

November 10, 2023

**The Secretary**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai – 400 001

**The Secretary**  
**The National Stock Exchange of India Limited**  
Exchange Plaza  
Plot no. C/1, G Block  
Bandra-Kurla Complex  
Bandra (E), Mumbai - 400 051

**Re: Post offer advertisement (“Post Offer Advertisement”) to all the public shareholders of Suven Pharmaceuticals Limited (“Target Company”) with respect to the open offer to the public shareholders of the Target Company (“Offer”)**

Dear Sirs,

Please find enclosed a soft copy of the Post Offer Advertisement, which has been released to appear in the following newspapers on November 10, 2023 under regulation 18(12) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended:

- Financial Express – English (All Editions)
- Jansatta – Hindi (All Editions)
- Surya – Telugu (Hyderabad Edition)
- Navshakti – Marathi (Mumbai Edition)

We request you to kindly disseminate the Post Offer Advertisement on your website.

Capitalised terms not defined herein have the same meaning as specified in the Letter of Offer dated October 10, 2023.

Yours Sincerely,  
For **Kotak Mahindra Capital Company Limited**



Amit Joshi  
Encl.: As above

**Kotak Mahindra Capital Company Limited**

CIN 67120MH1995PLC134050

Registered Office:

**27BKC**

C – 27, “G” Block

Bandra Kurla Complex

Bandra (East), Mumbai – 400 051, India

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[www.investmentbank.kotak.com](http://www.investmentbank.kotak.com)

POST-OFFER ADVERTISEMENT IN ACCORDANCE WITH REGULATION 18(12) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 (AS AMENDED) FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF

# SUVEN PHARMACEUTICALS LIMITED

Registered Office: 8-2-334, SDE Serene Chambers, 3rd Floor, Road No. 5, Avenue 7, Banjara Hills, Hyderabad, Telangana - 500034; Corporate Identification Number (CIN): L24299TG2018PLC128171  
Tel: 040-23549414/23541142; Website: www.suvenpharm.com

OPEN OFFER FOR ACQUISITION OF UP TO 6,61,86,889 FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 1 EACH ("EQUITY SHARES"), REPRESENTING 26.00% OF THE VOTING SHARE CAPITAL OF SUVEN PHARMACEUTICALS LIMITED ("TARGET COMPANY") FROM THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY BY BERHYANDA LIMITED ("ACQUIRER") ALONG WITH BERHYANDA MIDCO LIMITED ("PAC 1") AND JUSMIRAL MIDCO LIMITED ("PAC 2") (PAC 1 AND PAC 2 TOGETHER, THE "PACS"), IN THEIR CAPACITY AS PERSONS ACTING IN CONCERT WITH THE ACQUIRER FOR THE PURPOSES OF THE OPEN OFFER, PURSUANT TO AND IN COMPLIANCE WITH THE REQUIREMENTS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED (THE "SEBI (SAST) REGULATIONS") (THE "OPEN OFFER"/"OFFER").

This post-offer advertisement ("Post-Offer Advertisement") is being issued by Kotak Mahindra Capital Company Limited ("Manager"), for and on behalf of the Acquirer and the PACs, in connection with the Open Offer to the Public Shareholders of the Target Company, in accordance with Regulation 18(12) of the SEBI (SAST) Regulations.

This Post-Offer Advertisement should be read in continuation of, and in conjunction with the:

- public announcement dated 26 December 2022 ("Public Announcement" or "PA");
- detailed public statement dated 31 December 2022 which was published on 2 January 2023 in the following newspapers: Financial Express (English), Jansatta (Hindi), Surya (Telugu) and Navshakti (Marathi) ("Detailed Public Statement" or "DPS");
- letter of offer dated 10 October 2023 ("Letter of Offer" or "LoF"); and
- pre-offer advertisement cum corrigendum dated 18 October 2023 which was published on 19 October 2023 in the following newspapers: Financial Express (English), Jansatta (Hindi), Surya (Telugu) and Navshakti (Marathi).

