

June 27, 2022

To,

The Department of Corporate Services,	Mr. Ramjee Dorai		
BSE Limited	Company Secretary & Compliance Officer,		
14 <sup>th</sup> Floor, BSE Limited,	Thyrocare Technologies Limited		
Phiroze Jeejeebhoy Towers,	D/37-1, TTC Industrial Area, MIDC Turbhe, Navi		
Dalal Street, Mumbai - 400 001	Mumbai, Maharashtra, 400703		
Email: corp.relations@bseindia.com	Email: ramjee.d@thyrocare.com;		
	enquiry@thyrocare.com		

## DISCLOSURE UNDER REGULATION 29(1) OF SEBI (SUBSTANTIAL ACQUISITION OF **SHARES AND TAKEOVERS) REGULATIONS, 2011**

Part-A- Details of the Acquisition

Part-A- Details of the Acquisition				
1. Name of the Target Company (TC)	Thyrocare Technologies Limited ("Target			
	Company")			
2. Name(s) of the acquirer and Persons Acting	Vistra ITCL (India) Limited ("Vistra")			
in Concert (PAC) with the acquirer	(In our capacity as Debenture Trustee)			
	The IL&FS Finan	cial Centre, Plot C-	22, G Block,	
	Bandra-Kurla Complex, Bandra (East), Mumbai			
	400051			
3. Whether the acquirer belongs to Promoter/Promoter group	No			
4. Name(s) of the Stock Exchange(s) where	BSE Limited (BS)	E)		
the shares of TC are Listed	National Stock Exchange of India Limited (NSE)			
5. Details of the acquisition as follows	Number	% w.r.t.total	% w.r.t.	
_		share/voting	total diluted	
		capital	share/voting	
		wherever	capital of	
		applicable (*)	the TC (**)	
Before the acquisition under consideration,				
holding of acquirer along with PACs of:				
a) Shares carrying voting rights				
b) Shares in the nature of encumbrance (pledge/				
lien/non-disposal undertaking/ others)				
c) Voting rights (VR) otherwise than by equity				
shares				
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)				
Total (a+b+c+d)				
Details of acquisition				
a) Shares carrying voting rights acquired				
b) VRs acquired/sold otherwise than by equity				
shares				
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				
d) Shares in the nature of encumbrance (pledge/	3,76,56,092	71.18%	70.68%	
<del>lien/ non-disposal undertaking</del> / others)				

