

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF HEALTHCARE GLOBAL ENTERPRISES LIMITED UNDER REGULATION 3(1) AND REGULATION 4 READ WITH REGULATIONS 13, 14 AND 15(1) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 AND SUBSEQUENT AMENDMENTS THERETO.

Open offer for acquisition of up to 3,70,90,327 (three crores seventy lakhs ninety thousand three hundred and twenty seven) fully paid-up equity shares of face value of INR 10 (Indian Rupees Ten) each (the “Equity Shares”) of HealthCare Global Enterprises Limited (the “Target Company”), representing 26.00% (twenty six percent) of the Expanded Voting Share Capital (*as defined below*), from the Public Shareholders (*as defined below*) of the Target Company, by Hector Asia Holdings II Pte. Ltd. (the “Acquirer”) together with Hector Asia Holdings I Pte. Ltd. (“PAC 1”), KKR Asia IV Fund Investments Pte. Ltd. (“PAC 2”), KIA EBT II Scheme 1 (“PAC 3” and together with PAC 1 and PAC 2, “PACs”), in their capacity as persons acting in concert with the Acquirer for the purpose of the Open Offer (*as defined below*), pursuant to and in compliance with the requirements of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (the “SEBI (SAST) Regulations”) (the “Open Offer”).

This public announcement (the “**Public Announcement**” or “**PA**”) is being issued by Kotak Mahindra Capital Company Limited, the manager to the Open Offer (the “**Manager**”), for and on behalf of the Acquirer and the PACs, to the Public Shareholders (*as defined below*) of the Target Company pursuant to and in compliance with Regulation 3(1) and Regulation 4 read with Regulation 13(1), Regulation 14 and Regulation 15(1) and other applicable regulations of the SEBI (SAST) Regulations.

For the purposes of this Public Announcement, the following terms shall have the meanings assigned to them below:

- a) “**Board**” means the board of directors of the Target Company;
- b) “**BSA Promoter Group**” means Dr. Ajaikumar B S, Ms. Bhagya A Ajaikumar, Ms. Anjali Ajaikumar Rossi, Ms. Aagnika Ajaikumar and Ms. Asmitha Ajaikumar;
- c) “**Diluted Voting Share Capital**” means the Expanded Voting Share Capital less such number of ESOPs which have been agreed to be surrendered by the relevant employee and which have been accepted by the Target Company, for which the Target Company will be making a cash payment to such employee and for which relevant approvals and consents under applicable law shall have been obtained;
- d) “**Equity Shares**” means the equity shares in the share capital of the Target Company having a face value of INR 10 (Indian Rupees Ten) per equity share;
- e) “**ESOPs**” means an aggregate of 32,39,732 (thirty two lakhs thirty nine thousand seven hundred and thirty two) employee stock options, comprising 3,54,506 (three lakhs fifty four thousand five hundred and six) employee stock options of the Target Company issued under the ESOP Plan that have already vested as on the date hereof and 28,85,226 (twenty eight lakhs eighty five thousand two hundred and twenty six)

employee stock options of the Target Company issued under the ESOP Plan which are expected to vest as of the 10th (tenth) Working Day from the closure of the tendering period of this Open Offer;

- f) **“ESOP Plan”** means the HCG Employee Stock Option Scheme 2014 and the HCG Employee Stock Option Scheme – 2021;
- g) **“Expanded Voting Share Capital”** means the total voting equity share capital of the Target Company after taking into account all potential increases in the voting equity share capital expected as of the 10th (tenth) Working Day from the closure of the tendering period of this Open Offer i.e., 14,26,55,102 (fourteen crore twenty -six lakhs fifty five thousand one hundred and two) Equity Shares, including the ESOPs;
- h) **“Investment Agreement”** means the investment agreement dated June 4, 2020, executed amongst the Target Company, Dr. Ajaikumar B S and the Seller, as amended from time to time;
- i) **“Promoter Agreement”** means the promoter agreement dated February 23, 2025 executed amongst the Acquirer, the PAC 3, the Target Company and the BSA Promoter Group;
- j) **“Public Shareholders”** means all the equity shareholders of the Target Company excluding: (i) the promoters and members of the promoter group of the Target Company; (ii) the Acquirer, the PACs and any persons deemed to be acting in concert with the foregoing; and (iii) the parties to the Share Purchase Agreement (*as defined below*) and any persons deemed to be acting in concert with the parties to the Share Purchase Agreement, pursuant to and in compliance with the SEBI (SAST) Regulations;
- k) **“Required Statutory Approvals”** means collectively, approval from the: (i) Competition Commission of India under Section 31 of the Indian Competition Act, 2002; and (ii) Competition Authority of Kenya under the Kenyan Competition Act (12 of 2010), in each case for the Underlying Transaction and the Promoter Agreement;
- l) **“Sale Shares”** means the number of Equity Shares held by Seller equivalent up to 54.00% (fifty four percent) of the Diluted Voting Share Capital of the Target Company;
- m) **“Seller”** means Aceso Company Pte. Ltd.;
- n) **“SCRR”** means the Securities Contract (Regulations) Rules, 1957, as amended;
- o) **“SEBI”** means the Securities and Exchange Board of India;
- p) **“SEBI Act”** means the Securities and Exchange Board of India Act, 1992, as amended;

