

**DOCON TECHNOLOGIES PRIVATE LIMITED**

CIN No: U72900KA2016PTC126436

4<sup>th</sup> Floor, Prestige Blue Chip Software Park, Block 1, Hosur Road, Madiwala Range, Dairy Colony, Bengaluru- 560029

Email Id: legaldocon@gmail.com; Tel No. 080 6823 6823.

November 23, 2022

<b>National Stock Exchange of India Limited</b>	<b>BSE Limited</b>
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) and Regulation 31(3) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SAST Regulations”) and SEBI Circular dated August 7, 2019 bearing no. SEBI/HO/CFD/DCR1/CIR/P/2019/90.**

**Sub: Revised disclosures relating to pledge/encumbrance created over shares of Thyrocare Technologies Limited (“TTL” or “Company”) and Docon Technologies Private Limited (“Docon”)**

Dear Sirs,

Docon had filed the following disclosures to the Stock Exchanges under Regulation 31(1) of the SAST Regulations:

- 1) On June 27, 2022 for creation of pledge and encumbrance over equity shares of TTL held by Docon and over equity shares and Compulsorily convertible debentures (“CCD’s”) of Docon held by API Holdings Limited (“API”) for Non-Convertible Debentures (NCD’s) issued by API for an aggregate nominal value of INR 2280,00,00,000/-.

Link to original disclosure: [https://www.bseindia.com/xml-data/corpfilings/AttachHis/89275E4C\\_1EC1\\_4B26\\_999C\\_CFEA3EAF4C1C\\_162649.pdf](https://www.bseindia.com/xml-data/corpfilings/AttachHis/89275E4C_1EC1_4B26_999C_CFEA3EAF4C1C_162649.pdf)

- 2) On September 15, 2022, for extension of the aforesaid pledge and encumbrance to secure additional NCD’s for an aggregate nominal value of INR 396,00,00,000/- issued/ to be issued by API from time to time.

Link to original disclosure: [https://www.bseindia.com/xml-data/corpfilings/AttachHis/50FDE5AD\\_0FB0\\_4523\\_AC1E\\_B6B1F2F8A51C\\_111622.pdf](https://www.bseindia.com/xml-data/corpfilings/AttachHis/50FDE5AD_0FB0_4523_AC1E_B6B1F2F8A51C_111622.pdf)

- 3) On October 04, 2022, on account of partial redemption of NCD’s issued by API to the tune of INR 198,00,00,000/-.

Link for original disclosure: [https://www.bseindia.com/xml-data/corpfilings/AttachHis/67E77DE7\\_8905\\_4BD8\\_8CFC\\_34BED0503A6A\\_151921.pdf](https://www.bseindia.com/xml-data/corpfilings/AttachHis/67E77DE7_8905_4BD8_8CFC_34BED0503A6A_151921.pdf)

By way of this disclosure, the abovementioned disclosures are being revised to specifically include name of debenture holders (and not only the debenture trustee) in whose favour the pledge and encumbrance was created and also to specify the reasons of encumbrance separately which was previously covered in section, “Name of the entity in whose favor shares encumbered”. Please note that there is no change in any other details in the disclosures filed

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previously. Please note that Goldman Sachs India AIF Scheme – 1, Goldman Sachs India Alternative Investment Trust AIF Scheme-2 and EvolutionX Debt Capital Master Fund 1 Pte. Ltd are the current debenture holders. However, given that these debentures are tradeable instruments, the holders of such debentures may change from time to time.

The revised disclosures under Regulation 31(1) of SAST for each of the above events attached herewith as Annexure – I, II & III for events specified in point 1, 2 & 3 respectively.

Thanking you

Yours faithfully

**For Docon Technologies Private Limited**



**Hardik Dedhia**  
**Director**  
**DIN: 06660799**



**Enclosed: As stated above.**

## ANNEXURE – I

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 (“TTL”)
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	June 27, 2022
Name of the promoter or PAC on whose share’s encumbrance has been created/ <del>released</del> / <del>invoked</del>	Promoter - Docon Technologies Private Limited (“Docon”) PAC - API Holdings Limited (“API”)
Details of the creation/ <del>invocation</del> / <del>release</del> of encumbrance:	June 23, 2022

