

DOCON TECHNOLOGIES PRIVATE LIMITED

CIN No: U72900KA2016PTC126436

#77/A, Industrial Layout, Kormangala Bangalore 560034

Email Id: legaldocon@gmail.com; Tel No. 022-25032188

September 16, 2021

National Stock Exchange of India Limited	BSE Limited
Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051	Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001

Ref: Disclosures pursuant to Regulation 31(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and SEBI Circular dated August 7, 2019 bearing no. SEBI/HO/CFD/DCR1/CIR/P/2019/90.

Sub: Creation of non-disposal undertaking over 2,683,093 shares (comprising 5.07% of the total share capital) of Thyrocare Technologies Limited (“TTL”) by Docon Technologies Private Limited (“Company”).

Dear Sirs,

The Company has provided security interest by way of non-disposal undertaking of 2,683,093 shares (comprising 5.07% of the total share capital) of TTL held by the Company in favour of Axis Trustee Services Limited for the benefit of (a) Kotak Mahindra Bank, (b) Infina Finance Private Limited, (c) JM Financial Credit Solutions Limited, (d) JM Financial Products Limited, (e) Hero Fincorp, (f) Arka Fincap Limited, (g) Aditya Birla Finance Limited, and (h) IIFL Wealth Prime Limited (collectively “**Lenders**”).

The Company has created non-disposal undertaking over the shares of TTL on September 16, 2021.

In this regard, please see attached herewith (a) the disclosures required pursuant to Regulation 31(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; and (b) disclosure pursuant to SEBI Circular dated August 7, 2019 bearing no. SEBI/HO/CFD/DCR1/CIR/P/2019/90 with respect to disclosure of reasons for encumbrance by the promoter of listed companies.

Thanking you

Yours faithfully

For Docon Technologies Private Limited



Hardik Dedhia
Director
DIN: [06660799](#)

Enclosed: As stated above.

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

Name of the Target Company (TC)	Thyrocare Technologies Limited
Names of the Stock Exchanges where the shares of the target company are listed	BSE Limited and National Stock Exchange of India Limited
Date of reporting	16-09-2021
Name of the promoter or PAC on whose share's encumbrance has been created/released/invoked	Docon Technologies Private Limited
Details of the creation/invocation/release of encumbrance:	16-09-2021

Details of the creation/invocation/release of encumbrance:

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 [(2)-(3)]}	
	No. of shares	% of total share capital	% w.r.t diluted share capital (*)	No. of shares	% of total share capital	Type of event (creation / release / invocation)	Date of creation/ invocation release of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking/others)	No. of shares	% of total share capital	Name of the entity in whose favor shares encumbered	No. of shares	% of total share capital
Docon Technologies Private Limited	3,76,56,092	71.22	71.18	3,49,72,999	66.14	Creation	16/09/2021	Non-disposal undertaking	2,683,093	5.07	Axis Trustee Services Limited	3,76,56,092	71.22

*The total share capital of the Company on fully diluted basis includes 29,723 outstanding employee stock options that will vest until 31 December 2021

For Docon Technologies Private Limited



Hardik Dedhia
Director
DIN: 06660799
Place: Mumbai
Date: September 16, 2021

Annexure - II

Format for disclosure of reasons for encumbrance

(In addition to Annexure - I prescribed by way of circular dated August 05, 2015)

Name of listed company	Thyrocare Technologies Limited
Name of the recognised stock exchanges where the shares of the company are listed	National Stock Exchange of India Limited and BSE Limited
Name of the promoter(s) / PACs whose shares have been encumbered	Docon Technologies Private Limited
Total promoter shareholding in the listed company	No. of shares – 3,76,56,092 % of total share capital – 71.22%
Encumbered shares as a % of promoter shareholding	Encumbered shares under this non-disclosure undertaking (NDU) – 7.13% Total promoter shareholding encumbered – 100%
Whether encumbered share is 50% or more of promoter shareholding	YES, this NDU together with the existing pledge amounts to encumbered shares being 100% of promoter shareholding.
Whether encumbered share is 20% or more of total share capital	YES, this NDU together with existing pledge amounts to 71.22% of the total share capital.

Details of all the existing events/ agreements pertaining to encumbrance

	Encumbrance 1 (Date of creation of encumbrance: September 16, 2021)	
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	Non-disposal undertaking	
No. and % of shares encumbered	No. of shares: 2,683,093 % of total share capital: 5.07%	
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	Axis Trustee Services Limited
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	No, Trust Services
	Names of all other entities in the agreement	Listed company and its group companies (if any) – NA Other entities (if any) – NA

	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	NO
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	INR 342.08 Crores <i>Calculated on the basis of the closing price of shares on NSE on 16.09.2021, i.e. Rs.1274.95 per share</i>
	Amount involved (against which shares have been encumbered) (B)	INR 1,929 Crore
	Ratio of A / B	0.18
End use of money	Borrowed amount to be utilized for what purpose – (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. Any other reason (please specify)	Purpose - Repayment of the indebtedness availed by Ascent Wellness and Pharma Solutions Private Limited, Aycon Graph Connect Private Limited, Medlife International Private Limited and Threpsi Solutions Private Limited from API Holdings Private Limited for meeting their working capital requirements and other operational purposes and for meeting expenses in relation to the transaction. Schedule for utilization of amount – Immediate (bullet) Repayment Schedule – day falling at the end of the Tenure i.e. 1 year from the drawdown date.

For Docon Technologies Private Limited



Hardik Dedhia
Director
DIN: 06660799
Place: Mumbai
Date: September 16, 2021