- q) “**SEBI (LODR) Regulations**” means the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended;
- r) “**SPA**” or “**Share Purchase Agreement**” means the share purchase agreement dated February 23, 2025 executed amongst the Acquirer, the PAC 3, the Seller, and the Target Company;
- s) “**SPA Price**” means INR 445 (Indian Rupees Four Hundred Forty Five) being the price per sale share agreed to be paid by the Acquirer and the PAC 3 to the Seller in terms of the SPA;
- t) “**Stock Exchanges**” means BSE Limited and the National Stock Exchange of India Limited;
- u) “**Target Group Entities**” means the Target Company, its direct and indirect subsidiaries and limited liability partnerships which partnerships are controlled by the Target Company; and
- v) “**Working Day**” means a working day of SEBI.

1. **Offer Details**

- 1.1 **Open Offer Size:** The Acquirer and the PACs hereby make this Open Offer to the Public Shareholders of the Target Company to acquire up to 3,70,90,327 (three crores seventy lakhs ninety thousand three hundred and twenty seven) Equity Shares (“**Offer Shares**”), representing 26.00% (twenty six percent) of the Expanded Voting Share Capital, at a price of INR 504.41 (Indian Rupees Five Hundred and Four point Four one) per Offer Share aggregating to a total consideration of INR 1870,87,31,842.07 (Indian Rupees One Thousand Eight Hundred and Seventy Crores Eighty Seven Lakhs Thirty One Thousand Eight Hundred and Forty Two point Zero Seven) (assuming full acceptance) (“**Offer Size**”), subject to the receipt of all applicable statutory approval(s) including the Required Statutory Approvals and the terms and conditions mentioned in this Public Announcement and to be set out in the detailed public statement (“**Detailed Public Statement**”) and the letter of offer (“**Letter of Offer**”) to be issued in accordance with the SEBI (SAST) Regulations in relation to this Open Offer.
- 1.2 **Price/Consideration:** The Equity Shares of the Target Company are frequently traded in terms of the SEBI (SAST) Regulations. The Open Offer is being made at a price of INR 504.41 (Indian Rupees Five Hundred and Four point Four one) per Offer Share (the “**Offer Price**”), which is determined in accordance with Regulations 8(1) and 8(2) of the SEBI (SAST) Regulations. Assuming full acceptance under the Open Offer, the total consideration payable by the Acquirer and the PACs under the Open Offer will be INR 1870,87,31,842.07 (Indian Rupees One Thousand Eight Hundred and Seventy Crores Eighty Seven Lakhs Thirty One Thousand Eight Hundred and Forty Two point Zero Seven).
- 1.3 **Mode of Payment (cash/security):** The Offer Price is payable in cash by the Acquirer, in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations.

- 1.4 **Type of Offer (triggered offer, voluntary offer/ competing offer, etc.):** This Open Offer is a mandatory open offer under Regulation 3(1) and Regulation 4 of the SEBI (SAST) Regulations pursuant to the execution of the Share Purchase Agreement for the acquisition of substantial number of equity shares, voting rights, and control over the Target Company.

2. **Underlying Transaction which has triggered this Open Offer**

- 2.1 The Acquirer and PAC 3 have agreed to purchase from the Seller, a minimum of such number of Equity Shares which constitute 51.00% (fifty one per cent) of the Diluted Voting Share Capital and up to all the Sale Shares at the SPA Price, subject to the receipt of the Required Statutory Approvals and satisfaction of other conditions precedent as will be set out in the Detailed Public Statement and the Letter of Offer, in accordance with the terms of the Share Purchase Agreement. The aggregate consideration payable for the Sale Shares is up to INR 3428,00,20,975/- (Indian Rupees Three Thousand Four Hundred and Twenty Eight Crores Twenty Thousand Nine Hundred and Seventy Five).

2.2 **Acquisition from the Seller under the Share Purchase Agreement**

The Acquirer and PAC 3 have agreed to purchase the Sale Shares from the Seller in two tranches in the manner set out below.

