



Date: 29 February 2024

Deutsche Bank AG (Hong Kong)  
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<b>BSE Limited</b> 25th Floor, P. J. Towers, Dalal Street, Mumbai, Maharashtra – 400001, India	<b>National Stock Exchange of India Limited</b> Exchange Plaza, C-1, Block G. Bandra Kurla Complex, Bandra, East, Mumbai, Maharashtra – 400051, India	<b>Aster DM Healthcare Limited</b> No.1785, Sarjapur Road, Sector -1, Hsr Layout, Ward No.174, Agara Extension, Bangalore, Karnataka – 560102, India
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Dear Sir/ Madam,

**Sub: Disclosure pursuant to Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to Aster DM Healthcare Limited**

Pursuant to the requirements of Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (as amended till date) (“**SAST**”), please find attached the disclosure (as set out in **Annexure A**) in respect of the release of encumbrance over certain equity shares of Aster DM Healthcare Limited, as described in Annexure A.

**Signature of Authorised Signatory**

A handwritten signature in black ink, appearing to be 'Raman Venkatesha Murthy Manu', written over a horizontal line.

Name: RAMANATHAPURA, Prasanna Venkatesha Murthy Manu

Designation: Vice President

Place: Deutsche Bank AG, Hong Kong Branch

Date: 29 February 2024

**Annexure A**

**Disclosures under Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	Aster DM Healthcare Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Deutsche Bank AG, Hong Kong Branch (as the offshore security agent) Deutsche Bank AG, Singapore Branch and Deutsche Bank AG, Mumbai Branch		
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 National Stock Exchange of India Limited		
Details of the acquisition/disposal as follows	Number	% w.r.t. total share/ voting capital wherever applicable (*)	% w.r.t. total diluted share/ voting capital of the TC (**)
<b>Before the acquisition under consideration, holding of:</b>			
a) Share carrying voting rights	NIL	NIL	NIL
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking)	281,794,490	56.41	56.41
c) Voting rights (VR) otherwise than by 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)	281,794,490	56.41	56.41
<b>Details of acquisition/ sale</b>			
a) Shares carrying voting rights acquired/ sold	NIL	NIL	NIL
b) VRs acquired/ sold otherwise than by 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/ sold	NIL	NIL	NIL
d) Shares encumbered/ <del>involved/</del> released by the acquirer	187,082,904	37.45	37.45
e) Total (a+b+c+/-d)	187,082,904	37.45	37.45
<b>After the acquisition/ sale, holding of:</b>			
a) Shares carrying voting rights acquired	NIL	NIL	NIL
b) Shares encumbered with the acquirer	94,711,586	18.96	18.96

c) VRs otherwise than by 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) after acquisition	NIL	NIL	NIL
e) Total (a+b+c+d)	94,711,586	18.96	18.96
Mode of acquisition/ sale (e.g. open market/ off-market/ public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Release of encumbrance (see notes below)		
Date of acquisition of/ sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	27 February 2024		
Equity share capital / total voting capital of the TC before the said acquisition/ sale	499,513,060 equity shares of Rs. 10 each		
Equity share capital/ total voting capital of the TC after the said acquisition/ sale	499,513,060 equity shares of Rs. 10 each		
Total diluted share/voting capital of the TC after the said acquisition	499,513,060 equity shares of Rs. 10 each		

Note 1:

Union Investments Pvt Limited (“**UIPL**”) had availed certain financial indebtedness pursuant to the terms and conditions set out in the facility agreement dated 16 March 2023 entered into, *inter alia*, between UIPL (as the borrower), Union (Mauritius) Holdings Limited (“**UMHL**”) (as the guarantor), Deutsche Bank AG, Hong Kong Branch (as, *inter alia*, agent, and as the offshore security agent) and Catalyst Trusteeship Limited (“**Catalyst**”) (as the onshore security agent) (the “**Facility Agreement**”).

Pursuant to the terms and conditions set out in the Facility Agreement:

- the existing individual shareholders of UIPL had created a pledge over 100% of the Class A shares in UIPL and a pledge over 100% of shares in UMHL, in each case in favour of the Deutsche Bank AG, Hong Kong Branch (as the security agent); and
- a fixed and floating charge had been created over the Class B share(s) in UIPL in favour of the Deutsche Bank AG, Hong Kong Branch (as the security agent).

Disclosure under Regulation 29 (2) of the SAST had been made in this regard by Deutsche Bank AG, Hong Kong branch on 28 March 2023 and 31 March 2023.

On 27 February 2024, the pledge over 100% of the Class A shares in UIPL, the pledge over 100% shares in UMHL, and the fixed and floating charge over Class B shares in UIPL, has been released.

Note: 2

Olympus Capital Asia Investments Ltd (“**Olympus**”) is an offshore investor in the TC which originally held 114,692,108 shares of TC and has entered into a facility agreement dated 22 December 2021 as amended and restated on 29 June 2022, pursuant to which Olympus has availed a loan facility (the “**Facility**”) from the named lender(s).

Pursuant to the Facility, Deutsche Bank AG, Singapore branch (as the offshore security agent (for the Facility)) was holding the share pledge over the shares of Olympus and the non-disposal undertaking over 106,409,257 shares (“**Relevant Shares**”) of the TC. Olympus had thereafter created pledge over the

Relevant Shares of the TC in favour of Deutsche Bank AG, Mumbai branch (as the onshore security agent (for the Facility)) and provided certain covenants setting out the conditions for disposal of the balance 8,282,851 shares of the TC held by it ("**Balance Shares**"). This was disclosed to the exchange by the Deutsche Bank AG, Singapore branch (as the offshore security agent (for the Facility)) on 24 December 2021, and by the Deutsche Bank AG, Mumbai branch (as the onshore security agent (for the Facility)) on 19 July 2022.

Deutsche Bank AG, Mumbai branch (as the onshore security agent (for the Facility)) has released the pledge over 18,537,566 Relevant Shares of the TC on 27 March 2023. This was disclosed to the exchange by the Deutsche Bank AG, Mumbai branch (as the onshore security agent (for the Facility)) on 29 March 2023. Further, Deutsche Bank AG, Mumbai branch (as the onshore security agent (for the Facility)) has released the pledge over 87,871,691 Relevant Shares of the TC on 3 April 2023. This was disclosed to the exchange by the Deutsche Bank AG, Mumbai branch (as the onshore security agent (for the Facility)) on 6 April 2023.

On 27 February 2024, Olympus continues to hold 94,711,586 TC shares ("**Current TC Shares**"). The pledge created over the shares of Olympus continues which results in an indirect encumbrance over Current TC shares and covenants relating to disposal of 6,839,895 TC shares out of the Current TC Shares under the Facility continues.

#### **Signature of Authorised Signatory**



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Name: RAMANATHAPURA, Prasanna Venkatesha Murthy Manu

Designation: Vice President

Place: Deutsche Bank AG, Hong Kong Branch

Date: 29 February 2024

#### **Note:**

(\*) Total share capital/ voting capital to be 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.