

June 10, 2025

To,

BSE Limited	The National Stock Exchange of India Limited	HealthCare Global Enterprises Limited
Compliance Department Phiroze Jeejeeboy Towers Dalal Street Fort, Mumbai- 400 001 Scrip Code: 539787	Compliance Department Exchange Plaza, Bandra-Kurla Complex, Bandra (East), Mumbai 400 051 Scrip Code: NSE-HCG	Compliance Officer HCG Tower, No. 8, P Kalinga Rao Road, Sampangi Rama Nagar, Bengaluru, Karnataka, 560027, India

Subject: Disclosure under Regulation 31(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for creation of encumbrance

Dear Sir/Madam,

We, Hector Asia Holdings II Pte. Ltd. (the “**Acquirer**”), became the promoter of HealthCare Global Enterprises Limited (“**Company**”), pursuant to our acquisition of 7,16,77,991 equity shares of the Company constituting ~ 51.41% of the total share capital of the Company, from Aceso Company Pte. Ltd. (“**Seller**”) on May 30, 2025 in accordance with the terms of the share purchase agreement dated February 23, 2025 entered into inter alia between the Company, the Acquirer and the Seller.

Pursuant to a facility agreement dated February 23, 2025 entered into between the Acquirer and the Hongkong and Shanghai Banking Corporation Limited, Singapore Branch, the Acquirer has agreed not to dispose of any of its assets which would include the shares held by the Acquirer in the Company which agreement would qualify as an encumbrance under Chapter V of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011. However, it is clarified that no pledge has been created on the shares of the Company.

With reference to the above, please find enclosed herewith the disclosures in Annexure I and Annexure II pursuant to Regulation 31(1) of Securities and Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 in respect of creation of encumbrance on the equity shares of the Company.

We request you to kindly take this on record.

Thanking you,

Yours faithfully,

[Signature Page follows]

Yours truly,

Signed for and on behalf of **Hector Asia Holdings II Pte. Ltd.**

A handwritten signature in blue ink, appearing to read 'David', is written over a horizontal line.

Name: DEVID DESFREED KENNEDY

Title: Director

Date: June 10, 2025

Place: Singapore

Disclosure by the Promoter(s) to the stock exchanges and to the Target Company for encumbrance of shares / invocation of encumbrance/ release of encumbrance , in terms of Regulation 31(1) and 31(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011														
Name of the Target Company						HealthCare Global Enterprises Limited (“ Company ”)								
Names of the stock exchanges where the shares of the target company are listed						National Stock Exchange of India Limited and BSE Limited								
Date of reporting						June 10, 2025								
Name of the promoter or PAC on whose shares encumbrance has been created/ released/invoked						Hector Asia Holdings II Pte. Ltd. (the “ Acquirer ”)								
Details of the creation of encumbrance														
Name of the promoter(s) or PACs with him(*)	Promoter holding in the target company (1)			Promoter holding already encumbered (2)		Details of events pertaining to encumbrance (3)							Post event holding of encumbered shares {creation [(2)+(3)] / release [(2)-(3)] / invocation [(1)-(3)] }	
	Number of shares	% of total share capital ###	% w.r.t. diluted share capital (**)	Number of shares	% of total share capital ###	Type of event (creation / release / invocation / non)	Date of creation / release / invocation of encumbrance	Type of encumbrance (pledge/ lien/ non disposal undertaking / others)	Reasons for encumbrance (***)	Number of shares	% of share capital ###	Name of the entity in whose favor shares encumbered (****)	Number of shares	% of total share capital ###
Hector	7,16,77,99	51.41	51.41	NIL	NIL	Creation	May 30, 2025	Non-	To secure the	7,16,77,99	51.41	The	7,16,77,99	51.41

Asia Holdings II Pte. Ltd.	1							disposal undertaking (Refer to Note below.)	facility obtained by the Acquirer for acquisition of equity shares in the Company. (Refer to Note 1 below.)	1		Hongkong and Shanghai Banking Corporation Limited, Singapore branch	1	
KIA EBT II Scheme 1	2,50,044	0.18	0.18	NIL	NIL	-	-	-	-	-	-	-	NIL	NIL
Hector Asia Holdings I Pte. Ltd.	NIL	NIL	NIL	NIL	NIL	-	-	-	-	-	-	-	NIL	NIL
B S Ajaikumar ##	1,44,98,715	10.40	10.40	49,59,539	4.99	-	-	-	-	-	-	-	49,59,539	4.99
Bhagya A Ajaikumar ##	1,795	0.00	0.00	NIL	NIL	-	-	-	-	-	-	-	NIL	NIL
Anjali Ajaikumar Rossi##	1,000	0.00	0.00	NIL	NIL	-	-	-	-	-	-	-	NIL	NIL
Aagnika Ajaikumar ##	3,27,258	0.23	0.23	NIL	NIL	-	-	-	-	-	-	-	NIL	NIL

Asmitha Ajaikumar ##	3,27,259	0.23	0.23	NIL	NIL	-	-	-	-	-	-	-	NIL	NIL
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Note: The Acquirer has agreed not to dispose of any of its assets which would include the shares held by the Acquirer in the Company pursuant to the facility agreement dated February 23, 2025 executed with The Hongkong and Shanghai Banking Corporation Limited, Singapore Branch in relation to an offshore facility availed by the Acquirer. To clarify, the Acquirer has not created any pledge on the equity shares of the Company.

