



# DHANUKA Laboratories Ltd.

CIN No.: U24100DL1993PLC052285

Unit-I: 7<sup>th</sup> Km.Old Manesar Road, Village Mohammedpur, Gurgaon - 122004 Haryana, (INDIA)

Phone : +91 124 4848900 Fax: +91 124 4848999 Email: dll@dhanuka.com Website: www.dhanukalab.com

Unit-II: Plot No. SP4-4; Industrial Area, Keshwana Rajput, Kotputli, Shahpura, Distt. Jaipur-303108 (Rajasthan) INDIA



June 26, 2021

National Stock Exchange of India Ltd. "Exchange Plaza" Bandra-Kurla Complex Bandra (E), Mumbai - 400 051 Stock Code: ORCHPHARMA	BSE Ltd. Listing Department Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 Stock Code: 524372
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Dear Sir/Madam

**Sub: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

This is with reference to the Offer for Sale announced by M/s. Dhanuka Laboratories Limited, Promoter shareholder of Orchid Pharma Limited for sale of 32,80,115 Equity Shares of face value of ₹ 10/- each representing 8.04% of the total paid up equity share capital of Orchid Pharma Limited ("Company") which took place on June 24, 2021 and June 25, 2021. In this regard, we wish to inform you that M/s. Dhanuka Laboratories Limited has sold a total of 32,80,115 equity shares of the Company to non-retail investors and retail investors on the basis of valid bids received on T day and T + 1 day (i.e., June 24, 2021 and June 25, 2021) on a separate designated window of BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") for achieving the minimum public shareholding of 10% in the Company, as prescribed under Rule 19A of the Securities and Contract Regulation (Rules), 1957 and Regulation 38 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

In compliance with Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended ("SEBI Takeover Regulations"), we are hereby notifying the information regarding the change in our shareholding in the Company, pursuant to the above sale of shares made by us on June 24, 2021 and June 25, 2021.

Kindly take the above on records.

Thanking you

Yours faithfully

By Order of the Board of Directors  
For Dhanuka Laboratories Limited

Manish Dhanuka  
Managing Director  
DIN: 00238798



Corporate Office: 14th Floor, Building 5A, Cyber City, DLF Phase III, Gurgaon - 122002 Haryana, (India)

Phone : 0124 - 3838500 Fax : 0124 - 3838888 E-mail : dll@dhanuka.com

Regd. Off. : 82, Abhinash Mansion, 1st Floor, Joshi Road, Karol Bagh, New Delhi -110 005



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## Format for Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Orchid Pharma Limited				
Name(s) of the Seller	Dhanuka Laboratories Limited				
Whether the Seller belongs to Promoter/Promoter group	Yes				
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Ltd BSE Ltd Luxembourg Stock exchange (GDR's are listed) London Stock exchange (GDR's are listed)				
Details of the disposal as follows	Number	% w.r.t. total		% w.r.t. total diluted	
		Share capital of TC(*)	Voting capital of TC(**)	Share capital of TC(*)	Voting capital of TC(**)
<b>Before the sale under consideration, holding of Seller:</b>					
a) Shares carrying voting rights	4,00,00,072	98.00	98.00	98.00	98.00
b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	NA	NA	NA	NA	NA
c) Voting rights (VR) otherwise than by equity shares	NA	NA	NA	NA	NA
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	4,00,00,072	98.00	98.00	98.00	98.00
e) Total (a+b+c+d)					

