited* <i>*Berhyanda Midco Limited does not directly hold any equity shares in the TC. Berhyanda Limited (a promoter of the TC) is the wholly owned subsidiary of Berhyanda Midco Limited. Berhyanda Midco Limited has: (a) agreed to certain covenants under the Notes Purchase Agreement (as defined below) in relation to its shareholding in Berhyanda Limited that are in the nature of encumbrance; and (b) pursuant to the Share Pledge (as defined below), created a pledge on its entire shareholding in Berhyanda Limited and agreed not to, (i) dispose of its shareholding in Berhyanda Limited; and/or (ii) create any security on its shareholding in Berhyanda Limited, in each case other than as permitted under the Notes Purchase Agreement and the Share Pledge. To clarify, Berhyanda Limited (a promoter of the TC) has not created any pledge on the equity shares of the TC.</i>
Total promoter shareholding in the listed company	The details of shareholding of the promoter in the TC are as follows: No. of shares – 12,75,39,592 % of total share capital – 50.10%
Encumbered shares as a % of promoter shareholding	(a) Berhyanda Limited (a promoter of the TC) has by way of covenants under the notes purchase agreement dated 29 May 2024, (the “ Notes Purchase Agreement ”) between, <i>inter-alia</i> , Berhyanda Limited as an issuer and CSCGlobal Capital Markets (Singapore) Pte. Ltd. as agent of the Finance Parties ^{##} and security agent for the Secured Parties ^{^^} (“ Security Agent ”), agreed to certain restrictions/requirements which are in the nature of encumbrance with respect to disposal of 12,75,39,592 (50.10%) equity shares of the TC held by Berhyanda Limited (which became effective on 18 June 2024 in accordance with the provisions of the Notes Purchase Agreement), including the maintenance of certain financial ratios and restrictions on disposal and creation of any security on the shareholding of Berhyanda Limited in the TC, other than as permitted under the Notes Purchase Agreement; (“ Encumbrance 1 ”); (b) Berhyanda Midco Limited has by way of covenants under the Notes Purchase

	<p>Agreement, for the benefit of the Finance Parties^{##}, agreed not to dispose of any shares of Berhyanda Limited held by it and to restrictions on creation of any security on its shareholding in Berhyanda Limited, in each case other than as permitted under the Notes Purchase Agreement* (“Encumbrance 2”); and</p> <p>(c) Berhyanda Midco Limited has pursuant to the deed of pledge and charge of shares and share certificates dated 12 June 2024 (“Share Pledge”) (which became effective on 18 June 2024) between, Berhyanda Midco Limited as pledgor and the Security Agent, created a pledge on its entire shareholding in Berhyanda Limited in favour of the Security Agent and agreed not to: (i) dispose of any shares of Berhyanda Limited held by it; and/or (ii) create any security on its shareholding in Berhyanda Limited, in each case other than as permitted under the Notes Purchase Agreement and the Share Pledge* (“Encumbrance 3”).</p> <p>The disclosures in terms of Regulation 31 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in this regard have already been made on 18 June 2024 (copy enclosed as “Annexure A”).</p> <p><i>* Berhyanda Midco Limited does not directly hold any equity shares in the TC. Berhyanda Limited (a promoter of the TC) is the wholly owned subsidiary of Berhyanda Midco Limited. Berhyanda Midco Limited has: (a) agreed to certain covenants under the Notes Purchase Agreement in relation to its shareholding in Berhyanda Limited that are in the nature of encumbrance; and (b) pursuant to the Share Pledge, created a pledge on its entire shareholding in Berhyanda Limited and agreed not to, (i) dispose of its shareholding in Berhyanda Limited and/or (ii) create any security on its shareholding in Berhyanda Limited, in each case other than as permitted under the Notes Purchase Agreement and the Share Pledge. To clarify, Berhyanda Limited (a promoter of the TC) has not created any pledge on the equity shares of the TC.</i></p>
Whether encumbered share is 50% or more of promoter shareholding	YES/ NO
Whether encumbered share is 20% or more of total share capital	YES/ NO

