



December 20, 2023

National Stock Exchange of India Limited,
Compliance Department,
Exchange Plaza, Bandra Kurla Complex,
Bandra (East), Mumbai - 400051,
Maharashtra, India

BSE Limited,
Compliance Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400001,
Maharashtra, India

Dear Sir/Madam,

Subject : **Execution of Amendment Agreement to the Investment Agreement dated June 04, 2020**

Stock Code : **BSE – 539787, NSE – HCG**

Reference : **Regulation 30, 30A read with Schedule III Part A Para A of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015**

Further to the intimation made to the stock exchanges on June 04, 2020, and June 05, 2020, with respect to signing of Investment Agreement by and between Aceso Company Pte. Ltd., Singapore (“Aceso”), Dr. B.S. Ajaikumar (“Dr Ajaikumar”), and the Company, on June 04, 2020 (“Investment Agreement”), we wish to inform you that the Company has signed an Amendment Agreement to the Investment Agreement on December 20, 2023 (“Amendment Agreement”).

The Amendment Agreement is with respect to modifying the time period relating to Aceso’s Exit, under Clauses 24.2 and 24.3 of the Investment Agreement (corresponding to Articles 24.2 and 24.3 in Part B of the Articles of Association of the Company).

The detailed disclosure with respect to signing of the Amendment Agreement is as under:

Sl No.	Particulars	Disclosures
1.	Name(s) of the parties with whom the agreement is entered	The Investment Agreement was entered into by and between Aceso, Dr Ajaikumar and the Company, on June 04, 2020. The Amendment Agreement is between the same parties.
2.	Purpose of entering into the agreement	The Investment Agreement inter alia records the terms and conditions governing the management of the Company and <i>inter se</i> rights and obligations between Aceso and Dr Ajaikumar, in relation to the Company.



3.	Shareholding, if any, in the entity with whom the agreement is executed.	The shareholding of parties to the Investment Agreement, in the Company as on date is as under: a) Dr Ajaikumar – 10.41% b) Aceso– 60.42%
4.	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.;	The relevant disclosures have been made to the Stock Exchanges on June 04, 2020, and June 05, 2020, as a part of intimation on signing the Investment Agreement. There have been no changes since then.
5.	Whether the said parties are related to promoter/promoter group/ group companies in any manner. If yes, nature of relationship.	Both Dr. Ajaikumar and Aceso are promoters of the Company.
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at “arm’s length”;	The execution of Amendment Agreement between the parties does not constitute a related party transaction.
7.	In case of issuance of shares to the parties, details of issue price, class of shares issued.	The Amendment Agreement does not contemplate any issuance of shares to the parties.
8.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	Nil
9. in case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s):		
9.1	Name of parties to the agreement	The Amendment Agreement has been entered into by the same parties to the Investment Agreement i.e. Aceso, Dr Ajaikumar and the Company.



9.2	Nature of the agreement	The Amendment Agreement records the modification to the time period relating to Aceso's Exit, under Clauses 24.2 and 24.3 of the Investment Agreement (corresponding to Articles 24.2 and 24.3 in Part B of the Articles of Association of the Company).
9.3	Date of execution of the agreement	The Amendment Agreement has been executed on December 20, 2023.
9.4	Details of amendment and impact thereof	<p>As per the provisions of the Investment Agreement, Aceso may at any time and from time to time after the expiry of 4 (Four) years from First Closing (July 28, 2020) and prior to the expiry of 5 (Five) years from First Closing, shall be entitled to Transfer up to all of the Investor Securities (free from all restrictions, including those contained herein) to any third party together with all its rights and without the transferee being subject to any of its obligations. Such sale as aforesaid shall be subject to the price per Share in such sale being at least INR 360 (adjusted for splits, bonus and other corporate reorganization). The Amendment Agreement modifies the time period of 4 years from First Closing and prior to the expiry of 5 (Five) years from First Closing to after December 31, 2023, and prior to December 31, 2024, respectively.</p> <p>Further the Investment Agreement provides that at any time and from time to time after the expiry of 5 (Five) years from First Closing, the Investor shall be entitled to Transfer, including by way of a merger up to all of the Investor Securities (free from all restrictions, including those contained herein) to any third party together with all its rights and without the transferee being subject to any of its obligations. Such sale shall not be subject to any limitation, including as to price and the manner of payment. The Amendment Agreement modifies the time period from expiry of 5 (Five) years from First Closing to on or after December 31, 2024.</p>



		<p>Since the provisions of the Investment Agreement have been incorporated in the Articles of Association of the Company, the Company would have to amend the Articles of Association to incorporate the amendments to the Investment Agreement. In this regard, the Company would seek approval of the shareholders for suitably amending the Articles of Association by way of passing a special resolution through postal ballot.</p>
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Kindly take the intimation on record and acknowledge receipt of the same.

Thanking you,

For **HealthCare Global Enterprises Limited**

Sunu Manuel
Company Secretary & Compliance Officer