

Date: 13 September 2024

National Stock Exchange of India Limited
Bandra (East), Mumbai – 400051.
Symbol: SANOFICONR

BSE Limited
Fort, Mumbai – 400001.
Scrip Code: 544250

Dear Sir, Ma'am,

Re.: Disclosure under Regulation 29(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("Takeover Regulations").

We, the promoter and promoter group of Sanofi Consumer Healthcare India Limited ("SCHIL"), have together acquired 1,39,09,587 equity shares in SCHIL by way of an allotment on 17 June 2024 (the equity shares of SCHIL were listed and admitted to trading from 13 September 2024, pursuant to the scheme of arrangement among Sanofi India Limited and SCHIL and their respective shareholders and creditors.

Please find enclosed the captioned disclosure in respect of the aforesaid allotment.

Yours faithfully,

For Hoechst GmbH



Name: Carsten Vogel
Designation: Authorized Officer

For Sanofi SA



Name: Aurélie Riss
Designation: Authorized signatory

Encl.: as above

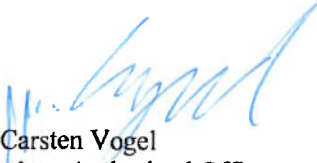
Format for Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A- Details of the Acquisition

Name of the Target Company ("TC")	Sanofi Consumer Healthcare India Limited		
Name(s) of the acquirer and Persons Acting in Concert ("PAC") with the acquirer	Acquirer: Sanofi SA PAC: Hoechst GmbH		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
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	N.A.	N.A.
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	N.A.	N.A.	N.A.
c) Voting rights (VR) otherwise than by equity shares	N.A.	N.A.	N.A.
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)	N.A.	N.A.	N.A.
e) Total (a+b+c+d)	Nil	N.A.	N.A.
Details of acquisition			
a) Shares carrying voting rights acquired	1,39,09,587	60.40%	60.40%
b) VRs acquired otherwise than by equity shares	N.A.	N.A.	N.A.
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each	N.A.	N.A.	N.A.

category) acquired			
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	N.A. 1,39,09,587	N.A. 60.40%	N.A. 60.40%
e) Total (a+b+c+/-d)			
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	1,39,09,587	60.40%	60.40%
b) VRs otherwise than by equity shares	N.A.	N.A.	N.A.
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	N.A.	N.A.	N.A.
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	N.A. 1,39,09,587	N.A. 60.40%	N.A. 60.40%
e) Total (a+b+c+d)			
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Equity shares were allotted pursuant to the scheme of arrangement among Sanofi India Limited and the TC and their respective shareholders and creditors, sanctioned by the Hon'ble National Company Law Tribunal, Mumbai Bench vide its order dated 7 May 2024.		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Fully paid-up equity shares of face value of Rs. 10/- each of the Target Company.		
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 Allotment: 17 June 2024. The equity shares of the Target Company were listed and admitted to trading from 13 September 2024.		
Equity share capital / total voting capital of the TC before the said acquisition	2,30,30,622 equity shares of the TC		
Equity share capital/ total voting capital of the TC after the said acquisition	2,30,30,622 equity shares of the TC		
Total diluted share/voting capital of the TC after the said acquisition	2,30,30,622 equity shares of the TC		

For Hoechst GmbH



Name: Carsten Vogel
Designation: Authorized Officer

For Sanofi SA



Name: Aurélie Riss
Designation: Authorized signatory

Place: Frankfurt/Paris

Date: 13 September 2024

Part-B***

Name of the Target Company: Sanofi Consumer Healthcare India Limited.

Name(s) of the Acquirer and PAC with the Acquirer	Whether the Acquirer belongs to Promoter/Promoter group	PAN of the Acquirer and/or PACs
Hoechst GmbH	Yes – Promoter	
Sanofi SA	Yes – Promoter	

For Hoechst GmbH



Name: Carsten Vogel
Designation: Authorized Officer

For Sanofi SA



Name: Aurélie Riss
Designation: Authorized signatory

Place: Frankfurt/Paris

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Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(**) 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.

Annexure

Disclosure under Regulation 29(1) of Takeover Regulations

Sr. No.	Acquirer	Before the acquisition		Details of acquisition		Post the acquisition	
		No. of shares/voting rights	% w.r.t. total share capital of TC	No. of shares/voting rights	% w.r.t. total share capital of TC	No. of shares/voting rights	% w.r.t. total share capital of TC
1	Hoechst GmbH	Nil	Nil	1,39,04,722	60.38%	1,39,04,722	60.38%
2	Sanofi SA	Nil	Nil	4,865	0.02%	4,865	0.02%
Total				1,39,09,587	60.40%	1,39,09,587	60.40%