Details of all the existing events/ agreements pertaining to encumbrance

		Encumbrance 1 (Date of creation of encumbrance: 18 June 2024**)	Encumbrance 2* (Date of creation of encumbrance: 18 June 2024**)	Encumbrance 3* (Date of creation of encumbrance: 18 June 2024**)
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)		Covenants in the nature of certain restrictions/ requirements which are in the nature of encumbrance with respect to disposal of equity shares of the TC held by Berhyanda Limited, including the maintenance of certain financial ratios and restrictions on disposal and creation of any security on the shareholding of Berhyanda Limited in the TC other than as permitted under the Notes Purchase Agreement.	Covenants in the nature of encumbrance with respect to non-disposal of the shares of Berhyanda Limited held by Berhyanda Midco Limited and restrictions on creation of any security on any shares of Berhyanda Limited held by Berhyanda Midco Limited, in each case other than as permitted under the Notes Purchase Agreement.	Pledge and covenants in the nature of encumbrance with respect to non-disposal of any shares of Berhyanda Limited held by Berhyanda Midco Limited and on creation of any security on the shares of Berhyanda Limited held by Berhyanda Midco Limited, in each case other than as permitted under the Notes Purchase Agreement and the Share Pledge.
No. and % of shares encumbered		No. of shares – 12,75,39,592 equity shares of the TC. % of total share capital – 50.10 % of the total paid up equity share capital of the TC.	Please refer to the note at * below.	Please refer to the note at * below.
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Security Agent and Finance Parties ^{##}	Finance Parties ^{##}	Secured Parties ^{^^}
	Whether the entity X is a scheduled	YES/NO Overseas banks and	YES/NO Overseas banks and financial	YES/NO Overseas banks and

	commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	financial institutions	institutions	financial institutions
	Names of all other entities in the agreement	<p>Listed company and its group companies (if any) –</p> <p>The TC is not a party to the Notes Purchase Agreement. The following companies are, among others, party to the Notes Purchase Agreement:</p> <ol style="list-style-type: none"> Berhyanda Limited Berhyanda Midco Limited <p>Other entities (if any) –</p> <ol style="list-style-type: none"> Finance Parties (other than CSCGlobal (Singapore) Pte. Ltd. as the agent and the security agent (as the subscribers)^{##} CSCGlobal Capital Markets (Singapore) Pte. Ltd. (as the agent for other Finance Parties 	<p>Listed company and its group companies (if any) –</p> <p>The TC is not a party to the Notes Purchase Agreement. The following companies are, among others, party to the Notes Purchase Agreement:</p> <ol style="list-style-type: none"> Berhyanda Limited Berhyanda Midco Limited <p>Other entities (if any) –</p> <ol style="list-style-type: none"> Finance Parties (other than CSCGlobal (Singapore) Pte. Ltd. as the agent and the security agent (as the subscribers)^{##} CSCGlobal Capital Markets (Singapore) Pte. 	<p>Listed company and its group companies (if any) –</p> <p>The TC is not a party to the Share Pledge. The following companies are party to the Share Pledge:</p> <ol style="list-style-type: none"> Berhyanda Midco Limited <p>Other entities (if any) –</p> <ol style="list-style-type: none"> CSCGlobal Capital Markets (Singapore) Pte. Ltd. (as the security agent for the Secured Parties)

		and as security agent)	Ltd. (as the agent for other Finance Parties and as security agent)	
	Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	<p>YES/ NO</p> <p>If yes,</p> <p>1. Name of the issuer:</p> <p>2. Details of the debt instrument:</p> <p>3. Whether the debt instrument is listed on stock exchanges?</p> <p>4. Credit Rating of the debt instrument:</p> <p>5. ISIN of the instrument:</p>	<p>YES/ NO</p> <p>If yes,</p> <p>1. Name of the issuer:</p> <p>2. Details of the debt instrument:</p> <p>3. Whether the debt instrument is listed on stock exchanges?</p> <p>4. Credit Rating of the debt instrument:</p> <p>5. ISIN of the instrument:</p>	<p>YES/ NO</p> <p>If yes,</p> <p>1. Name of the issuer:</p> <p>2. Details of the debt instrument:</p> <p>3. Whether the debt instrument is listed on stock exchanges?</p> <p>4. Credit Rating of the debt instrument:</p> <p>5. ISIN of the instrument:</p>
Security Cover/ Asset Cover	Value of shares on the date of event/ agreement (A)	<p>The volume weighted average price as on 18 June 2024 (as available on www.nseindia.com) was Rs. 745.98 per equity share of the TC.</p> <p>Accordingly, the value of the equity shares of the TC on the date of creation of encumbrance i.e., on 18 June 2024 (i.e., 12,75,39,592 equity shares of the TC representing 50.10% of the total paid up equity share capital of the TC) was Rs.</p>	Berhyanda Midco Limited does not hold any shares in the TC*.	Berhyanda Midco Limited does not hold any shares in the TC*.

