



June 18, 2024

**Suven Pharmaceuticals Limited**

*Having its registered office at:*

215 Atrium, C Wing, 8th Floor, 819-821,  
Andheri Kurla Road, Chakala, Andheri East,  
Chakala MIDC, Mumbai, Maharashtra, India – 400093

**BSE Limited**

**Department of Corporate Services**

1<sup>st</sup> Floor, New Trading Ring  
Rotunda Building  
P.J. Tower  
Dalal Street, Fort  
Mumbai – 400 001

**The National Stock Exchange of India Limited**

**Listing Department**

Exchange Plaza, 5<sup>th</sup> Floor  
Plot No. C/1, G-Block  
Bandra Kurla Complex  
Bandra (East)  
Mumbai – 400 051

Dear Sir,

**Sub: Disclosure under Regulation 29(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to encumbrance with respect to shares of Suven Pharmaceuticals Limited (“Target Company”).**

Please find attached the disclosure under Regulation 29(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“**Takeover Regulations**”). With reference to the captioned subject and in accordance with Regulation 29(1) of the Takeover Regulations, this is to inform you that:

1. Berhyanda Limited (a promoter of the Target) has by way of covenants under a notes purchase agreement dated May 29, 2024 (“**Notes Purchase Agreement**”), agreed to certain restrictions/requirements which are in the nature of encumbrance with respect to disposal of 12,75,39,592 (50.10%) equity shares of the Target Company held by Berhyanda Limited (which became effective on June 18, 2024), including the maintenance of certain financial ratios and restrictions on disposal and creation of any security on the shareholding of Berhyanda Limited in the Target Company (other than as permitted under the Notes Purchase Agreement); and

**CSCGlobal Capital Markets (Singapore) Pte. Ltd.**

**UEN No: 200311619C**

**GST Registration No: 200311619C**

77 Robinson Road, #13-00 Robinson 77, Singapore 068896



2. Berhyanda Midco Limited (“**Parent**”) has:
- (a) by way of covenants under the Notes Purchase Agreement (for the benefit of the finance parties), agreed not to dispose of any shares of Berhyanda Limited held by it and to restrictions on creation of any security on its shareholding in Berhyanda Limited (in each case other than as permitted under the Notes Purchase Agreement); and
  - (b) pursuant to the deed of pledge and charge of shares and share certificates (“**Share Pledge**”) dated June 12, 2024 entered into between the Parent as the chargor and CSCGlobal Capital Markets (Singapore) Pte. Ltd (“**Security Agent**”) (which became effective on June 18, 2024), created a pledge on its entire shareholding in Berhyanda Limited in favour of the Security Agent and has agreed not to (i) dispose of any shares of Berhyanda Limited held by it and/or (ii) create any security on any of its shareholding in Berhyanda Limited (in each case other than as permitted under the Notes Purchase Agreement and the Share Pledge).

Accordingly, this disclosure is being made in respect of the encumbrance in favour of the Security Agent pursuant to the Notes Purchase Agreement and the Share Pledge as specified above in terms of Regulation 29(1) read with Regulation 29(4) of the Takeover Regulations.

Yours faithfully,  
For and on behalf of  
**CSCGlobal Capital Markets (Singapore) Pte. Ltd**  
**(as Security Agent)**

A handwritten signature in blue ink, appearing to read "Annita Yeo Shiao Lian".

**Annita Yeo Shiao Lian**  
Authorised Signatory

A handwritten signature in blue ink, appearing to read "Lin Jian-Huei".

**Lin Jian-Huei**  
Authorised Signatory



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

**Part A - Details of the Acquisition**

Name of the Target Company (TC)	Suven Pharmaceuticals Limited (“ <b>Target Company</b> ”/ “ <b>TC</b> ”)		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	CSCGlobal Capital Markets (Singapore) Pte. Ltd., as the security agent acting for the Secured Parties <sup>###</sup> (“ <b>Security Agent</b> ”)		
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 the 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:			
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%

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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			
a) Shares carrying voting rights acquired	Nil	Nil%	Nil%
b) VRs acquired 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) acquired	Nil	Nil%	Nil%
d) Shares in the nature of encumbrance ( <del>pledge/lien/</del> non-disposal <del>undertaking/</del> others)	12,75,39,592 <sup>#</sup>	50.10% <sup>#</sup>	50.10% <sup>#</sup>
e) Total (a+b+c+/-d)	12,75,39,592 <sup>#</sup>	50.10% <sup>#</sup>	50.10% <sup>#</sup>



After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	Nil	Nil%	Nil%
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 ( <del>pledge/lien/</del> non disposal <del>undertaking/</del> others)	12,75,39,592 <sup>#</sup>	50.10% <sup>#</sup>	50.10% <sup>#</sup>
e) Total (a+b+c+d)	12,75,39,592 <sup>#</sup>	50.10% <sup>#</sup>	50.10% <sup>#</sup>
Mode of acquisition (e.g. <del>open market / public issue / rights issue / preferential allotment / inter-se transfer/</del> encumbrance, etc.)	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 that entitles the acquirer to receive shares in the TC.	The encumbrance <sup>#</sup> was created on June 18, 2024.
Equity share capital / total voting capital of the TC before the said acquisition*	25,45,64,956 equity shares of the Target Company (as per the shareholding pattern published on BSE Limited website for quarter ended March 31, 2024).
Equity share capital/ total voting capital of the TC after the said acquisition*	25,45,64,956 equity shares of the Target Company (as per the shareholding pattern published on BSE Limited website for quarter ending March 31, 2024).
Total diluted share/voting capital of the TC after the said acquisition**	25,45,64,956 equity shares of the Target Company (as per the shareholding pattern published on BSE Limited website for quarter ended March 31, 2024).



