

June 23, 2020

The Manager, Listing Department,
The National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051
NSE Symbol: PANACEABIO

BSE Ltd.,
Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001
BSE Scrip Code: 531349

Ref: Panacea Biotec Limited

Reg.: Disclosure of Shareholding under Regulation 30(2) as on March 31, 2020 and declaration under Regulation 31(4) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011

Dear Sir,

With respect to the captioned subject, please find enclosed the disclosure of shareholding/voting rights on behalf of each Promoter and Promoter Group of M/s Panacea Biotec Limited with Persons acting in concert, as of March 31, 2020 pursuant to Regulation 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011.

Further, pursuant to Regulation 31(4) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011, on behalf of each of the Promoter and Promoter Group of M/s Panacea Biotec Limited with Persons acting in concert, a declaration is hereby being made that no other encumbrance on shares has been made, directly or indirectly, other than those already disclosed to the Stock Exchanges during the financial year 2019-2020.

Kindly take the same on record and acknowledge receipt.

Thanking you,
Sincerely yours,



Sushil Kumar Jain
(On behalf of himself/Promoters & other
Promoter Group members/Persons acting in concert)

Encl. : As above

CC:
The Company Secretary,
Panacea Biotec Limited,
Ambala-Chandigarh Highway,
Lalru-140501

The Audit Committee,
Panacea Biotec Limited,
Ambala-Chandigarh Highway,
Lalru-140501

Disclosure under Regulation 30(2) of SEBI (Substantial Acquisition of Shares & Takeovers) Regulations, 2011

Part-A-Details of Shareholding

1. Name of the Target Company (TC)	Panacea Biotech Limited		
2. Name(s) of the Stock Exchange(s) where the shares of the TC are listed	BSE Limited National Stock Exchange of India Limited		
3. Particulars of the shareholder(s): a. Name of person(s) together with Persons Acting in Concert (PAC) whose total holding (including that in the form of shares, warrants, convertible securities and any other instrument that would entitle the holder to receive shares in the TC) is more than 25% of the voting rights of the TC. OR b. Name(s) of promoter(s), member of the promoter group and Persons Acting in Concert (PAC) with him.	<p>Promoters</p> <ol style="list-style-type: none"> Mr. Sushil Kumar Jain Dr. Rajesh Jain Mr. Sandeep Jain <p>Promoter Group</p> <ol style="list-style-type: none"> Mrs. Nirmala Jain Mrs. Sunanda Jain Mrs. Meena Jain Mrs. Pamilla Jain Mr. Sumit Jain Mrs. Radhika Jain Mr. Ankesh Jain Mr. Harshet Jain Mrs. Priyanka Jain Sushil Kumar Jain (HUF) Ravinder Jain (HUF) Rajesh Jain (HUF) Sandeep Jain (HUF) First Lucre Partnership Co. Mr. Abhey Kumar Jain Mr. Ashish Jain Second Lucre Partnership Co. 		
4. Particulars of the Shareholding of persons mentioned at (3) above.	Number of Shares	% w.r.t. total share /voting capital wherever applicable *	% of total diluted share/voting capital of TC #
As of 31 st March, 2020, holding of:			
a) Shares (Equity) (Details given in Annexure - 1)	4,50,74,866	20.10	19.48
b) Voting Rights (otherwise than by equity shares) (Details given in Annexure - 1)	1,63,00,000	72.69	70.45
c) Warrants	-	-	-
d) Convertible Securities	-	-	-
e) Any other instrument that would entitle the holder to receive shares in the TC	-	-	-
Total	6,13,74,866	92.79	89.93

- (*) 1. These percentages have been calculated on the Total Paid-up Share Capital of the Target Company i.e. Rs.22,42,50,746/- (Rupees Twenty Two Crores Forty Two Lakhs Fifty Thousand Seven Hundred and Forty Six) divided into 6,12,50,746 (Six Crores Twelve Lakhs Fifty Thousand Seven Hundred and Forty Six) Equity Shares of Re.1/- each and 1,63,00,000 (One Crore Sixty Three Lakhs) Preference Shares of Rs.10/- each.
2. The total percentage of equity shareholding of promoters, members of the promoter group and persons acting in concert (PAC) with him as on March 31, 2020 on the basis of paid-up equity share capital of the Target Company i.e. Rs.6,12,50,746/- (Rupees Six Crores Twelve Lakhs Fifty Thousand Seven Hundred and Forty Six) is 73.59%.