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	Amount involved (against which shares have been encumbered) (B)	US\$ 500,000,000 equivalent to Rs. 41,74,08,50,000 ^{@@} .	Berhyanda Midco Limited does not hold any shares in the TC*.	Berhyanda Midco Limited does not hold any shares in the TC*.
	Ratio of A / B	2.28	Not Applicable	Not Applicable
End use of money	<p>Borrowed amount to be utilized for what purpose –</p> <p>(a) Personal use by promoters and PACs</p> <p>(b) For the benefit of listed company</p> <p>Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc.</p> <p>(a) Any other reason (please</p>	<p>It is <i>inter-alia</i> to finance or refinance the repayment or prepayment of certain identified outstanding financial indebtedness.</p>	<p>It is <i>inter-alia</i> to finance or refinance the repayment or prepayment of certain identified outstanding financial indebtedness.</p>	<p>It is <i>inter-alia</i> to finance or refinance the repayment or prepayment of certain identified outstanding financial indebtedness.</p>

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*** Please note that the disclosures under Regulation 31 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to the encumbrance created on 18 June 2024 has already been submitted on 18 June 2024 to the TC, BSE Limited and the National Stock Exchange of India Limited.*

** Berhyanda Midco Limited does not directly hold any equity shares in the TC. Berhyanda Limited (a promoter of the TC) is the wholly owned subsidiary of Berhyanda Midco Limited. Berhyanda Midco Limited has: (a) agreed to certain covenants under the Notes Purchase Agreement in relation to its shareholding in Berhyanda Limited that are in the nature of encumbrance; and (b) pursuant to the Share Pledge, created a pledge on its entire shareholding in Berhyanda Limited and agreed not to, (i) dispose of its shareholding in Berhyanda Limited; and/or (ii) create any security on its shareholding in Berhyanda Limited, in each case, other than as permitted under the Notes Purchase Agreement and the Share Pledge. To clarify, Berhyanda Limited (a promoter of the TC) has not created any pledge on the equity shares of the TC.*

The list of Finance Parties under the Notes Purchase Agreement as on date is set out below:

- (a) CSCGlobal Capital Markets (Singapore) Pte. Ltd. (as Agent);*
- (b) CSCGlobal Capital Markets (Singapore) Pte. Ltd. (as Security Agent);*
- (c) West Street Senior Credit Partners III S.à r.l.;*
- (d) West Street Senior Credit Partners III Employee Fund S.à r.l.;*
- (e) West Street Senior Credit Partners III Employee UK Fund S.à r.l.;*
- (f) GLQC II Designated Activity Company;*
- (g) Broad Street Teno Partners, S.à r.l.;*
- (h) West Street Asia Private Credit Partners (O) Pte. Ltd.;*
- (i) West Street MIC Asia Partners Pte. Ltd.;*
- (j) Centaurus Capital LP;*
- (k) OMERS Capital Markets Asia Holdings Pte. Ltd.; and*
- (l) CPPIB Credit Investments Inc.*

^^ The list of Secured Parties under the Notes Purchase Agreement as on date is set out below:

- (a) CSCGlobal Capital Markets (Singapore) Pte. Ltd. (as the Agent);*
- (b) CSCGlobal Capital Markets (Singapore) Pte. Ltd. (as the Security Agent);*
- (c) West Street Senior Credit Partners III S.à r.l.;*
- (d) West Street Senior Credit Partners III Employee Fund S.à r.l.;*
- (e) West Street Senior Credit Partners III Employee UK Fund S.à r.l.;*
- (f) GLQC II Designated Activity Company;*
- (g) Broad Street Teno Partners, S.à r.l.;*
- (h) West Street Asia Private Credit Partners (O) Pte. Ltd.;*
- (i) West Street MIC Asia Partners Pte. Ltd.;*
- (j) Centaurus Capital LP;*
- (k) OMERS Capital Markets Asia Holdings Pte. Ltd.; and*
- (l) CPPIB Credit Investments Inc.*

@@ Since the loan has been availed in US\$, the same has been converted into INR for the purpose of convenience translation. The conversion has been done at the rate US\$ 1= INR 83.4817, as on 18 June 2024. (Source: www.rbi.org.in and www.fbil.org.in).

