

SHANGHVI FINANCE PRIVATE LIMITED

Regd. Office: F.P 145, Ram Mandir Road, Vile Parle (East), Mumbai – 400 057

CIN - U65910MH1989PTC053111, Tel.: 022-43242149

Date: 26.02.2019

1. National Stock Exchange of India Ltd,
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex,
Bandra (East), Mumbai – 400 051.

2. BSE Limited,
Market Operations Dept.
P. J. Towers, Dalal Street,
Mumbai - 400 001.

Scrip Name: SUNPHARMA

Scrip Code: 524715

Dear Sirs,

Sub: Disclosure under Regulation 31(1) and 31(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Ref: Sun Pharmaceutical Industries Limited

With reference to the abovementioned subject, kindly note the following transactions took place in respect of shares of Sun Pharmaceutical Industries Limited:

- i. Pledge of 57,50,000 (Fifty Seven Lakh Fifty Thousand) equity shares by Shanghvi Finance Private Limited on 18th February 2019 in favour of Standard Chartered Investments and Loans (India) Limited (who is the Lender) as a security for loan availed by the Third party.
- ii. Pledge of 40,00,000 (Forty Lakh) equity shares by Shanghvi Finance Private Limited on 18th February 2019 in favour of Standard Chartered Investments and Loans (India) Limited (who is the Lender) as a security for loan availed by the Third party.
- iii. Pledge of 87,50,000 (Eighty Seven Lakh Fifty Thousand) equity shares by Shanghvi Finance Private Limited on 21st February 2019 in favour of IDBI Trusteeship Services Limited as a trustee for scheme managed by Kotak Mahindra Mutual Fund (who is the Lender) in respect of Commercial Papers issued by Third party.
- iv. Pledge of 43,75,000 (Forty Three Lakh Seventy Five Thousand) equity shares by Shanghvi Finance Private Limited on 22nd February 2019 in favour of IDBI Trusteeship Services Limited as a trustee for scheme managed by Kotak Mahindra Mutual Fund (who is the Lender) in respect of Commercial Papers issued by Third party.
- v. Pledge of 41,57,000 (Forty One Lakh Fifty Seven Thousand) equity shares by Shanghvi Finance Private Limited on 22nd February 2019 in favour of IDBI Trusteeship Services Limited as a trustee for scheme managed by Kotak Mahindra Mutual Fund (who is the Lender) in respect of Commercial Papers issued by Third party.
- vi. Release of Pledge of 87,50,000 (Eight Seven Lakh Fifty Thousand) equity shares by Shanghvi Finance Private Limited on 25th February 2019 which was created in favour of IDBI Trusteeship Services Limited as a trustee for scheme managed by Kotak Mahindra Mutual Fund (who was the lender) in respect of Commercial Papers issued by Third party.



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Enclosed herewith please find the disclosure in the prescribed format which is required to be made under Regulation 31(1) and Regulation 31(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Thanking you,

Yours faithfully,

✈ For and on behalf of

Shanghvi Finance Private Limited,



Mangesh Tahmane

Director

DIN: 00005753

Encl: As above



CC to: Compliance Officer
Sun Pharmaceutical Industries Limited,
SPARC, Tandalja, Vadodara
Gujarat – 390 020.

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) | Sun Pharmaceutical Industries Limited |
| Names of the Stock Exchanges where the shares of the target company are listed | BSE Limited (BSE) National Stock Exchange of India Limited (NSE) |
| Date of reporting | 26.02.2019 |
| Name of the promoter or PAC on whose shares encumbrance has been created/released/invoked | Shanghvi Finance Private Limited |
| 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)]} | |
|---|--|--------------------------|---|--------------------------|---|--|---|--------------------------|---------------|--------------------|---|---|--------------------------|
| | No. of shares | % of total 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) | Reasons for encumbrance* | No. of shares | % of Share capital | Name of the entity in whose favor shares encumbered | No. of shares | % of total share capital |
| Dilip Shantilal Shanghvi | 230,285,690 | 9.60 | 0 | 0.00 | NA | NA | NA | NA | NA | NA | NA | 0 | 0.00 |
| Shanghvi Finance Private Limited ¹ | 95,97,72,578 ¹ | 40.00 ¹ | Annexure-1 | | | | | | | 7,89,34,700 | 3.29 | | |
| VibhaDilip Shanghvi | 8,840,280 | 0.37 | 0 | 0.00 | NA | NA | NA | NA | NA | NA | NA | 0 | 0.00 |
| KumudShantilal Shanghvi | 199,465 | 0.01 | 1,00,000 | 0.01 | NA | NA | NA | NA | NA | NA | NA | 1,00,000 | 0.01 |