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<p><b>Details of Sale</b></p> <p>a) Shares carrying voting rights disposed</p> <p>b) VRs acquired/sold otherwise than by equity shares</p> <p>c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold</p> <p>d) Shares encumbered / invoked/released by the acquirer</p> <p>e) Total (a+b+c+/-d)</p>	<p>32,80,115</p> <p>NA</p> <p>NA</p> <p>NA</p> <p>NA</p> <p>32,80,115</p>	<p>8.04</p> <p>NA</p> <p>NA</p> <p>NA</p> <p>8.04</p>	<p>8.04</p> <p>NA</p> <p>NA</p> <p>NA</p> <p>8.04</p>	<p>8.04</p> <p>NA</p> <p>NA</p> <p>NA</p> <p>8.04</p>	<p>8.04</p> <p>NA</p> <p>NA</p> <p>NA</p> <p>8.04</p>
<p><b>After the acquisition/sale , holding of the Seller:</b></p> <p>a) Shares carrying voting rights</p> <p>b) Shares encumbered with the acquirer</p> <p>c) VRs otherwise than by equity shares</p> <p>d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition</p>	<p>3,67,19,957</p> <p>NA</p> <p>NA</p> <p>NA</p>	<p>89.96</p> <p>NA</p> <p>NA</p> <p>NA</p>	<p>89.96</p> <p>NA</p> <p>NA</p> <p>NA</p>	<p>89.96</p> <p>NA</p> <p>NA</p> <p>NA</p>	<p>89.96</p> <p>NA</p> <p>NA</p> <p>NA</p>
<p>e)Total (a+b+c+d)</p>	<p>3,67,19,957</p>	<p>89.96</p>	<p>89.96</p>	<p>89.96</p>	<p>89.96</p>
<p>Mode of acquisition/sale (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)</p>	<p>Offer for Sale by M/s. Dhanuka Laboratories Limited (Promoters) through the stock exchange mechanism on a separate designated window of BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") for achieving the Minimum Public Shareholding of 10% in the Company, as prescribed under Rule 19A of the Securities and Contract Regulation (Rules), 1957 and Regulation 38 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in accordance with the 'Comprehensive Guidelines on Offer for Sale of Shares by Promoters through Stock Exchange Mechanism'</p>				



issued by the Securities and Exchange Board of India ("SEBI") vide its circular bearing no. CIR/MRD/DP/ 18 /2012 dated July 18, 2012, as amended by circulars bearing nos. CIR/MRD/DP/04/2013 dated January 25, 2013, CIR/MRD/DP/17/2013 dated May 30, 2013, CIR/MRD/DP/24/2014 dated August 8, 2014, CIR/MRD/DP/32/2014 dated December 1 2014, CIR/MRD/DP/12/2015 dated June 26, 2015, CIR/MRD/DP/36/2016 dated February 15, 2016, CIR/MRD/DP/65/2017 dated June 27, 2017 and SEBI/HO/MRD/DOPI/CIR/P/2018/159 dated December 28, 2018 (the "OFS Circular"), read together with Section 21 of Chapter I of the 'Master Circular for Stock Exchange and Clearing Corporation', issued by SEBI vide its circular bearing no. SEBI/HO/MRD/DP/CIR/P/117 dated October 25, 2019 (together referred to as "SEBI OFS Circulars");

The 'Revised Guidelines for Bidding in Offer For Sale (OFS) Segment' issued by the BSE, vide its circular bearing no. 20200701-27 dated July 1, 2020 and "OFS Segment- Placing of price bids by Retail Investors (on T+1 Day) below Cut-off Price Not Allowed" issued by the BSE vide its circular bearing no. 20210322-21 dated March 22, 2021, and to the extent applicable, the previous notices issued by BSE in this regard; and

The 'Offer for Sale-Introduction of Interoperability' issued by NSE vide its circular bearing no. 51/2020 dated June 30, 2020, and "Offer for Sale - Retail category price bids below cut-off not allowed in RS series on T+1 day" issued by NSE vide its circular bearing no. 32/2021 dated March 22, 2021, and to the extent applicable, the previous notices issued by NSE in this regard.

Date of sale of shares	June 24,2021 and June 25,2021
Equity share capital / total voting capital of the TC before the said Sale	4,08,16,400 equity shares of Rs.10/- each aggregating to Rs.40,81,64,000/-
Equity share capital/ total voting capital of the TC after the said Sale	4,08,16,400 equity shares of Rs.10/- each aggregating to Rs.40,81,64,000/-
Total diluted share/voting capital of the TC after the said Sale	4,08,16,400 equity shares of Rs.10/- each aggregating to Rs.40,81,64,000/-

Note: N.A.- Not Applicable



*[Handwritten signature]*

The Offer for Sale was announced on June 23, 2021 for sale of up to 32,80,115 equity shares of face value of ₹ 10 each representing 8.04% of the total paid up equity share capital of the Company. This is a disclosure of the shares allotted on the basis of the valid bids received from non-retail investors and retail investors on T day and T+1 day (i.e., June 24, 2021 and June 25, 2021).

Diluted share / voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities / warrants into Equity Shares of the TC.

(\*\*) Total share capital/voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**By Order of the Board of Directors  
For Dhanuka Laboratories Limited**



**Manish Dhanuka**  
**Managing Director**  
DIN: 00238798



Place: New Delhi  
Date: June 26, 2021