3. The Promoters acquired additional voting rights on 0.5% Cumulative Non-Convertible & Non-Participating Redeemable Preference Shares ("Preference Shares") on January 06, 2017 arising out of the operation of second proviso to sub-section (2) of section 47 of the Companies Act, 2013 (i.e. sub-section (2) of section 87 of the Companies Act, 1956) due to non-payment of dividend by the Target Company for a period of more than two years.
 4. The said Preference Shares were issued by the Company to the Promoters of the Company on January 06, 2015 against the conversion of their existing loan and public deposits and interest accrued thereon to comply with the terms of CDR Scheme for comprehensive debt restructuring of the Company's debts through CDR mechanism. At that time, it was not envisaged by the Promoters that these Preference Shares will have any voting rights other than the voting rights in the normal course, viz. right to vote on resolutions placed before the company which directly affect the rights attached to the preference shares and any resolution for the winding up of the company or for the repayment or reduction of its equity or preference share capital.
 5. These additional voting rights on Preference Shares are temporary in nature and shall automatically stand extinguished upon payment of dividend on such Preference Shares.
- (#)
1. On April 08, 2019, Panacea Biotec 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, these percentages have been calculated on the Total Diluted Paid-up Share Capital of the Target Company i.e. Rs.23,13,61,857/- (Rupees Twenty Three Crores Thirteen Lakhs Sixty One Thousand Eight Hundred and Fifty Seven) divided into 6,12,50,746 (Six Crores Twelve Lakhs Fifty Thousand Seven Hundred and Forty Six) Equity Shares of Re.1/- each; 1,63,00,000 (One Crore Sixty Three Lakhs) Preference Shares of Rs.10/- 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.
 3. The total percentage of equity shareholding of promoters, members of the promoter group and persons acting in concert (PAC) with him as on March 31, 2020 on the basis of diluted paid-up equity share capital of the Target Company i.e. Rs.6,83,61,857/- (Rupees Six Crores Eighty Three Lakhs Sixty One Thousand Eight Hundred and Fifty Seven) divided into 6,12,50,746 (Six Crores 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 is 65.94%.



Shareholding details of Promoters, Members of the Promoter Group and Persons Acting in Concert (PAC) with him as on March 31, 2020:

Shares (Equity):				
S. No.	Name	No. of Shares	% w.r.t. total share /voting capital wherever applicable *	% of total diluted share/voting capital of TC #
Promoters				
1.	Mr. Soshil Kumar Jain	50,00,000	2.23	2.16
2.	Dr. Rajesh Jain	62,13,500	2.77	2.69
3.	Mr. Sandeep Jain	47,92,100	2.14	2.07
Promoter Group				
4.	Mrs. Nirmala Jain	25,11,000	1.12	1.09
5.	Mrs. Sunanda Jain	66,47,300	2.96	2.87
6.	Mrs. Meena Jain	8,97,000	0.40	0.39
7.	Mrs. Pamilla Jain	8,16,500	0.36	0.35
8.	Mr. Sumit Jain	3,58,500	0.16	0.15
9.	Mrs. Radhika Jain	3,57,000	0.16	0.15
10.	Mr. Ankesh Jain	3,07,000	0.14	0.13
11.	Mr. Harshet Jain	2,99,500	0.13	0.13
12.	Mrs. Priyanka Jain	3,18,000	0.14	0.14
13.	Soshil Kumar Jain (HUF)	22,51,713	1.00	0.97
14.	Ravinder Jain (HUF)	41,35,000	1.84	1.79
15.	Rajesh Jain (HUF)	37,50,799	1.67	1.62
16.	Sandeep Jain (HUF)	41,05,000	1.83	1.77
17.	First Lucre Partnership Co.	22,55,815	1.01	0.98
18.	Mr. Abhey Kumar Jain	1,000	0.00	0.00
19.	Mr. Ashish Jain	500	0.00	0.00
20.	Second Lucre Partnership Co.	57,639	0.03	0.02
Sub-total (A)		4,50,74,866	20.10	19.48
Voting Rights (otherwise than by equity shares) :				
Preference Shares				
S. No.	Name	No. of Shares	% w.r.t. total share /voting capital wherever applicable *	% of total diluted share/voting capital of TC #
Promoters				
1.	Mr. Soshil Kumar Jain	65,70,000	29.30	28.40
2.	Dr. Rajesh Jain	65,70,000	29.30	28.40
3.	Mr. Sandeep Jain	31,60,000	14.09	13.66
Sub-total (B)		1,63,00,000	72.69	70.45
Total (A+B)		6,13,74,866	92.79	89.93