| | | | | | | | | | | | | | |
|---|------------|------|----------------------|------|----|----|----|----|----|----|----|----------------------|------|
| AalokDilip Shanghvi | 2,877,280 | 0.12 | 0 | 0.00 | NA | NA | NA | NA | NA | NA | NA | 0 | 0.00 |
| VidhiDilip Shanghvi | 2,822,427 | 0.12 | 0 | 0.00 | NA | NA | NA | NA | NA | NA | NA | 0 | 0.00 |
| Kumud S. Shanghvi Trustee of Shanghvi Family & Friends Benefit Trust | 1,276,774 | 0.05 | 0 | 0.00 | NA | NA | NA | NA | NA | NA | NA | 0 | 0.00 |
| Flamboyawer Finance Private Limited | 20,865 | 0.00 | 0 | 0.00 | NA | NA | NA | NA | NA | NA | NA | 0 | 0.00 |
| Shanghvi Properties Private Limited | 15,479 | 0.00 | 0 | 0.00 | NA | NA | NA | NA | NA | NA | NA | 0 | 0.00 |
| Gujarat Sun Pharmaceutical Industries Private Limited | 14,362 | 0.00 | 0 | 0.00 | NA | NA | NA | NA | NA | NA | NA | 0 | 0.00 |
| Raksha Sudhir Valia – Person acting in concert | 33,830,352 | 1.41 | 2,20,40,000 | 0.93 | NA | NA | NA | NA | NA | NA | NA | 2,20,40,000 | 0.93 |
| Sudhir V.Valia | 14,345,019 | 0.60 | 0 | 0.00 | NA | NA | NA | NA | NA | NA | NA | 0 | 0.00 |
| AdityaMedisale s Limited | 40,153,960 | 1.67 | 0 | 0.00 | NA | NA | NA | NA | NA | NA | NA | 0 | 0.00 |
| Unimed Investments Limited | 10,400,850 | 0.43 | 0 | 0.00 | NA | NA | NA | NA | NA | NA | NA | 0 | 0.00 |
| Following Promoter Group persons/entities have been re-classified from Promoter Group Category to Public Category vide Receipt of approval from National StockExchange of India Limited on October 7, 2016and BSE Limited on October 10, 2016, for reclassification of shares under Regulation 31A(7) of the SEBI (Listing Obligations& Disclosure Requirements) Regulations, 2015. | | | | | | | | | | | | | |
| JayantShantilal Sanghvi | 2,520,503 | 0.11 | 2520503 ² | 0.11 | NA | NA | NA | NA | NA | NA | NA | 2520503 ² | 0.11 |