BS Ajaikumar, Bhagya A Ajaikumar, Anjali Ajaikumar Rossi, Aagnika Ajaikumar and Asmitha Ajaikumar comprise part of the Promoter of the Promoter Group of the Company but are not acting in concert with the Acquirer. The details on the encumbrance created on their shares is solely based on the details provided in the shareholding pattern of the Company for the quarter ended March 2025 disclosed on the website of BSE and has not been independently verified by the Acquirer.

Total share capital/voting capital is based on the total number of outstanding shares and voting rights of the Company as disclosed in the shareholding pattern for the quarter ended March 2025 disclose on the website of BSE.

(*) The names of all the promoters, their shareholding in the target company and their pledged shareholding as on the reporting date should appear in the table irrespective of whether they are reporting on the date of event or not.

(**) Total share 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 target company assuming full conversion of the outstanding convertible securities / warrants into equity shares of the target company.

(***) For example, the purpose of collateral for loans taken by the Company, personal borrowing, third party pledge etc.

(****) This would include name of both the lender and the trustee who may hold shares directly on behalf of the lender.

Annexure II- Disclosure of reasons for encumbrance

Name of listed company	HealthCare Global Enterprises Limited (“ Company ”)
Name of the recognised stock exchanges where the shares of the company are listed	National Stock Exchange Limited and BSE Limited
Name of the promoter(s) / PACs whose shares have been encumbered	Hector Asia Holdings II Pte. Ltd. (the “ Acquirer ”)
Total promoter shareholding in the listed company	No. of shares – 8,70,84,062 [#] % of total share capital – 62.46 [#]
Encumbered shares as a % of promoter shareholding	82.30% [#] Note: The Acquirer has agreed to not to dispose of any of its assets which would include the shares held by the Acquirer in the Company pursuant to facility agreement dated February 23, 2025 executed with The Hongkong and Shanghai Banking Corporation Limited, Singapore Branch in relation to an offshore line of credit availed by the Acquirer to fulfil the obligations of the Acquirer under the open offer made by the Acquirer to the public shareholders of the company and acquire shares tendered by such public shareholders in such open offer. The Acquirer has not created any pledge on the equity shares of the Company.
Whether encumbered share is 50% or more of promoter shareholding	YES/ NO
Whether encumbered share is 20% or more of total share capital	YES/ NO

Details of all the existing events/ agreements pertaining to encumbrance

	Encumbrance (Date of creation of encumbrance: May 30, 2025)
Type of encumbrance (pledge, lien, negative lien, non-disposal undertaking etc. or any other covenant, transaction, condition or arrangement in the nature of encumbrance)	Non-disposal undertaking provided by the Acquirer. Please refer to the Note set out above.

No. and % of shares encumbered		No. of shares: 7,16,77,991* % of total share capital: 51.41%*
Specific details about the encumbrance	Name of the entity in whose favour shares encumbered (X)	The Hongkong and Shanghai Banking Corporation Limited, Singapore Branch
	Whether the entity X is a scheduled commercial bank, public financial institution, NBFC or housing finance company? If No, provide the nature of the business of the entity.	YES / NO. The entity is an overseas bank.
	Names of all other entities in the agreement	Listed company and its group companies (if any) – None Other entities (if any) – None
	Whether the encumbrance is relating to any debt instruments viz. debenture, commercial paper, certificate of deposit etc.? If yes, provide details about the instrument, including credit rating	YES / NO If yes, 1. Name of the issuer: Not applicable 2. Details of the debt instrument: Not applicable 3. Whether the debt instrument is listed on stock exchanges? Not applicable 4. Credit Rating of the debt instrument: Not applicable 5. ISIN of the instrument: Not applicable
Security Cover / Asset Cover	Value of shares on the date of event / agreement (A)	INR 38,87,81,42,318.40 The value above has been arrived at by multiplying the number of shares held by the Acquirer in the Company by the closing

		price on May 30, 2025.
	Amount involved (against which shares have been encumbered) (B)	USD 223,000,000 (INR 19,06,15,49,400) (The INR value above has been arrived at by using the USD-INR exchange rate of 1 USD = 85.4778 INR, as on May 30, 2025 as available on the FBIL website).
	Ratio of A / B	2.04
End use of money	Borrowed amount to be utilized for what purpose – (a) Personal use by promoters and PACs (b) For the benefit of listed company Provide details including amount, purpose of raising money by listed company, schedule for utilization of amount, repayment schedule etc. (a) Any other reason (please specify)	Utilized for financing the acquisition of equity shares by the Acquirer in the Company.

*Total share capital/voting capital is based on the total number of outstanding shares and voting rights of the Company as disclosed in the shareholding pattern for the quarter ended March 2025 disclose on the website of BSE.

This includes the shares held by the Acquirer, KIA EBT II Scheme 1, Hector Asia Holdings I Pte. Ltd., B S Ajaikumar, Bhagya A Ajaikumar, Anjali Ajaikumar Rossi, Aagnika Ajaikumar and Asmitha Ajaikumar. Aceso Company Pte. Ltd. was reclassified as a public shareholder with effect from May 30, 2025.

[Signature Page follows]

Yours truly,

Signed for and on behalf of **Hector Asia Holdings II Pte. Ltd.**

A handwritten signature in blue ink, appearing to read 'David', is written over a horizontal line.

Name: DEVID DESFREED KENNEDY

Title: Director

Date: June 10, 2025

Place: Singapore