

Date: 13 March 2024


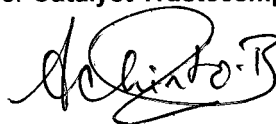
| | | | | |
|---|--|---|--|--|
| BSE Limited 25th Floor, P. J. Towers, Dalal Street, Mumbai, Maharashtra - 400001, India | National Stock Exchange of India Limited Exchange Plaza, C-1, Block G. Bandra Kurla Complex, Bandra, East, Mumbai, Maharashtra - 400051, India | Aster DM Healthcare Limited No.1785, Sarjapur Road, Sector -1, Hsr Layout, Ward No.174, Agara Extension, Bangalore, Karnataka - 560102, India | Union Investments Pvt Limited c/o IQ EQ Corporate Services (Mauritius) Ltd, 33, Edith Cavell Street, Port Louis 11324, Mauritius | Union (Mauritius) Holding Limited Unit 306A, Level 3, Park Towers, Dubai International Financial Centre, Dubai, United Arab Emirates |
|---|--|---|--|--|

Dear Sir/ Madam,

Sub: Disclosure pursuant to Regulation 29(1) 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(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (as amended till date), please find attached the disclosure (as set out in **Annexure A**) in respect of the encumbrance over certain equity shares of Aster DM Healthcare Limited for the benefit of certain lenders and other finance parties, as described in Annexure A.

For Catalyst Trusteeship Limited



Authorised Signatory
Name: Achinto Bhattacharya
Designation: Deputy Vice President
Place: Mumbai

Date: March 13, 2024

Format for Disclosures under Regulation 29(1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part A – Details of Acquisition

| | | | |
|---|---|--|---|
| Name of the Target Company (TC) | Aster DM Healthcare Limited | | |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | Catalyst Trusteeship Limited | | |
| 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 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) Share 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 | | | |
| 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 (pledge/ lien/ non-disposal undertaking/ others) | 206,834,332 | 41.41 | 41.41 |
| e) Total (a+b+c+/-d) | 206,834,332 | 41.41 | 41.41 |
| 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 (pledge/lien/non-disposal undertaking/ others) | 206,834,332 | 41.41 | 41.41 |
| e) Total (a+b+c+d) | 206,834,332 | 41.41 | 41.41 |
| Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.) | See notes 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 | 12 March 2024 | | |
| Equity share capital / total voting capital of the TC before the said acquisition | 49,95,13,060 equity shares of Rs. 10 each | | |
| Equity share capital/ total voting capital of the TC after the said acquisition | 49,95,13,060 equity shares of Rs. 10 each | | |
| Total diluted share/voting capital of the TC after the said acquisition | 49,95,13,060 equity shares of Rs. 10 each | | |

Notes:

Union (Mauritius) Holdings Limited ("UMHL") has availed following financial indebtedness (from Commercial Bank of Dubai PSC, First Abu Dhabi Bank PJSC, Emirates NBD Bank (P.J.S.C.) and Mashreq Bank PSC):

- (i) term loan facility of up to USD 84,000,000 (United States Dollars Eighty-Four Million) and revolving credit loan facility of up to USD 3,500,000 (United States Dollars Three Million and Five Hundred Thousand) (collectively referred to as "Facility 1"), pursuant to the terms and conditions set out in the facility agreement dated 14 February 2024 entered into, *inter alia*, between UMHL (as the borrower) and Emirates NBD Bank (P.J.S.C.) (as, *inter alia*, agent, and as the offshore security agent) (the "Facility 1 Facility Agreement"); and
- (ii) term loan facility of up to USD 278,500,000 (United States Dollars Two Hundred and Seventy-Eight Million and Five Hundred Thousand) and a revolving credit loan facility of up to USD 10,000,000 (United States Dollars Ten Million) (collectively referred to as "Facility 2"), pursuant to the terms and conditions set out in the facility agreement dated 14 February 2024 entered into, *inter alia*, between UMHL (as the borrower), Emirates NBD Bank (P.J.S.C.) (as, *inter alia*, agent, and as the offshore security agent) and Catalyst Trusteeship Limited ("Catalyst") (as the onshore security agent, and as the calculation agent) (the "Facility 2 Facility Agreement", and together with the Facility 1 Facility Agreement, the "Facility Agreements").

UMHL holds 19,980,522 shares in the TC and Union Investments Pvt Limited ("UIPL"), an affiliate of UMHL, holds 186,853,810 shares in the TC.



CATALYST TRUSTEESHIP LIMITED

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 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. U72999PN1997PLC10262 Email : dt@ctltrustee.com Website : www.catalysttrustee.com

An ISO: 9001 Company

Great
Place
To
Work
Certified

Pursuant to the terms of Facility 2 Facility Agreement and as security for Facility 2, a pledge has been created over the shares in TC held by UMHL and UIPL pursuant to a share pledge agreement entered into between, inter alia, UIPL, UMHL and Catalyst (as the onshore security agent), and such pledge has been recorded in the depository system.

Further, pursuant to the terms and conditions set out in the Facility Agreements, the shareholders of UIPL have created security over 100% of their shareholding in UIPL ("**UIPL Pledge**") in favour of the Emirates NBD Bank (P.J.S.C.) (as the common security agent).

Disclosure dated 13 March 2024 has been filed by Emirates NBD Bank (P.J.S.C.) in relation to such security created under the UIPL Pledge. The indirect encumbrance over 186,853,810 TC shares under the UIPL Pledge are the same TC shares that are subject to the share pledge by UIPL as disclosed above.

For Catalyst Trusteeship Limited



Authorised Signatory

Name: Achinto Bhattacharya

Designation: Deputy Vice President

Place: Mumbai

Date: March 13, 2024