

1. Department of Corporate Services,
BSE Limited
Floor 25, P J Towers,
Dalal Street,
Mumbai - 400 001
2. National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051
3. CC: Indegene Limited
Aspen G4, 3rd Floor,
Manyata Embassy Business Park
Outer Ring Road, Nagawara,
Bengaluru- 560 045

14 June 2024

Sub: Disclosure under Regulation 29(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

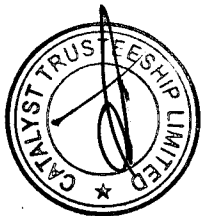
Dear Sir/Ma'am,

Enclosed is a disclosure by Catalyst Trusteeship Limited under Regulation 29 (1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (the "**Takeover Code**").

A facility agreement dated 5 April 2022, as amended from time to time ("**Facility Agreement**") has been entered into between, *inter-alia*, CA Dawn Investments (as borrower) ("**CA Dawn**") and certain lenders for the purpose of availing a facility ("**Facility**") by CA Dawn. CA Dawn holds 34,739,187 equity shares ("**Shares**"), constituting 14.52% of the issued and paid-up share capital of Indegene Limited (the "**Target Company**"). In connection with the Facility, a pledge has been created by CA Dawn over the Shares held by CA Dawn in the Target Company.

This disclosure is in respect of such encumbrance by way of pledge over the Shares, created by CA Dawn in favour of Catalyst Trusteeship Limited (acting in the capacity of the Security Agent) for the benefit of certain lenders.

Separately: (a) security has been created on all the shares of CA Dawn held by CA Arch Investments ("**CA Arch**"), being the parent company of CA Dawn in favour of Deutsche Bank AG, Singapore Branch (acting in the capacity of offshore security agent) for the benefit of the lenders pursuant to a share charge dated 5 April 2022; and (b) restrictions have been placed on CA Dawn in relation to the Shares held by it in the Target Company. A separate disclosure was filed by Deutsche Bank AG, Singapore Branch in relation to the foregoing on 15 May 2024. The same Shares are also being disclosed as being encumbered pursuant to this disclosure.



CATALYST TRUSTEESHIP LIMITED

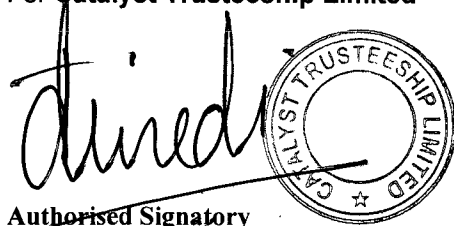
Registered Office : GDA House, Plot No. 85, Bhusari Colony (Right), Paud Road, Pune - 411 038 Tel : +91 (20) 6680 7200
Delhi Office : 910-911, 9th Floor, Kailash Building, 26 Kasturba Gandhi Marg, New Delhi - 110 001 Tel : +91 (11) 4302 9101/02
Corporate Office : 901, 9th Floor, Tower-B, Peninsula Business Park, Senapati Bapat Marg, Lower Parel (W), Mumbai - 400013
Tel : +91 (22) 4922 0555 Fax : +91 (22) 4922 0505
CIN No. U74999PN1997PLCT10262 Email : dt@cttrustee.com Website : www.catalysttrustee.com

An ISO: 9001 Company

We also wish to clarify that as at the date of this disclosure made pursuant to Regulation 29(1) of the Takeover Code, we do not hold any beneficial interest in the Shares and the Shares have been pledged in our favour in our capacity as pledgee.

Yours faithfully,

For **Catalyst Trusteeship Limited**



Authorised Signatory

Name: Deesha Srikanth

Designation: Vice President

Place: Mumbai

Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A - Details of the Acquisition

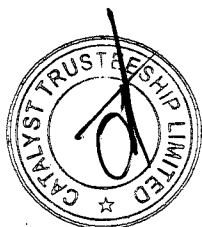
Name of the Target Company (TC)	Indegene Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Catalyst Trusteeship Limited acting in its capacity as the onshore security agent for Lenders (as defined below) to CA Dawn Investments under the Facility Agreement (as defined below).		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable(*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of acquirer along with PACs of:	Nil	Nil	Nil
(a) Shares carrying voting rights	Nil	Nil	Nil
(b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
(c) Voting rights (VR) otherwise than by equity shares	Nil	Nil	Nil
(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)	Nil	Nil	Nil
(e) Total (a+b+c+d)	Nil	Nil	Nil
Details of acquisition	Nil	Nil	Nil
(a) Shares carrying voting rights acquired	Nil	Nil	Nil
(b) VRs acquired otherwise than by equity shares	Nil	Nil	Nil



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(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	Nil	Nil	Nil
(d) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	34,739,187	14.52	Nil
(e) Total (a+b+c+/-d)	34,739,187	14.52	Nil
After the acquisition, holding of acquirer along with PACs of:	Nil	Nil	Nil
(a) Shares carrying voting rights			
(b) VRs otherwise than by equity shares	Nil	Nil	Nil
(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) after acquisition	Nil	Nil	Nil
(d) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)#	34,739,187	14.52	Nil
(e) Total (a+b+c+d)	34,739,187	14.52	Nil
Mode of acquisition (e.g. open market/public issue/rights issue/preferential allotment/inter se transfer/encumbrance, etc.)	Creation of encumbrance. Please see note # below.		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Not applicable		
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/ any other instrument	13 June 2024 (date of creation of encumbrance)		



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that entitles the acquirer to receive shares in the TC.	
Equity share capital / total voting capital of the TC before the said acquisition	23,92,68,909 equity shares of the TC (as per the shareholding pattern for the quarter ended 31 March 2024, as publicly disclosed by the TC)
Equity share capital/ total voting capital of the TC after the said acquisition	23,92,68,909 equity shares of the TC (as per the shareholding pattern for the quarter ended 31 March 2024, as publicly disclosed by the TC)
Total diluted share/voting capital of the TC after the said acquisition	23,92,68,909 equity shares of the TC (as per the shareholding pattern for the quarter ended 31 March 2024, as publicly disclosed by the TC)

Note-#

1. CA Dawn Investments (the "**Borrower**") is a shareholder in Indegene Limited (the "**Target Company**") and has entered into a facility agreement dated 5 April 2022, as amended from time to time ("**Facility Agreement**"), pursuant to which the Borrower has availed a loan facility (the "**Facility**") from certain lenders ("**Lenders**"), being Deutsche Bank AG, Singapore Branch and Barclays Bank PLC as at the date of this disclosure.
2. The Borrower has created a pledge over Shares that the Borrower holds in the Target Company in favour of Catalyst Trusteeship Limited (the "**Security Agent**") acting as the onshore security agent for the Lenders. Security interest has also been created over the shares of the Borrower in connection with the Facility.
The Security Agent is holding the share pledge over the shares that the Borrower holds in the Target Company for the benefit of the Lenders.
3. In terms of Regulation 29 (1) read with Regulation 29 (4) of the Takeover Code, encumbrance over shares (including shares that are encumbered by way of pledge) shall be treated as an acquisition. Accordingly, this disclosure is being made in respect of the encumbrance created by the Borrower over the equity shares of the Target Company, including the pledge in favour of the Security Agent for the benefit of the Lenders under the Facility as described above.

For Catalyst Trusteeship Limited



 Authorised Signatory
 Name: Deesha Srikkanth
 Designation: Vice President
 Place: Mumbai

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