### 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[(1)-(3)]}	
	Number	% of total share capital	Number	% of total share capital	Type of event (creation / release / invocation)	Date of creation/ <del>invocation</del> / <del>release</del> 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
<b>Promoter Docon</b> Technologies Private Limited (“Docon”)	3,76,56,092	71.18	Nil	Nil	Creation	June 23, 2022	Creation of Pledge and Encumbrance by way of (i) an event of default in case Docon ceases to directly or indirectly exercise Control <sup>1</sup> over Thyrocare	For provision of security in relation to issuance of unlisted, unrated,	3,76,56,092	71.18	Shares are being pledged in favour of Vistra ITCL (India) Limited (as Debenture Trustee for non-	3,76,56,092	71.18

<sup>1</sup> “Control” means, with respect to a Person, cumulatively all of the following:

- (a) the right to appoint majority of the directors in such Person; and
- (b) the right to control the management or policy decisions of such Person including by virtue of shareholding or management rights or shareholders agreements or voting agreements or in any other manner.

							Technologies Limited; and (ii) restriction on change in capital structure of TTL (to the extent of the shareholding of TTL held by Docon)	secured, redeemable, NCDs by API Holdings Ltd for an aggregate nominal value of INR 2280,00,000 in 2 tranches			convertible debentures of aggregate nominal value of INR 2280,00,000/- issued by API to		
<b>PAC – API Holdings Limited (“API”)</b>	1,42,53,118 shares and 4,33,367 compulsory convertible debentures <sup>3</sup> (being shares and compulsory convertible debentures held by API in Docon)	100	Nil	Nil	Creation	June 23, 2022	Creation of Pledge; and Encumbrance by way of: (i) an event of default in case API ceases to directly or indirectly exercise of Control <sup>4</sup> over Docon; and (ii) restriction on change in capital structure of TTL or Docon (to the extent of the shareholding of TTL held by Docon and the shareholding of Docon held by API, respectively).	value of INR 2280,00,000 in 2 tranches	1,42,53,118 shares and 4,33,367 compulsory convertible debentures	100	Goldman Sachs India AIF Scheme – 1 and Goldman Sachs India Alternative Investment Trust AIF Scheme – 2 and their assignees, novates and transferees.) <sup>2</sup>	1,42,53,118 shares and 4,33,367 compulsory convertible debentures	100

For Docon Technologies Private Limited



**Hardik Dedhia**  
Director

DIN: 06660799

Place: Mumbai

Date: November 23, 2022



<sup>2</sup> Goldman Sachs India AIF Scheme – 1 and Goldman Sachs India Alternative Investment Trust AIF Scheme-2 are the current debenture holders. However, given that these debentures are tradeable instruments, the holders of such debentures may change from time to time.

<sup>3</sup> 1 (one) share is held by Mr. Hardik Dedhia jointly with API

<sup>4</sup> “Control” means, with respect to a Person, cumulatively all of the following:

- the right to appoint majority of the directors in such Person; and
- the right to control the management or policy decisions of such Person including by virtue of shareholding or management rights or shareholders agreements or voting agreements or in any other manner.



## ANNEXURE – II

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 (“TTL”)
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	September 15, 2022
Name of the promoter or PAC on whose share’s encumbrance has been created/ <del>released</del> / <del>invoked</del>	Promoter - Docon Technologies Private Limited (“Docon”) PAC - API Holdings Limited (“API”)
Details of the creation/ <del>invocation</del> / <del>release</del> of encumbrance*:	September 13, 2022

*\*modification in disclosures relating to extension of existing pledge/encumbrance created on June 23, 2022 to now also secure additional debenture for an aggregate nominal value of INR 396 Cr issued and/ or to be issued by API*

### 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)]}	
	Number	% of total share capital	Number	% of total share capital	Type of event (creation / release / invocation)	Date of creation/ <del>invocation</del> / <del>release</del> 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
Promoter Docon Technologies Private Limited (“Docon”)	3,76,56,092	71.14	3,76,56,092	71.14	Creation	September 13, 2022	Creation of Pledge and Encumbrance by way of (i) an event of default in case Docon ceases to directly	To extend the existing pledge and encumbrance in favour of debenture	3,76,56,092 <sup>2</sup>	71.14	Shares already pledged in favour of Vistra ITCL (India) Limited (as Debenture	3,76,56,092	71.14

<sup>2</sup> On and from September 13, 2022, the existing security package has also been extended to secure additional debenture for an aggregate nominal value of INR 396,00,00,000/- issued/ to be issued by API from time to time. Please note that the total number of shares pledged (pre and post) has not undergone a change and the total number of shares pledged continues to remain the same.

