



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

Date: 19 August 2026

To,

(1) **National Stock Exchange of India Limited**

Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai, 400051

(2) **BSE Limited**

Pheroze Jeejeebhoy Towers, Dalal Street, Mumbai, Maharashtra, 400001

(3) **Dhoot Transmission Limited**

Gut No. 312, Nanekarwadi, Chakan, Tq. Khed, District Pune - 410501, Maharashtra, India

Sub: Disclosure under Regulation 29(1) read with Regulation 29(4) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (the Takeover Code) in relation to Dhoot Transmission Limited.

Dear Sir / Ma'am,

This letter sets out the disclosure being made by Deutsche Bank Group (Deutsche Bank AG, Hong Kong Branch, as the agent (the **Agent**) and the security agent (the **Security Agent**)) (*see description below*) pursuant to Regulation 29(1) read with Regulation 29(4) of the Takeover Code in relation to the indirect encumbrance over the equity shares of Dhoot Transmission Limited (the **Target Company**) held by BC Asia Investments XV Limited (the **Borrower**) and BC Asia Investments XVI Limited (the **Guarantor**). BC Asia Investments XXIII Limited (the **Parent**) hold 100% of the total share capital of the Borrower and Guarantor.

The Target Company is an entity incorporated in India, whose shares were listed on the stock exchange on 17 August 2026.

The Borrower has availed a facility from *inter alia* BNP Paribas, acting through its Singapore branch, DBS Bank Ltd acting through its IFSC Banking Unit at International Financial Services Centre (IFSC), GIFT City, Nomura Singapore Limited, Sumitomo Mitsui Banking Corporation Singapore Branch, The Hongkong and Shanghai Banking Corporation Limited, GIFT City Branch, Bank SinoPac Co., Ltd., KGI Bank Co., Ltd., Siemens Bank



GmbH Singapore Branch, Taishin International Bank Co., Ltd, Crédit Agricole Corporate and Investment Bank, Singapore Branch and CTBC Bank Co., Singapore Branch (the **Lenders**) under the terms of the facility agreement dated 17 March 2025 as amended pursuant to an amendment and restatement agreement dated 10 March 2026 executed amongst others by the Borrower, the Agent and the Security Agent (“**Facility Agreement**”) entered into between *inter alia* the Borrower, the Guarantor, the Lenders, the Agent and the Security Agent. Pursuant to a deed of fixed and floating charge dated 17 March 2025 (as supplemented by a deed of supplemental fixed and floating charge dated 10 March 2026), the Parent, being the holding company of the Borrower, has created a limited recourse Mauritian security over all of the Borrower’s shares in favor of the Security Agent for the benefit of the Lenders. Further, pursuant to a deed of fixed and floating charge dated 17 March 2025 (as supplemented by a deed of supplemental fixed and floating charge dated 10 March 2026), the Parent, being the holding company of the Guarantor, has created a limited recourse Mauritian security over all of the Guarantor’s shares in favor of the Security Agent for the benefit of the Lenders.

Additionally, the Borrower and the Guarantor have agreed to certain covenants under the Facility Agreement in the nature of encumbrance in favor of the Agent and the Security Agent (for the benefit of the Lenders).

The Borrower (together with its nominee, the Guarantor¹) holds 87,632,093 equity shares comprising 42.41% of the equity share capital of the Target Company on a fully diluted basis.

Please see enclosed the disclosure by the Agent and the Security Agent in the prescribed format under Regulation 29(1) read with Regulation 29(4) of the Takeover Code in relation to the above.

We request you to kindly take the above on record and acknowledge receipt.

Signature of Authorised Signatory

Name: RAMANATHAPURA, Prasanna Venkatesha Murthy Manu
Designation: Vice President
Place: Deutsche Bank AG, Hong Kong Branch
Date: 19 August 2026

¹ The Guarantor holds 83 Equity Shares on behalf of the Borrower in the capacity of its nominee.