For and on behalf of Berhyanda Limited

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Authorised Signatory

Name: Christodoulos Patsalides

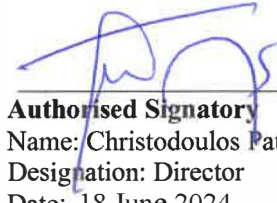
Designation: Director

Date: 18 June 2024

Place: Cyprus

For and on behalf of Berhyanda Midco Limited)

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Authorised Signatory

Name: Christodoulos Patsalides

Designation: Director

Date: 18 June 2024

Place: Cyprus

Annexure A

<u>Format for disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance, in terms of Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011</u>	
Name of the Target Company (“TC”)	Suven Pharmaceuticals Limited
Names of the stock exchanges where the shares of the target company are listed	BSE Limited National Stock Exchange of India Limited
Date of reporting	18 June 2024
Name of the promoter or PAC on whose shares encumbrance has been created/ released / invoked	(a) Berhyanda Limited; and (b) Berhyanda Midco Limited*; <i>*Berhyanda Midco Limited does not directly hold any equity shares in the TC. Berhyanda Limited (a promoter of the TC) is the wholly owned subsidiary of Berhyanda Midco Limited. Berhyanda Midco Limited has: (a) agreed to certain covenants under the Notes Purchase Agreement (as defined below) in relation to its shareholding in Berhyanda Limited that are in the nature of encumbrance; and (b) pursuant to the Share Pledge (as defined below), created a pledge on its entire shareholding in Berhyanda Limited and agreed not to, (i) dispose of its shareholding in Berhyanda Limited; and/or (ii) create any security on its shareholding in Berhyanda Limited, in each case other than as permitted under the Notes Purchase Agreement and the Share Pledge. To clarify, Berhyanda Limited (a promoter of the TC) has not created any pledge on the equity shares of the TC.</i>
Details of the creation of encumbrance:	(a) Berhyanda Limited (a promoter of the TC) has by way of covenants under the notes purchase agreement dated 29 May 2024, (the “ Notes Purchase Agreement ”) between, <i>inter-alia</i> , Berhyanda Limited as an issuer and CSCGlobal Capital Markets (Singapore) Pte. Ltd. as agent of the Finance Parties ^{##} and security agent for the Secured Parties ^{^^} (“ Security Agent ”), agreed to certain restrictions/requirements which are in the nature of encumbrance with respect to disposal of 12,75,39,592 (50.10%) equity shares of

the TC held by Berhyanda Limited (which became effective on 18 June 2024 in accordance with the provisions of the Notes Purchase Agreement), including the maintenance of certain financial ratios and restrictions on disposal and creation of any security on the shareholding of Berhyanda Limited in the TC, other than as permitted under the Notes Purchase Agreement;

- (b) Berhyanda Midco Limited has by way of covenants under the Notes Purchase Agreement, for the benefit of the Finance Parties^{##}, agreed not to dispose of any shares of Berhyanda Limited held by it and to restrictions on creation of any security on its shareholding in Berhyanda Limited, in each case other than as permitted under the Notes Purchase Agreement*^{*}; and
- (c) Berhyanda Midco Limited has pursuant to the deed of pledge and charge of shares and share certificates dated 12 June 2024 (“**Share Pledge**”) (which became effective on 18 June 2024) between, Berhyanda Midco Limited as pledgor and the Security Agent, created a pledge on its entire shareholding in Berhyanda Limited in favour of the Security Agent and agreed not to: (i) dispose of any shares of Berhyanda Limited held by it and/or (ii) create any security on its shareholding in Berhyanda Limited, in each case other than as permitted under the Notes Purchase Agreement and the Share Pledge*.

** Berhyanda Midco Limited does not directly hold any equity shares in the TC. Berhyanda Limited (a promoter of the TC) is the wholly owned subsidiary of Berhyanda Midco Limited. Berhyanda Midco Limited has: (a) agreed to certain covenants under the Notes Purchase Agreement in relation to its shareholding in Berhyanda Limited that are in the nature of encumbrance; and (b) pursuant to the Share Pledge, created a pledge on its entire shareholding in Berhyanda Limited and agreed not to, (i) dispose of its shareholding in Berhyanda Limited; and/or (ii) create any security on its shareholding in Berhyanda Limited, in each case other than as permitted under the Notes Purchase Agreement and the Share Pledge. To clarify, Berhyanda Limited (a promoter of the TC) has not created*

any pledge on the equity shares of the TC.

Name of the promoter (s) or PACs with him*	Promoter holding in the target company (1)		Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of encumbered shares { creation [(2)+(3)] / release [(2)-(3)] / invocation [(1)-(3)] }	
	Number	% of total share capital	Number	% of total share capital	Type of event (creation / release / invocation)	Date of creation/ release/ invocation of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking/ others)	Reasons for encumbrance **	Number	% of share capital	Name of the entity in whose favor shares encumbered ***	Number	% of total share capital
Berhyanda Limited	12,75,39,592	50.10 %	Nil ^{\$\$}	0.00% ^{\$}	Creation	18 June 2024	Covenants in the nature of certain restrictions/ requirements which are in the nature of encumbrance with respect to disposal of equity shares of the TC held by Berhyanda Limited, including the maintenance of certain	Condition required, <i>inter-alia</i> , to finance or refinance the repayment or prepayment of certain identified outstanding financial indebtedness .	12,75,39,592	50.10 %	Security Agent and Finance Parties ^{##}	12,75,39,592	50.10 %