							or indirectly exercise Control <sup>1</sup> over Thyrocare Technologies Limited; and (ii) restriction on change in capital structure of TTL (to the extent of the shareholding of TTL held by Docon)	trustee to now also secure additional debenture for an aggregate nominal value of INR 396 Cr issued and/ or to be issued by API			Trustee for non-convertible debentures of aggregate nominal value of INR 2280,00,00,000/- issued by API to Goldman Sachs India AIF Scheme – 1 and Goldman Sachs India Alternative		
<b>PAC - API Holdings Limited ("API")</b>	1,42,53,118 shares and 4,33,367 compulsory convertible debentures <sup>4</sup> (being shares and compulsory convertible debentures held by API in Docon)	100	1,42,53,118 shares and 4,33,367 compulsory convertible debentures	100	Creation	September 13, 2022	Creation of Pledge; and Encumbrance by way of: (i) an event of default in case API ceases to directly or indirectly exercise of Control <sup>5</sup> over Docon; and (ii) restriction on change in capital structure of TTL or Docon (to the extent of the		1,42,53,118 shares and 4,33,367 compulsory convertible debentures <sup>6</sup>	100	Investment Trust AIF Scheme – 2 and their assignees, novates and transferees) <sup>3</sup> have been extended to secure additional debentures of aggregate nominal value of INR	1,42,53,118 shares and 4,33,367 compulsory convertible debentures	100

<sup>1</sup> "Control" means, with respect to a Person, cumulatively all of the following:

- (a) the right to appoint majority of the directors in such Person; and
- (b) the right to control the management or policy decisions of such Person including by virtue of shareholding or management rights or shareholders agreements or voting agreements or in any other manner.

<sup>3</sup> *Goldman Sachs India AIF Scheme – 1, Goldman Sachs India Alternative Investment Trust AIF Scheme-2 and EvolutionX Debt Capital Master Fund 1 Pte. Ltd are the current debenture holders. However, given that these debentures are tradeable instruments, the holders of such debentures may change from time to time.*

<sup>4</sup> 1 (one) share is held by Mr. Hardik Dedhia jointly with API

<sup>5</sup> "Control" means, with respect to a Person, cumulatively all of the following:

- (a) the right to appoint majority of the directors in such Person; and
- (b) the right to control the management or policy decisions of such Person including by virtue of shareholding or management rights or shareholders agreements or voting agreements or in any other manner.

<sup>6</sup> On and from September 13, 2022, the existing security package has also been extended to secure additional debenture for an aggregate nominal value of INR 396,00,00,000/- issued/ to be issued by API from time to time. Please note that the total number of shares and CCD's pledged (pre and post) has not undergone a change and the total number shares and CCD's pledged continues to remain the same.

							shareholding of TTL held by Docon and the shareholding of Docon held by API, respectively).				396,00,00,000/- issued/ to be issued by API from time to time to EvolutionX Debt Capital Master Fund 1 Pte. Ltd and their assignees, novates and transferees) <sup>3</sup> .		
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**For Docon Technologies Private Limited**



**Hardik Dedhia**  
**Director**  
**DIN: 06660799**



**Place: Mumbai**  
**Date: November 23, 2022**

<sup>3</sup> Goldman Sachs India AIF Scheme – 1, Goldman Sachs India Alternative Investment Trust AIF Scheme-2 and EvolutionX Debt Capital Master Fund 1 Pte. Ltd are the current debenture holders. However, given that these debentures are tradeable instruments, the holders of such debentures may change from time to time.

### ANNEXURE – III

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 (“TTL”)
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	October 04, 2022
Name of the promoter or PAC on whose share’s encumbrance has been created/ <del>released</del> / <del>invoked</del>	Promoter - Docon Technologies Private Limited (“Docon”) PAC - API Holdings Limited (“API”)
Details of the creation/ <del>invocation</del> / <del>release</del> of encumbrance*:	September 30, 2022

*\*modification in disclosures relating to pledge/encumbrance created on June 23, 2022 as a result of partial redemption of debentures issued by API to Goldman Sachs India AIF Scheme – 1 and Goldman Sachs India Alternative Investment Trust AIF Scheme – 2 and their assignees, novates and transferees*

#### 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)]}	
	Number	% of total share capital	Number	% of total share capital	Type of event (creation / release / invocation)	Date of creation/ <del>invocation</del> / <del>release</del> 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
<b>Promoter Docon</b> Technologies Private Limited (“Docon”)	3,76,56,092	71.14	3,76,56,092	71.14	Creation	September 30, 2022	Pledge and Encumbrance by way of (i) an event of default in case Docon ceases to directly or indirectly	Pledge and encumbrance for NCDs issued/to be issued by API Holdings Limited from	3,76,56,092 <sup>2</sup>	71.14	Shares have been pledged in favour of Vistra ITCL (India) Limited [as Debenture Trustee for non-convertible	3,76,56,092	71.14