Tel +91 22 2659 3535



d) Shares in the nature of encumbrance (pledge/lien/non disposal undertaking/ others)  70.68%	Total (a+b+c+d)	3,76,56,092	71.18%	70.68%	
along with PACs of: a) Shares carrying voting rights b) VRs otherwise than by equity shares 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 d) Shares in the nature of encumbrance (pledge/ lieh/ non-disposal undertaking/ others)  3,76,56,092 71.18% 70.68%  3,76,56,092 71.18% 70.68%  Creation of pledge over 3,76,56,092 shares of the Target Company held by Docon Technologies Limited (API) and 4,33,367 compulsorily convertible debentures issued by Docon to API; encumbrance by way of event of default in case DOCON or API cease to directly or indirectly control Thyrocare or Docon respectively; restriction on change in capital structure of Target Company held by Docon and the shareholding of Docon held by API, respectively.  Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.  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.  Equity share capital / total voting capital of the TC before the said acquisition  Equity share capital/ total voting capital of the TC after the said acquisition  Total diluted share/voting capital of the TC after the said acquisition  Total diluted share/voting capital of the TC after	After the acquisition, holding of acquirer				
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intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.  Equity share capital / total voting capital of the TC before the said acquisition  Equity share capital/ total voting capital of the TC after the said acquisition  Equity share capital/ total voting capital of the TC after the said acquisition  Equity share capital/ total voting capital of the TC after the said acquisition  TC after the said acquisition  Total diluted share/voting capital of the TC after  Rs. 53,27,71,920/-		June 23, 2022			
instrument that entitles the acquirer to receive shares in the TC.  Equity share capital / total voting capital of the TC before the said acquisition  Equity share capital / total voting capital of the Shareholding pattern available on BSE website for the quarter ended March 2022)  Equity share capital/ total voting capital of the TC after the said acquisition  Equity share capital/ total voting capital of the TC after the said acquisition  Total diluted share/voting capital of the TC after  Equity share capital / total voting capital of the Shareholding pattern available on BSE website for the quarter ended March 2022)  Total diluted share/voting capital of the TC after  Rs. 53,27,71,920/-	•	ŕ			
instrument that entitles the acquirer to receive shares in the TC.  Equity share capital / total voting capital of the TC before the said acquisition  Equity share capital / total voting capital of the Shareholding pattern available on BSE website for the quarter ended March 2022)  Equity share capital/ total voting capital of the TC after the said acquisition  Equity share capital/ total voting capital of the TC after the said acquisition  Total diluted share/voting capital of the TC after  Equity share capital / total voting capital of the Shareholding pattern available on BSE website for the quarter ended March 2022)  Total diluted share/voting capital of the TC after  Rs. 53,27,71,920/-	warrants/convertible securities/any other				
Shares in the TC.  Equity share capital / total voting capital of the TC before the said acquisition  Equity share capital / total voting capital of the TC after the said acquisition  Equity share capital/ total voting capital of the TC after the said acquisition  Equity share capital/ total voting capital of the TC after the said acquisition  Equity share capital/ total voting capital of the TC after the said acquisition  Equity share capital/ total voting capital of the TC after the said acquisition  Equity share so face value of Rs. 10/-each, capital Rs. 52,90,33,320/- (As per the Shareholding pattern available on BSE website for the quarter ended March 2022)  Total diluted share/voting capital of the TC after  Rs. 53,27,71,920/-					
TC before the said acquisition  each, capital Rs. 52,90,33,320/-  (As per the Shareholding pattern available on BSE website for the quarter ended March 2022)  Equity share capital/ total voting capital of the TC after the said acquisition  TC after the said acquisition  Equity share capital/ total voting capital of the pattern available on BSE website for the quarter ended March 2022)  Total diluted share/voting capital of the TC after  Rs. 53,27,71,920/-	shares in the TC.				
TC before the said acquisition  each, capital Rs. 52,90,33,320/-  (As per the Shareholding pattern available on BSE website for the quarter ended March 2022)  Equity share capital/ total voting capital of the TC after the said acquisition  TC after the said acquisition  Equity share capital/ total voting capital of the pattern available on BSE website for the quarter ended March 2022)  Total diluted share/voting capital of the TC after  Rs. 53,27,71,920/-	Equity share capital / total voting capital of the	5.29,03,332 equity shares of face value of Rs. 10/-			
(As per the Shareholding pattern available on BSE website for the quarter ended March 2022)  Equity share capital/ total voting capital of the TC after the said acquisition  (As per the Shareholding pattern available on BSE website for the quarter ended March 2022)  Total diluted share/voting capital of the TC after  (As per the Shareholding pattern available on BSE website for the quarter ended March 2022)					
website for the quarter ended March 2022)  Equity share capital/ total voting capital of the TC after the said acquisition  TC after the said acquisition  TC after the said acquisition  (As per the Shareholding pattern available on BSE website for the quarter ended March 2022)  Total diluted share/voting capital of the TC after  Rs. 53,27,71,920/-	*	1			
Equity share capital/ total voting capital of the TC after the said acquisition  5,29,03,332 equity shares of face value of Rs. 10/- each, capital Rs. 52,90,33,320/- (As per the Shareholding pattern available on BSE website for the quarter ended March 2022)  Total diluted share/voting capital of the TC after  Rs. 53,27,71,920/-					
TC after the said acquisition  each, capital Rs. 52,90,33,320/-  (As per the Shareholding pattern available on BSE website for the quarter ended March 2022)  Total diluted share/voting capital of the TC after  Rs. 53,27,71,920/-	Equity share capital/ total voting capital of the				
(As per the Shareholding pattern available on BSE website for the quarter ended March 2022)  Total diluted share/voting capital of the TC after Rs. 53,27,71,920/-	1 1 1				
website for the quarter ended March 2022)  Total diluted share/voting capital of the TC after Rs. 53,27,71,920/-	•				
Total diluted share/voting capital of the TC after Rs. 53,27,71,920/-		I ` I	O I		
	Total diluted share/voting capital of the TC after			,	
	the said acquisition	. , ,			



## Note:

- (\*) Total share capital/voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the Listing Regulations
- (\*\*) 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
- 1. Docon Technologies Pvt Ltd ("**Docon**") has provided exclusive security interest by way of creation of pledge over 3,76,56,092 shares (71.18%) of Thyrocare Technologies Ltd ("**TTL**") held by Docon, and API Holdings Ltd ("**API**") has provided exclusive security interest by way of creation of pledge over 14,253,118 shares and 4,33,367 compulsory convertible debentures (comprising 100% of the total share capital) of Docon held by API, on 23.06.22 in favour of Vistra ITCL (India) Limited (acting in its capacity as debenture trustee for debentures issued by API for an aggregate nominal value of INR 2280,00,00,000).
- 2. On and from June 23, 2022, encumbrances have also been created by way of:
  - (i) an event of default in case:
    - (a) Docon ceases to directly or indirectly exercise Control over TTL;
    - (b) API ceases to directly or indirectly exercise Control over Docon; and (ii) restriction on change in capital structure of TTL (to the extent of the shareholding of TTL held by Docon and the shareholding of Docon held by API, respectively).

The primary onus of complying with the provisions of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is of the lender, debenture holder and not on the Trustee. However, out of abundant caution, Vistra in its capacity as security trustee and debenture trustee is disclosing and filing this disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

For Vistra ITCL (India) Limited

**Authorised Signatory Place: Mumbai**