| | | | | | | | | | | | | | |
|--|-----------|-------|---------------------|-------|----|----|----|----|----|----|----|---------------------|-------|
| Varsha Kiran Doshi | 321,138 | 0.01 | 0 | 0.00 | NA | NA | NA | NA | NA | NA | NA | 0 | 0.00 |
| DiptiNirmalModi | 227,270 | 0.01 | 0 | 0.00 | NA | NA | NA | NA | NA | NA | NA | 0 | 0.00 |
| KiritValia | 1,277,952 | 0.05 | 12,69,000 | 0.05 | NA | NA | NA | NA | NA | NA | NA | 12,69,000 | 0.05 |
| KiritValia HUF | 38 | 0.00 | 0 | 0.00 | NA | NA | NA | NA | NA | NA | NA | 0 | 0.00 |
| JitendraVrunda vandasValia | 466710 | 0.01 | 24000 | 0.00 | NA | NA | NA | NA | NA | NA | NA | 24000 | 0.00 |
| Jitendra V Valia (HUF) | 146,960 | 0.00 | 0 | 0.00 | NA | NA | NA | NA | NA | NA | NA | 0 | 0.00 |
| Ajay VrundavandasValia | 16010 | 0.00 | 0 | 0.00 | NA | NA | NA | NA | NA | NA | NA | 0 | 0.00 |
| Pratham Investments (held on behalf of the firm by its partners) | 629127 | 0.026 | 587079 ³ | 0.024 | NA | NA | NA | NA | NA | NA | NA | 587079 ³ | 0.024 |

1- Pursuant to Scheme of Amalgamation, Shanghvi Finance Private Limited ("SFPL"), who is a part of the Promoter Group of the Company, has w.e.f. 23.10.2018 acquired 95,94,89,975 Equity Shares of the Target Company representing 39.99% of the total paid-up equity share capital of the Company from 11 Transferor Companies namely 1) Viditi Investment Private Limited; 2) Tejaskiran Pharmachem Industries Private Limited; 3) Quality Investment Private Limited; 4) Family Investment Private Limited; 5) Virtuous Share Investments Private Limited; 6) Virtuous Finance Private Limited; 7) Sholapur Organics Private Limited; 8) Jeevanrekha Investrade Private Limited; 9) Package Investrade Private Limited; 10) Asawari Investment and Finance Private Limited; and 11) Nirmat Exports Private Limited which were forming part of the promoter group of the Company and were collectively holding the aforementioned equity shares of the Company.



2-Out of these shares, 919052 shares have been furnished to brokers as margin.
3 - Out of these shares, 569127 shares have been furnished to brokers as margin

For and on behalf of
Shanghvi Finance Private Limited,



Mangesh Tahmane
Director
DIN: 00005753



Place: Mumbai
Date: 26.02.2019

*The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not. ** For example, for the purpose of collateral for loans taken by the company, personal borrowing, third party pledge, etc.
***This would include name of both the lender and the trustee who may hold shares directly or on behalf of the lender.

Annexure-1

| 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)] | |
|---|--|--------------------------|---|--------------------------|---|---|--|--|---------------|--------------------|--|--|--------------------------|
| | No. of shares | % of total 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) | Reasons for encumbrance** | No. of shares | % of Share capital | Name of the entity in whose favor shares encumbered** | No. of Shares | % of total share capital |
| Shanghvi Finance Pvt Ltd | 95,97,72,578 ¹ | 40.00 ¹ | 6,06,52,700 | 2.53 | Pledge of Shares | 18.02.2019 | Pledge of Shares | Pledge of shares as a security towards loan availed by Third party | 57,50,000 | 0.24 | Pledge of shares in favour of Standard Chartered Investments and Loans (India) Limited (Who is the Lender) as a security for loan availed by Third party | 6,64,02,700 | 2.77 |



| | | | | | | | | | | | | | |
|--------------------------|---------------------------|--------------------|-------------|------|------------------|------------|------------------|--|-----------|------|--|-------------|------|
| Shanghvi Finance Pvt Ltd | 95,97,72,578 ¹ | 40.00 ¹ | 6,64,02,700 | 2.77 | Pledge of Shares | 18.02.2019 | Pledge of Shares | Pledge of shares as a security towards loan availed by Third party | 40,00,000 | 0.17 | Pledge of shares in favour of Standard Chartered Investments and Loans (India) Limited (Who is the Lender) as a security for loan availed by Third party | 7,04,02,700 | 2.93 |
|--------------------------|---------------------------|--------------------|-------------|------|------------------|------------|------------------|--|-----------|------|--|-------------|------|

