



Deutsche Bank AG, Hong Kong Branch
Level 60
International Commerce Centre
1 Austin Road West
Kowloon, Hong Kong SAR

August 14, 2026

1. Department of Corporate Services,
BSE Limited
Floor 25, P J Towers,
Dalal Street,
Mumbai - 400 001
2. National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex, Bandra (E),
Mumbai - 400 051
3. cc: Dr. Agarwal's Health Care Limited
1st Floor, Buhari Towers, No. 4, Moores Road, off Greams Road, Near Asan Memorial
School, Chennai, Tamil Nadu 600006

Sub: Disclosure under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Dear Sir/Ma'am,

We, Deutsche Bank Group (DB International Trust (Singapore) Limited) ("**Offshore Security Agent**"), are writing to you in our capacity as offshore security agent under the Facility Agreement (*as defined below*).

A facility agreement dated March 26, 2024 ("**Facility Agreement**") had been entered into between, *inter alia*, Hyperion Investments Pte. Ltd. ("**Borrower**") and certain lenders for the purpose of availing a facility aggregating up to USD 100,000,000 ("**Facility**") by the Borrower.

In connection with the Facility, (i) security interest had been created on all the shares of the Borrower held by TPG Growth III SF Pte. Ltd. and TPG Growth V SF Markets Pte. Ltd., the shareholders of the Borrower (collectively, the "**Shareholders**") in favour of the Offshore Security Agent, acting as the offshore security agent for the benefit of the lenders (including their assignees, transferees, successors and novatees, from time to time) pursuant to a borrower share charge dated March 26, 2024; and (ii) certain restrictions were imposed on the Borrower in relation to 73,193,988 equity shares ("**Shares**") constituting approx. 23.09% of the issued and paid-up share capital of Dr. Agarwal's Health Care Limited ("**Target Company**") held by the Borrower.

The Offshore Security Agent had previously made a disclosure on February 6, 2025 under Regulation 29(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (the "**Takeover Code**") in relation to the creation of the abovementioned encumbrances over the Shares of the Target Company held by the Borrower.



Separately, the Borrower had also created a pledge over the Shares held by the Borrower in the Target Company in favour of Catalyst Trusteeship Limited (the “**Onshore Security Agent**”) acting as the onshore security agent for the benefit of the lenders (including their assignees, transferees, successors and novatees, from time to time) in the depository system on February 4, 2025, in accordance with the timelines under the Facility Agreement. The Onshore Security Agent had made a disclosure in relation to such pledge on February 6, 2025.

The Borrower has undertaken a sale/disposal of 24,160,000 equity shares of the Target Company out of the total Shares held by the Borrower in the Target Company on August 12, 2026 following a partial release of pledge by the Onshore Security Agent over 31,698,303 equity shares out of the total Shares held by the Borrower in the Target Company on August 11, 2026 and pledged by the Borrower. Disclosures have been be filed by the Onshore Security Agent in relation to the foregoing on August 13, 2026.

Enclosed is a disclosure under Regulation 29(2) of the Takeover Code in relation to the change in shareholding (in respect of which certain encumbrances had been created as mentioned hereinabove) from the last disclosure made by the Offshore Security Agent on February 6, 2025 under Regulation 29(1) of the Takeover Code by virtue of a sale/disposal by the Borrower of 24,160,000 equity shares out of the total Shares held by the Borrower in the Target Company.

We request you to take the same on record and acknowledge the same.

Yours faithfully,

Signature of Authorised Signatory

A handwritten signature in black ink, appearing to read 'Ram Nathapura', written over a horizontal line.

Name: RAMANATHAPURA, Prasanna Venkatesha Murthy Manu

Designation: Vice President

Place: Deutsche Bank AG, Hong Kong Branch

Date: 14 August 2026

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

Name of the Target Company (TC)	Dr. Agarwal's Health Care Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	DB International Trust (Singapore) Limited acting in its capacity as the offshore security agent (the " Offshore Security Agent ") for certain lenders to Hyperion Investments Pte. Ltd. under the Facility Agreement (<i>as defined below</i>).		
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 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 (**)
Before the acquisition/disposal under consideration, holding of:	Nil	Nil	Nil
(a) Shares carrying voting rights			
(b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others)	73,193,988 [#]	23.09 [#]	22.93 [#]
(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)	73,193,988 [#]	23.09 [#]	22.93 [#]
Details of acquisition/sale/disposal	Nil	Nil	Nil

(a)	Shares carrying voting rights acquired / sold			
(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 / invoked / released by the acquirer	24,160,000 [#]	7.62 [#]	7.57 [#]
(e)	Total (a+b+c+/-d)	24,160,000 [#]	7.62 [#]	7.57 [#]
After the acquisition/sale/disposal, holding of:		Nil	Nil	Nil
(a)	Shares carrying voting rights			
(b)	Shares encumbered with the acquirer	49,033,988 [#]	15.47 [#]	15.36 [#]
(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)	49,033,988 [#]	15.47 [#]	15.36 [#]
Mode of acquisition /sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter se transfer etc.)		Sale/disposal following a partial release of encumbrance. Please see note # below.		
Date of acquisition / sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable.		12 August 2026		

Equity share capital / total voting capital of the TC before the said acquisition / sale	316,983,028 fully paid up equity shares of INR 1/- each
Equity share capital/ total voting capital of the TC after the said acquisition / sale	316,983,028 fully paid up equity shares of INR 1/- each
Total diluted share/voting capital of the TC after the said acquisition / sale	319,262,876 fully paid up equity shares of INR 1/- each

Note #

1. A facility agreement dated March 26, 2024 ("**Facility Agreement**") had been entered into between, *inter alia*, Hyperion Investments Pte. Ltd. ("**Borrower**") and certain lenders for the purpose of availing a facility aggregating up to USD 100,000,000 ("**Facility**") by the Borrower. In connection with the Facility, indirect encumbrance and encumbrance (by way of restrictions on the Borrower) had been created by TPG Growth III SF Pte. Ltd. and TPG Growth V SF Markets Pte. Ltd., the shareholders of the Borrower, over 73,193,988 equity shares ("**Shares**") constituting approx. 23.09% of the issued and paid-up capital of Dr. Agarwal's Health Care Limited ("**Target Company**") held by the Borrower.
2. Disclosure under Regulation 29(1) of the Takeover Code had been made with respect to this transaction by the Offshore Security Agent on February 6, 2025.
3. At the Borrower's request, the Onshore Security Agent had made a partial release of pledge over 31,698,303 equity shares out of the total Shares held by the Borrower in the Target Company and pledged in favour of the Onshore Security Agent on August 11, 2026. Disclosures in relation to the foregoing were made by the Onshore Security Agent on August 13, 2026 separately. Thereafter, the Borrower has undertaken a sale/disposal of 24,160,000 equity shares in the Target Company held by it on August 12, 2026.
4. In terms of Regulation 29(2) read with Regulation 29(4) of the Takeover Code, this disclosure is being made by the Offshore Security Agent in relation to the change in shareholding (in respect of which certain encumbrances had been created as mentioned hereinabove) from the last disclosure made by the Offshore Security Agent on February 6, 2025 under Regulation 29(1) of the Takeover Code by virtue of such sale/disposal by the Borrower of 24,160,000 equity shares of the Target Company following a partial release of pledge by the Onshore Security Agent as mentioned above.

Signature of Authorised Signatory



Name: RAMANATHAPURA, Prasanna Venkatesha Murthy Manu

Designation: Vice President

Place: Deutsche Bank AG, Hong Kong Branch

Date: 14 August 2026

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.