							financial ratios and restrictions on disposal and creation of any security on the shareholding of Berhyanda Limited in the TC other than as permitted under the Notes Purchase Agreement.						
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Berhyanda Midco Limited does not directly hold any equity shares in the TC. Berhyanda Limited (a promoter of the TC) is the wholly owned subsidiary of Berhyanda Midco Limited. Berhyanda Midco Limited has: (a) agreed to certain covenants under the Notes Purchase Agreement in relation to its shareholding in Berhyanda Limited that are in the nature of encumbrance; and (b) pursuant to the Share Pledge, created a pledge on its entire shareholding in Berhyanda Limited and agreed not to, (i) dispose of its shareholding in Berhyanda Limited; and/or (ii) create any security on its shareholding in Berhyanda Limited, in each case other than as permitted under the Notes Purchase Agreement and the Share Pledge. To clarify, Berhyanda Limited (a promoter of the TC) has not created any pledge on the equity shares of the TC.

*^{§§} There was encumbrance created in terms of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, in connection with a facilities agreement dated 16 June 2023 as amended by way of an amendment letter dated 25 September 2023 and as amended and restated pursuant to an amendment and restatement agreement dated 16 January 2024 and an amendment and restatement deed dated 1 March 2024 entered into between, inter-alia, Berhyanda Limited as the borrower, Deutsche Bank Aktiengesellschaft, acting through its branch in Hong Kong (known as Deutsche Bank AG, Hong Kong Branch), as agent of the finance parties and DB Trustees (Hong Kong) Limited as the security agent in relation to loan facilities to be availed by Berhyanda Limited ("**2023 FA**"), which encumbrance was released on 18 June 2024 on account of the loan availed under the 2023 FA having been duly repaid pursuant to a refinancing. The disclosure for such release of encumbrance under Regulation 31 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 with respect to such release of encumbrance has already been made.*

The list of Finance Parties under the Notes Purchase Agreement as on date is set out below:

- (a) CSCGlobal Capital Markets (Singapore) Pte. Ltd. (as Agent);*
- (b) CSCGlobal Capital Markets (Singapore) Pte. Ltd. (as Security Agent);*
- (c) West Street Senior Credit Partners III S.à r.l.;*
- (d) West Street Senior Credit Partners III Employee Fund S.à r.l.;*
- (e) West Street Senior Credit Partners III Employee UK Fund S.à r.l.;*
- (f) GLQC II Designated Activity Company;*
- (g) Broad Street Teno Partners, S.à r.l.;*
- (h) West Street Asia Private Credit Partners (O) Pte. Ltd.;*
- (i) West Street MIC Asia Partners Pte. Ltd.;*
- (j) Centaurus Capital LP;*
- (k) OMERS Capital Markets Asia Holdings Pte. Ltd.; and*
- (l) CPPIB Credit Investments Inc.*

^^ The list of Secured Parties under the Notes Purchase Agreement as on date is set out below:

- (a) CSCGlobal Capital Markets (Singapore) Pte. Ltd. (as Agent);*
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- (c) West Street Senior Credit Partners III S.à r.l.;*
- (d) West Street Senior Credit Partners III Employee Fund S.à r.l.;*
- (e) West Street Senior Credit Partners III Employee UK Fund S.à r.l.;*
- (f) GLQC II Designated Activity Company;*
- (g) Broad Street Teno Partners, S.à r.l.;*
- (h) West Street Asia Private Credit Partners (O) Pte. Ltd.;*
- (i) West Street MIC Asia Partners Pte. Ltd.;*
- (j) Centaurus Capital LP;*
- (k) OMERS Capital Markets Asia Holdings Pte. Ltd.; and*
- (l) CPPIB Credit Investments Inc.*

*The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.

***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

For and on behalf of Berhyanda Limited

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Authorised Signatory

Name: Christodoulos Patsalides

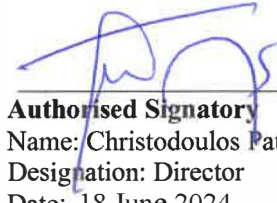
Designation: Director

Date: 18 June 2024

Place: Cyprus

For and on behalf of Berhyanda Midco Limited)

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A handwritten signature in blue ink, appearing to be 'C. Patsalides', is written over a horizontal line. The signature is stylized and cursive.

Authorised Signatory

Name: Christodoulos Patsalides

Designation: Director

Date: 18 June 2024

Place: Cyprus