This Post-Offer Advertisement is being published in all such newspapers in which the Detailed Public Statement was published. Capitalized terms used but not defined in this Post-Offer Advertisement shall have the same meaning assigned to such terms in the Letter of Offer.

The Public Shareholders of the Target Company are requested to kindly note the following information with respect to the Open Offer:

1.	<b>Name of the Target Company:</b>	Suven Pharmaceuticals Limited
2.	<b>Name of the Acquirer and PACs:</b>	<b>Acquirer:</b> Berhyanda Limited <b>PAC 1:</b> Berhyanda Midco Limited <b>PAC 2:</b> Jusmiral Midco Limited
3.	<b>Name of the Manager to the Open Offer:</b>	Kotak Mahindra Capital Company Limited
4.	<b>Name of the Registrar to the Open Offer:</b>	KFin Technologies Limited
5.	<b>Open Offer Details</b>	
	(a) <b>Date of Opening of the Open Offer:</b>	20 October 2023 (Friday)
	(b) <b>Date of Closure of the Open Offer:</b>	3 November 2023 (Friday)
6.	<b>Date of Payment of Consideration:</b>	9 November 2023 (Thursday)
7.	<b>Details of Acquisition</b>	

Sr. No.	Particulars	Proposed in the Open Offer Document		Actuals
7.1	Offer Price (per equity share)	₹ 495		₹ 495
7.2	Aggregate number of shares tendered	6,61,86,889 <sup>(1)</sup>		2,549
7.3	Aggregate number of shares accepted	6,61,86,889 <sup>(1)</sup>		2,549
7.4	Size of the Offer (Number of shares multiplied by Offer Price per share)	₹ 3276,25,10,055 <sup>(1)</sup>		₹ 12,61,755
7.5	Shareholding of the Acquirer and PACs before agreements / Public Announcement (Number of Equity Shares and % of Voting Share Capital)	<b>Acquirer:</b> Nil (0.00%) <b>PAC 1:</b> Nil (0.00%) <b>PAC 2:</b> Nil (0.00%)	<b>Acquirer:</b> Nil (0.00%) <b>PAC 1:</b> Nil (0.00%) <b>PAC 2:</b> Nil (0.00%)	
7.6	Shares acquired by way of agreements			
	• Number	Up to 12,75,37,043		12,75,37,043 <sup>(2)</sup>
	• % of the Voting Share Capital	Up to 50.10%		50.10% <sup>(2)</sup>
7.7	Shares acquired by way of Open Offer			
	• Number	6,61,86,889 <sup>(1)</sup>		2,549
	• % of the Voting Share Capital	26.00% <sup>(1)</sup>		0.00%
7.8	Shares acquired after Detailed Public Statement			
	• Number of shares acquired	<b>Acquirer:</b> Nil (0.00%)		<b>Acquirer:</b> Nil (0.00%) <sup>(3)</sup>
	• Price of the shares acquired	<b>PAC 1:</b> Nil (0.00%)		<b>PAC 1:</b> Nil (0.00%)
	• % of the Voting Share Capital	<b>PAC 2:</b> Nil (0.00%)		<b>PAC 2:</b> Nil (0.00%)
7.9	Post offer shareholding of Acquirer and PACs			
	• Number	<b>Acquirer:</b> 19,37,23,932 (76.10%) <sup>(1)</sup>		<b>Acquirer:</b> 12,75,39,592 (50.10%)
	• % of the Voting Share Capital	<b>PAC 1:</b> Nil (0.00%) <b>PAC 2:</b> Nil (0.00%)		<b>PAC 1:</b> Nil (0.00%) <b>PAC 2:</b> Nil (0.00%)
7.10	Pre and Post offer shareholding of the public	<b>Pre-offer</b>	<b>Post-offer</b>	<b>Pre-offer</b> <b>Post-offer</b>
	• Number	10,18,24,956	3,56,38,067 <sup>(1)(4)</sup>	10,18,24,956   10,18,22,407 <sup>(4)</sup>
	• % of the Voting Share Capital	40.00%	14.00% <sup>(1)(4)</sup>	40.00%   40.00% <sup>(4)</sup>

