

September 15, 2020

The Manager, Listing Department
The National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051
NSE Symbol : PANACEABIO

BSE Limited
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001
BSE Scrip Code: 531349

Sub.: Disclosure under Regulation 10(6) of SEBI (Substantial Acquisition of Shares & Takeover) Regulations, 2011

Reg: Target Company - Panacea Biotec Limited

I, Sandeep Jain S/o Mr. Soshil Kumar Jain, one of the Promoter of Panacea Biotec Limited ("the Company"), have acquired 52,39,500 (Fifty Two Lakh Thirty Nine Thousand Five Hundred) Equity Shares of the Company by way of gift from Sandeep Jain (HUF), Mrs. Pamilla Jain and Mrs. Priyanka Jain, members of Promoter Group of the Company.

The above said acquisition of shares falls under the purview of Regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 ("SEBI SAST Regulations") relating to inter-se transfer of shares amongst the Promoter and Promoter Group.

Accordingly, the necessary disclosure in terms of Regulation 10(6) of SEBI SAST Regulations is enclosed herewith.

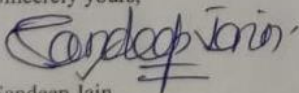
In this regard, your attention is also drawn to my following earlier letters dated:

- a. August 31, 2020 under Regulation 10(5) of SEBI SAST Regulations intimating you about proposed acquisition of 52,39,500 (Fifty Two Lakh Thirty Nine Thousand Five Hundred) Equity shares of the Company; and
- b. September 11, 2020 and September 14, 2020 under Regulation 29(2) of SEBI SAST Regulations intimating you about acquisition of 41,05,000 (Forty One Lakh Five Thousand) and 11,34,500 (Eleven Lakh Thirty Four Thousand Five Hundred) Equity shares of the Company respectively.

This is for your information and record please. Kindly acknowledge the receipt.

Thanking you,

Sincerely yours,



Sandeep Jain
18/56, East Park Area
Karol Bagh, New Delhi – 110 005
Encl.: As above

Disclosure under Regulation 10(6) - Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Panacea Biotech Limited	
2.	Name of the acquirer(s)	Mr. Sandeep Jain	
3.	Name of the stock exchange where shares of the TC are listed	National Stock Exchange of India Limited (NSE) BSE Limited (BSE)	
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Inter-se transfer of 52,39,500 equity shares by way of gift amongst the Promoter and Promoter Group [From Sandeep Jain (HUF), Mrs. Pamilla Jain and Mrs. Priyanka Jain to Mr. Sandeep Jain]	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(a)(ii)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, – Whether disclosure was made and whether it was made within the timeline specified under the regulations. – Date of filing with the stock exchange.	Yes Yes 31.08.2020	
7.	Details of acquisition	Disclosures required to be made under Regulation 10(5)	Whether the disclosures under Regulation 10(5) are actually made
	a. Name of the transferor / seller	1. Sandeep Jain (HUF) 2. Mrs. Pamilla Jain 3. Mrs. Priyanka Jain	Yes
	b. Date of acquisition	1. Sandeep Jain - 09.09.2020 (HUF) 2. Mrs. Pamilla - 10.09.2020 Jain 3. Mrs. - 12.09.2020 Priyanka Jain	
	c. Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	1. Sandeep Jain - 41,05,000 (HUF) equity shares 2. Mrs. Pamilla - 8,16,500 Jain equity shares 3. Mrs. - 3,18,000 Priyanka Jain equity shares	
	d. Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC (#)	7.66%	-
	e. Price at which shares are proposed to be acquired / actually acquired	Inter-se transfer of shares at NIL Price by way of gift amongst the Promoter and Promoter Group	-

✓ Sandeep Jain

8.	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t. to total share capital of TC	No. of shares held	% w.r.t. to total share capital of TC
	a.	Each Acquirer / Transferee (*) Mr. Sandeep Jain	47,92,100	7.82%	1,00,31,600	16.37%
	b.	Each Seller / Transferor				
		1. Sandeep Jain (HUF)	41,05,000	6.70%	Nil	Nil
		2. Mrs. Pamilla Jain	8,16,500	1.33%	Nil	Nil
		3. Mrs. Priyanka Jain	3,18,000	0.52%	Nil	Nil
		Total - Sellers	52,39,500	8.55%	Nil	Nil

Note:

- (*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.
- (#) 1. On April 08, 2019, Panacea Biotech Limited has issued 71,11,111 warrants of Rs.180/- each exercisable into equal number of Equity Shares of face value of Re.1/- each of the Company at a price of Rs.180/- (including premium of Rs.179/-) per equity share. In terms of the Warrant Subscription and Shareholders Agreement dated April 06, 2019, the Warrant holders have option to convert warrants into equity shares during the exercise period, i.e. the period commencing on the date which is 10 business days prior to the date falling 18 months from the date of allotment of warrants and ending on the date falling 18 months from the date of allotment of warrants.
- 2. Accordingly, the percentage has been calculated on the Total Diluted Equity Share Capital of the Target Company i.e. Rs.6,83,61,857/- (Rupees Six Crore Eighty Three Lakhs Sixty One Thousand Eight Hundred and Fifty Seven) divided into 6,12,50,746 (Six Crore Twelve Lakhs Fifty Thousand Seven Hundred and Forty Six) Equity Shares of Re.1/- each and 71,11,111 (Seventy One Lakhs Eleven Thousand One Hundred and Eleven) Warrants exercisable into equal number of Equity Shares of face value of Re.1/- each.

Sandeep Jain

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Sandeep Jain (Acquirer)

Place: New Delhi

Date: 15.09.2020