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

Part-A- Details of the Acquisition

Name of the Target Company (TC)	Dhoot Transmission Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Deutsche Bank AG, Hong Kong Branch acting as the agent and the security agent for the Lenders.		
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 the 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) Shares 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 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)	87,632,093	42.84%	42.41%
e) Total (a+b+c+/-d)	87,632,093	42.84%	42.41%
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)	87,632,093	42.84%	42.41%
e) Total (a+b+c+d)	87,632,093	42.84%	42.41%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer / encumbrance, etc.)	Creation of indirect encumbrance. Please refer to the NOTE 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.	Date of creation of indirect encumbrance: 17 March 2025, however the shares of the Target Company were listed on 17 August 2026.		
Equity share capital / total voting capital of the TC before the said acquisition	Not applicable.		
Equity share capital/ total voting capital of the	INR 409,096,114 comprising 204,548,057 equity shares of		

TC after the said acquisition	INR 2 each (as per the shareholding pattern of the TC as on August 14, 2026) Note that the indirect encumbrance was created on March 17, 2025 and predates listing of the TC.
Total diluted share/voting capital of the TC after the said acquisition	INR 413,215,672 comprising 206,607,836 equity shares of INR 2 each (as per the shareholding pattern of the TC as on August 14, 2026) Note that the indirect encumbrance was created on March 17, 2025 and predates listing of the TC.

NOTE:

The Target Company is an entity incorporated in India, whose shares were listed on the stock exchange on 17 August 2026.

BC Asia Investments XV Limited (the **Borrower**) (together with its nominee, BC Asia Investments XVI Limited (the **Guarantor**)) holds 87,632,093 equity shares comprising 42.41% of the equity share capital of Dhoot Transmission Limited (the **Target Company**) on a fully diluted basis.

The Borrower has availed a facility from *inter alia* BNP Paribas, acting through its Singapore branch, DBS Bank Ltd acting through its IFSC Banking Unit at International Financial Services Centre (IFSC), GIFT City, Nomura Singapore Limited, Sumitomo Mitsui Banking Corporation Singapore Branch, The Hongkong and Shanghai Banking Corporation Limited, GIFT City Branch, Bank SinoPac Co., Ltd., KGI Bank Co., Ltd., Siemens Bank GmbH Singapore Branch, Taishin International Bank Co., Ltd, Crédit Agricole Corporate and Investment Bank, Singapore Branch and CTBC Bank Co., Singapore Branch (the **Lenders**) under the terms of the facility agreement dated 17 March 2025 as amended pursuant to an amendment and restatement agreement dated 10 March 2026 executed amongst others by the Borrower, the Agent and the Security Agent (“**Facility Agreement**”) entered into between inter alia the Borrower, the Guarantor, the Lenders, Deutsche Bank AG, Hong Kong Branch as the agent (the **Agent**) and the security agent (the **Security Agent**). Pursuant to a deed of fixed and floating charge dated 17 March 2025 (as supplemented by a deed of supplemental fixed and floating charge dated 10 March 2026), the Parent, being the holding company of the Borrower, has created a limited recourse Mauritian security over all of the Borrower’s shares in favor of the Security Agent for the benefit of the Lenders. Further, pursuant to a deed of fixed and floating charge dated 17 March 2025 (as supplemented by a deed of supplemental fixed and floating charge dated 10 March 2026), the Parent, being the holding company of the Guarantor, has created a limited recourse Mauritian security over all of the Guarantor’s shares in favor of the Security Agent for the benefit of the Lenders.

Additionally, the Borrower and the Guarantor have agreed to certain covenants under the Facility Agreement in the nature of encumbrance in favor of the Agent and the Security Agent (for the benefit of the Lenders).

The Borrower (together with its nominee, the Guarantor²) holds 87,632,093 equity shares comprising 42.41% of the equity share capital of the Target Company on a fully diluted basis.

² The Guarantor holds 83 Equity Shares on behalf of the Borrower in the capacity of its nominee.

In terms of Regulation 29(1) read with Regulation 29(4) of the Takeover Code, encumbrance over shares shall be treated as an acquisition. Accordingly, this disclosure is being made in respect of the indirect encumbrance created over the equity shares of the Target Company in favor of the Agent and the Security Agent for the benefit of the Lenders under the Facility Agreement as described above.

Signature of Authorised Signatory



Name: RAMANATHAPURA, Prasanna Venkatesha Murthy Manu
Designation: Vice President
Place: Deutsche Bank AG, Hong Kong Branch
Date: 19 August 2026

(*) 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.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.