Notes:

- Assuming full acceptance under the Open Offer.
- The Acquirer, pursuant to the Share Purchase Agreement and in accordance with the applicable law including the SEBI (SAST) Regulations including Regulation 22(2) of the SEBI (SAST) Regulations (i.e., the Acquirer has made a cash deposit of INR 3280,00,00,000/- (being in excess of 100% of the Maximum Consideration payable under the Open Offer assuming full acceptance)), has acquired on 29 September 2023, in a single tranche, from the Seller 12,75,37,043 Equity Shares of the Target Company representing 50.10% of the Voting Share Capital and along with the acquisition of 12,75,37,043 Equity Shares of the Target Company representing 50.10% of the Voting Share Capital, the Acquirer nominated certain individuals for appointment as directors (effective from 29 September 2023) on the board of directors of the Target Company (while certain directors of the Target Company who were nominated by the Seller or members of the promoter and promoter group of the Target Company as disclosed in the publicly available shareholding pattern of the Target Company for the quarter ended 30 June 2023, have resigned from the board of directors of the Target Company). Accordingly, the Acquirer has acquired control over the Target Company.
- Apart from the Equity Shares specified in Sr. nos. 7.6 and 7.7, the Acquirer has not acquired any other Equity Shares. The Acquirer, pursuant to the Share Purchase Agreement, has acquired 12,75,37,043 Equity Shares of the Target Company representing 50.10% of the Voting Share Capital, on 29 September 2023. Further, the Acquirer has acquired 2,549 Equity Shares of the Target Company representing 0.00% of the Voting Share Capital pursuant to the Open Offer.
- As mentioned in paragraph 4 of Section III(A) (Details of the Open Offer) of the LoF, the Seller (as well as the other members of the promoter and promoter group of the Target Company as disclosed in the publicly available shareholding pattern of the Target Company for the quarter ended 30 June 2023) intend to be reclassified from promoter and promoter group to public subject to the receipt of necessary approvals required in terms of the SEBI (LODR) Regulations and conditions prescribed therein.
- The Acquirer, the PACs and their respective directors severally and jointly accept full responsibility for the information contained in this Post-Offer Advertisement (other than such information as has been obtained from public sources or provided by or relating to and confirmed by the Manager, the Target Company and/or the Seller) and also for the obligations under SEBI (SAST) Regulations.
- A copy of this Post-Offer Advertisement is expected to be available on the websites of SEBI (www.sebi.gov.in), BSE Limited (www.bseindia.com), National Stock Exchange of India Limited (www.nseindia.com) and at the registered office of the Target Company.

MANAGER TO THE OPEN OFFER	REGISTRAR TO THE OPEN OFFER
 <b>kotak</b> Investment Banking Kotak Mahindra Capital Company Limited 27BKC, 1st Floor, Plot No. C-27, 'G' Block, Bandra Kurla Complex, Bandra (East), Mumbai 400 051 Tel No.: +91 22 4336 0128 Fax No.: +91 22 6713 2447 Contact Person: Mr. Ganesh Rane Email: suvenpharma.openoffer@kotak.com SEBI Registration Number: INM000008704 Validity Period: Permanent Registration	 <b>KFINTECH</b> EXPERIENCE TRANSFORMATION KFin Technologies Limited Selenium, Tower B, Plot No- 31 and 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy 500 032, Telangana, India Tel No.: +91 40 6716 2222/18003094001 Fax No.: + 91 40 2343 1551 Contact Person: Mr. M Murali Krishna E-mail: suvenpharma.openoffer@kfintech.com Investor Grievance E-mail: einward.ris@kfintech.com SEBI Registration Number: INR00000221 Validity Period: Permanent Registration

Issued by the Manager to the Open Offer

For and on behalf of the Acquirer and PACs

Berhyanda Limited (Acquirer)

Berhyanda Midco Limited (PAC 1)

Jusmiral Midco Limited (PAC 2)

Place: Cyprus

Date: 9 November 2023