<sup>2</sup> On and from September 30, 2022, the existing security package stands reduced by an aggregate nominal value of INR 198,00,00,000/- as a result of partial redemption of debentures issued by API to Goldman Sachs India AIF Scheme – 1 and Goldman Sachs India Alternative Investment Trust AIF Scheme – 2 and their assignees, novates and transferees . Please note that the total number of shares pledged (pre and post) has not undergone a change and the total number of shares pledged continues to remain the same.]



							exercise Control <sup>1</sup> over Thyrocare Technologies Limited; and (ii) restriction on change in capital structure of TTL (to the extent of the shareholding of TTL held by Docon)	time to time for an aggregate nominal value of INR 2478,00,00,000 (as reduced on account of partial redemption)			debentures of aggregate nominal value of INR 2082,00,00,000/- as reduced on account of partial redemption for an aggregate nominal value of an aggregate nominal value of		
<b>PAC - API Holdings Limited ("API")</b>	1,42,53,118 shares and 4,33,367 <sup>4</sup> compulsory convertible debentures (being shares and compulsory convertible debentures held by API in Docon)	100	1,42,53,118 shares and 4,33,367 compulsory convertible debentures	100	Creation	September 30, 2022	Pledge and Encumbrance by way of: (i) an event of default in case API ceases to directly or indirectly exercise of Control <sup>5</sup> over Docon; and (ii) restriction on change in capital structure of TTL or Docon (to the extent of the shareholding of TTL held by Docon and the		1,42,53,118 shares and 4,33,367 compulsory convertible debentures <sup>6</sup>	100	INR 198,00,00,000 ("Existing Debentures") issued by API to Goldman Sachs India AIF Scheme – 1 and Goldman Sachs India Alternative Investment Trust AIF Scheme – 2 and their assignees, novates and transferees <sup>3</sup> and additional debentures of	1,42,53,118 shares and 4,33,367 compulsory convertible debentures	100

<sup>1</sup> "Control" means, with respect to a Person, cumulatively all of the following:

- the right to appoint majority of the directors in such Person; and
- the right to control the management or policy decisions of such Person including by virtue of shareholding or management rights or shareholders agreements or voting agreements or in any other manner.

<sup>3</sup> Goldman Sachs India AIF Scheme – 1, Goldman Sachs India Alternative Investment Trust AIF Scheme-2 and EvolutionX Debt Capital Master Fund 1 Pte. Ltd are the current debenture holders. However, given that these debentures are tradeable instruments, the holders of such debentures may change from time to time.

<sup>4</sup> 1 (one) share is held by Mr. Hardik Dedhia jointly with API

<sup>5</sup> "Control" means, with respect to a Person, cumulatively all of the following:

- the right to appoint majority of the directors in such Person; and
- the right to control the management or policy decisions of such Person including by virtue of shareholding or management rights or shareholders agreements or voting agreements or in any other manner.

<sup>6</sup> On and from September 30, 2022, the existing security package stands reduced to the extent of partial redemption of debentures issued by API to Goldman Sachs India AIF Scheme – 1 and Goldman Sachs India Alternative Investment Trust AIF Scheme – 2 and their assignees, novates and transferees to the tune of aggregate nominal value of INR 198,00,00,000/-. Please note that the total number of shares and CCD's pledged (pre and post) has not undergone a change and the total number of shares and CCD's pledged continues to remain the same.

							shareholding of Docon held by API, respectively).				aggregate nominal value of INR 396,00,00,000/- ("Additional Debentures") issued/ to be issued by API from time to time to EvolutionX Debt Capital Master Fund 1 Pte. Ltd and their assignees, novates and transferees <sup>3]</sup>	
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Yours faithfully  
**For Docon Technologies Private Limited**



**Hardik Dedhia**  
**Director**  
**DIN: 06660799**



**Place: Mumbai**  
**Date: November 23, 2022**

<sup>3</sup> Goldman Sachs India AIF Scheme – 1, Goldman Sachs India Alternative Investment Trust AIF Scheme-2 and EvolutionX Debt Capital Master Fund 1 Pte. Ltd are the current debenture holders. However, given that these debentures are tradeable instruments, the holders of such debentures may change from time to time.