- (*) 1. These percentages have been calculated on the Total Paid-up Share Capital of the Target Company i.e. Rs.22,42,50,746/- (Rupees Twenty Two Crores Forty Two Lakhs Fifty Thousand Seven Hundred and Forty Six) divided into 6,12,50,746 (Six Crores Twelve Lakhs Fifty Thousand Seven Hundred and Forty Six) Equity Shares of Re.1/- each and 1,63,00,000 (One Crore Sixty Three Lakhs) Preference Shares of Rs.10/- each.
2. The total percentage of equity shareholding of promoters, members of the promoter group and persons acting in concert (PAC) with him as on March 31, 2020 on the basis of paid-up equity share capital of the

Target Company i.e. Rs.6,12,50,746/- (Rupees Six Crores Twelve Lakhs Fifty Thousand Seven Hundred and Forty Six) is 73.59%.

3. The Promoters acquired additional voting rights on 0.5% Cumulative Non-Convertible & Non-Participating Redeemable Preference Shares ("Preference Shares") on January 06, 2017 arising out of the operation of second proviso to sub-section (2) of section 47 of the Companies Act, 2013 (i.e. sub-section (2) of section 87 of the Companies Act, 1956) due to non-payment of dividend by the Target Company for a period of more than two years.
 4. The said Preference Shares were issued by the Company to the Promoters of the Company on January 06, 2015 against the conversion of their existing loan and public deposits and interest accrued thereon to comply with the terms of CDR Scheme for comprehensive debt restructuring of the Company's debts through CDR mechanism. At that time, it was not envisaged by the Promoters that these Preference Shares will have any voting rights other than the voting rights in the normal course, viz. right to vote on resolutions placed before the company which directly affect the rights attached to the preference shares and any resolution for the winding up of the company or for the repayment or reduction of its equity or preference share capital.
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- (#) 1. On April 08, 2019, Panacea Biotec 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.
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Part-B**Name of the Target Company: Panacea Biotec Limited**

Name(s) of the person and Persons Acting in Concert (PAC) with the person	Whether the person belongs to Promoter/Promoter group	PAN of the person and PACs
Mr. Soshil Kumar Jain	Promoter	
Dr. Rajesh Jain	Promoter	
Mr. Sandeep Jain	Promoter	
Mrs. Nirmala Jain	Promoter Group	
Mrs. Sunanda Jain	Promoter Group	
Mrs. Meena Jain	Promoter Group	
Mrs. Pamilla Jain	Promoter Group	
Mr. Sumit Jain	Promoter Group	
Mrs. Radhika Jain	Promoter Group	
Mr. Ankesh Jain	Promoter Group	
Mr. Harshet Jain	Promoter Group	
Mrs. Priyanka Jain	Promoter Group	
Soshil Kumar Jain (HUF)	Promoter Group	
Ravinder Jain (HUF)	Promoter Group	
Rajesh Jain (HUF)	Promoter Group	
Sandeep Jain (HUF)	Promoter Group	
First Lucre Partnership Co.	Promoter Group	
Mr. Abhey Kumar Jain	Promoter Group	
Mr. Ashish Jain	Promoter Group	
Second Lucre Partnership Co.	Promoter Group	

Signature of Authorized Signatory

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Soshil Kumar Jain
(on behalf of himself, Promoter
and Promoter Group/Persons acting in Concert)

Place: New Delhi

Date: 23.06.2020