| | | | | | | | | | | | | | |
|--------------------------|---------------------------|--------------------|-------------|------|------------------|------------|------------------|--|-----------|------|--|-------------|------|
| Shanghvi Finance Pvt Ltd | 95,97,72,578 ¹ | 40.00 ¹ | 7,04,02,700 | 2.93 | Pledge of Shares | 21.02.2019 | Pledge of Shares | Pledge of shares as a security towards Commercial Papers Issuance by Third Party | 87,50,000 | 0.36 | Pledge of shares in favour of IDBI Trusteeship Services Limited as a Trustee for schemes managed by Kotak Mahindra Mutual Fund (Who is the Lender) | 7,91,52,700 | 3.30 |
|--------------------------|---------------------------|--------------------|-------------|------|------------------|------------|------------------|--|-----------|------|--|-------------|------|



| | | | | | | | | | | | | | |
|--------------------------|---------------------------|--------------------|-------------|------|------------------|------------|------------------|--|-----------|------|--|-------------|------|
| Shanghvi Finance Pvt Ltd | 95,97,72,578 ¹ | 40.00 ¹ | 7,91,52,700 | 3.30 | Pledge of Shares | 22.02.2019 | Pledge of Shares | Pledge of shares as a security towards Commercial Papers Issuance by Third Party | 43,75,000 | 0.18 | Pledge of shares in favour of IDBI Trusteeship Services Limited as a Trustee for schemes managed by Kotak Mahindra Mutual Fund (Who is the Lender) | 8,35,27,700 | 3.48 |
| Shanghvi Finance Pvt Ltd | 95,97,72,578 ¹ | 40.00 ¹ | 8,35,27,700 | 3.48 | Pledge of Shares | 22.02.2019 | Pledge of Shares | Pledge of shares as a security towards Commercial Papers Issuance by Third Party | 41,57,000 | 0.17 | Pledge of shares in favour of IDBI Trusteeship Services Limited as a Trustee for schemes managed by Kotak Mahindra Mutual Fund (Who is the Lender) | 8,76,84,700 | 3.65 |



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|--------------------------|---------------------------|--------------------|-------------|------|-----------------------------|------------|-----------------------------|---|-----------|------|--|-------------|------|
| Shanghvi Finance Pvt Ltd | 95,97,72,578 ¹ | 40.00 ¹ | 8,76,84,700 | 3.65 | Release of Pledge of Shares | 25.02.2019 | Release of Pledge of Shares | Release of Pledge of shares as a security towards Commercial Papers Issuance by Third Party | 87,50,000 | 0.36 | Release of Pledge of shares which was created in favour of IDBI Trusteeship Services Limited as a Trustee for schemes managed by Kotak Mahindra Mutual Fund (Who was the Lender) | 7,89,34,700 | 3.29 |
|--------------------------|---------------------------|--------------------|-------------|------|-----------------------------|------------|-----------------------------|---|-----------|------|--|-------------|------|

1- Pursuant to Scheme of Amalgamation, Shanghvi Finance Private Limited ("SFPL"), who is a part of the Promoter Group of the Company, has w.e.f. 23.10.2018 acquired 95,94,89,975 Equity Shares of the Target Company representing 39.99% of the total paid-up equity share capital of the Company from 11 Transferor Companies namely 1) Viditi Investment Private Limited; 2) Tejaskiran Pharmachem Industries Private Limited; 3) Quality Investment Private Limited; 4) Family Investment Private Limited; 5) Virtuous Share Investments Private Limited; 6) Virtuous Finance Private Limited; 7) Sholapur Organics Private Limited; 8) Jeevanrekha Investrade Private Limited; 9) Package Investrade Private Limited; 10) Asawari Investment and Finance Private Limited; and 11) Nirmat Exports Private Limited which were forming part of the promoter group of the Company and were collectively holding the aforementioned equity shares of the Company.

For and on behalf of
Shanghvi Finance Private Limited,



Mangesh Tahmane
Director
DIN: 00005753



Place: Mumbai
Date: 26.02.2019