**Part – B\*\*\***

Name of the Target Company: Suven Pharmaceuticals Limited

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group	PAN of the acquirer and/ or PACs
CSCGlobal Capital Markets (Singapore) Pte. Ltd., acting as the Security Agent for Secured Parties	No	Not Applicable

For and on behalf of  
**CSCGlobal Capital Markets (Singapore) Pte. Ltd.**  
**(as Security Agent)**

**Name: Annita Yeo Shiao Lian**  
Designation: Authorised Signatory  
Place: Singapore  
Date: June 18,2024

**Lin Jian-Huei**  
Authorised Signatory

Note:

(\*) Total share capital/voting capital is taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing agreement.

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(\*\*\*) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

Note#:

1. A notes purchase agreement dated May 29, 2024 (“**Notes Purchase Agreement**”) has been entered into between, *inter alia*, Berhyanda Limited as an issuer, CSCGlobal Capital Markets (Singapore) Pte. Ltd., as agent of the Finance Parties<sup>##</sup> and CSCGlobal Capital Markets (Singapore) Pte. Ltd., as the Security Agent in relation to the term note facilities made available to, *inter alia*, Berhyanda Limited.

**CSCGlobal Capital Markets (Singapore) Pte. Ltd.**

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2. Berhyanda Midco Limited (“**Parent**”) has, pursuant to the deed of pledge and charge of shares and share certificates (“**Share Pledge**”) dated June 12, 2024 entered into between the Parent as the chargor and the Security Agent (which became effective on June 18, 2024), created a pledge on its entire shareholding in Berhyanda Limited in favour of the Security Agent.
3. The following encumbrances have been created pursuant to the Notes Purchase Agreement and the Share Pledge:
  - (a) Berhyanda Limited (a promoter of the Target Company) has by way of covenants under the Notes Purchase Agreement agreed to certain restrictions/requirements which are in the nature of encumbrance with respect to disposal of 12,75,39,592 (50.10%) equity shares of the Target Company held by Berhyanda Limited (which became effective on June 18, 2024 in accordance with the provisions of the Notes Purchase Agreement), including the maintenance of certain financial ratios and restrictions on disposal and creation of any security on the shareholding of Berhyanda Limited in the Target Company other than as permitted under the Notes Purchase Agreement.
  - (b) The Parent has, by way of covenants, under the Notes Purchase Agreement, for the benefit of the Finance Parties<sup>###</sup>, agreed not to dispose of any shares of Berhyanda Limited held by it and to restrictions on creation of any security on its shareholding in Berhyanda Limited, in each case other than as permitted under the Notes Purchase Agreement.
  - (c) The Parent has, pursuant to the Share Pledge, created a pledge on its entire shareholding in Berhyanda Limited in favour of the Security Agent and has agreed not to (i) dispose of any shares of Berhyanda Limited held by it; and/or (ii) create any security on any of its shareholding in Berhyanda Limited, in each case other than as permitted under the Notes Purchase Agreement and the Share Pledge.

Berhyanda Midco Limited does not directly hold any equity shares in the Target Company. Berhyanda Limited is the wholly owned subsidiary of Berhyanda Midco Limited. To clarify, Berhyanda Limited (a promoter of the Target Company) has not created any pledge on the equity shares of the Target Company.

4. In terms of Regulation 29(1) read with Regulation 29(4) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 shares taken by way of encumbrance will be treated as an acquisition. Accordingly, this disclosure is being made in respect of the encumbrance in favour of the Security Agent pursuant to the Notes Purchase Agreement and the Share Pledge as specified above.





*###The list of Finance Parties under the Notes Purchase Agreement as on date is set out below:*

- (a) CSCGlobal Capital Markets (Singapore) Pte. Ltd. (as Agent);*
- (b) CSCGlobal Capital Markets (Singapore) Pte. Ltd. (as Security Agent);*
- (c) West Street Senior Credit Partners III S.à r.l.;*
- (d) West Street Senior Credit Partners III Employee Fund S.à r.l.;*
- (e) West Street Senior Credit Partners III Employee UK Fund S.à r.l.;*
- (f) GLQC II Designated Activity Company;*
- (g) Broad Street Teno Partners, S.à r.l.;*
- (h) West Street Asia Private Credit Partners (O) Pte. Ltd.;*
- (i) West Street MIC Asia Partners Pte. Ltd.;*
- (j) Centaurus Capital LP;*
- (k) OMERS Capital Markets Asia Holdings Pte. Ltd.; and*
- (l) CPPIB Credit Investments Inc.*

*###The list of Secured Parties under the Notes Purchase Agreement as on date is set out below:*

- (a) CSCGlobal Capital Markets (Singapore) Pte. Ltd. (as Agent);*
- (b) CSCGlobal Capital Markets (Singapore) Pte. Ltd. (as Security Agent);*
- (c) West Street Senior Credit Partners III S.à r.l.;*
- (d) West Street Senior Credit Partners III Employee Fund S.à r.l.;*
- (e) West Street Senior Credit Partners III Employee UK Fund S.à r.l.;*
- (f) GLQC II Designated Activity Company;*
- (g) Broad Street Teno Partners, S.à r.l.;*
- (h) West Street Asia Private Credit Partners (O) Pte. Ltd.;*
- (i) West Street MIC Asia Partners Pte. Ltd.;*
- (j) Centaurus Capital LP;*
- (k) OMERS Capital Markets Asia Holdings Pte. Ltd.; and*
- (l) CPPIB Credit Investments Inc.*

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