- 2.2.1 The Acquirer and PAC 3 have agreed to purchase from the Seller in the first tranche such number of Equity Shares that are equivalent to 51.00% (fifty one percent) of the Diluted Voting Share Capital which number, if no ESOPs have been surrendered by the relevant employee(s) and the Target Company, consequently, has not made any cash payment to such employee, will be 7,27,54,102 (seven crores twenty seven lakhs fifty four thousand one hundred and two) Equity Shares (“**First Tranche Shares**”). The acquisition of the First Tranche Shares will take place, subject to the receipt of the Required Statutory Approvals and satisfaction of other conditions precedent as will be set out in the Detailed Public Statement and the Letter of Offer and in accordance with the terms of the SPA, at the SPA Price (“**First Tranche Closing Date**”).
- 2.2.2 If the percentage of Diluted Voting Share Capital held by the Acquirer and PAC 3 upon completion of the acquisition of the First Tranche Shares along with the Equity Shares that are validly tendered by Public Shareholders and accepted by the Acquirer under this Open Offer is less than 54.00% (fifty four percent) of the Diluted Voting Share Capital, then the Acquirer and/or PAC 3 will acquire such number of Sale Shares (“**Second Tranche Shares**”), at the SPA Price, such that the aggregate shareholding of the Acquirer and PAC 3 reaches 54.00% (fifty four per cent) of the Diluted Voting Share Capital.
- 2.2.3 The number of Sale Shares to be purchased by PAC 3 shall not exceed 1.00% (one percent) of the Diluted Voting Share Capital. The Acquirer shall purchase all the Sale Shares which are not purchased by PAC 3.
- 2.2.4 On and with effect from the First Tranche Closing Date: (i) the Board shall take on record the resignation of the directors nominated by the Seller; (ii) in terms of the transaction documents, the Investment Agreement and Part B of the Articles of Association of the Target Company shall stand terminated, with the Board taking on record the same; and (iii) the Board shall approve the appointment of the nominee directors of the Acquirer, as additional directors.

2.3 **Change of control and re-classification**

From the First Tranche Closing Date (i) the Seller, the BSA Promoter Group and/or their respective affiliates will cease to be in control of the Target Company and the Acquirer shall be in sole control of the Target Company; (ii) the Acquirer and PAC 3 will be classified as the members of ‘promoter and promoter group’ of the Target Company; (iii) the Seller will be reclassified as a ‘public shareholder’ of the Target Company in terms of Regulation 31A of the SEBI (LODR) Regulations.

2.4 Since the Acquirer has entered into an agreement to acquire voting rights in excess of 25.00% (twenty five percent) of the equity share capital and sole control over the Target Company, this Open Offer is being made under Regulation 3(1) and Regulation 4 of the SEBI (SAST) Regulations.

2.5 The proposed sale of the Sale Shares by the Seller and purchase by the Acquirer along with PAC 3 under the SPA as explained in paragraph 2.1 - 2.3) is referred to as the “**Underlying Transaction**”. A tabular summary of the Underlying Transaction is set out below:

Details of Underlying Transaction						
Type of transaction (direct / indirect)	Mode of transaction (agreement/ allotment/ market purchase) ⁽¹⁾	Equity Shares/ Voting rights acquired/ proposed to be acquired		Total consideration for shares/ voting rights acquired (Rupees)	Mode of payment (cash/ securities)	Regulation which has triggered
		Number	% vis-à-vis total equity/ Expanded Voting Share Capital			
Direct	SPA – The Acquirer and PAC 3 have entered into the SPA pursuant to which the Acquirer and PAC 3 have agreed to acquire up to all the Sale Shares from the Seller, subject to the receipt of the Required Statutory Approvals and satisfaction of other conditions precedent as will be set out in the Detailed Public Statement and the Letter of Offer.	Up to 7,70,33,755 Equity Shares ⁽²⁾	Up to 54.00% of the Expanded Voting Share Capital ⁽²⁾	Up to INR 3428,00,20,975/-	Cash	Regulation 3(1) and Regulation 4 of the SEBI (SAST) Regulations.

Notes:

1. Please refer to paragraphs 2.1 – 2.3 of this Public Announcement above for further details in connection with the Underlying Transaction.
2. Includes both the First Tranche Shares and the Second Tranche Shares calculated on the basis of 54.00% of the Diluted Voting Share Capital as of February 23, 2025, where no ESOPs have been surrendered by the relevant employee, and the Target Company, consequently, has not made any cash payment to such employee.

- 2.6 In addition to the Underlying Transaction, the Acquirer, the PAC 3, the Target Company and the BSA Promoter Group have entered into the Promoter Agreement to record the *inter-se* rights and obligations of the Acquirer, the PAC 3 and the BSA Promoter Group. From the First Tranche Closing Date: (i) the BSA Promoter Group will continue to comprise part of the ‘promoter and promoter group’ of the Target Company along with the Acquirer and PAC 3; (ii) Dr. Ajaikumar B S and Ms. Anjali Ajaikumar Rossi shall not have any executive roles and will be re-designated as non-executive directors on the Board; and (iii) Dr. Ajaikumar B S will be re-designated as the non-executive chairman of the Board.

3. **Acquirer/PAC:**

Details	Acquirer	PAC 1	PAC 2	PAC 3	Total
Name of Acquirer(s)/ PAC(s)	Hector Asia Holdings II Pte. Ltd.	Hector Asia Holdings I Pte. Ltd.	KKR Asia IV Fund Investments Pte. Ltd.	KIA EBT II Scheme 1	-
Address	12 Marina View #11-01, Asia Square Tower 2, 018961, Singapore	12 Marina View #11-01, Asia Square Tower 2, 018961, Singapore	12 Marina View #11-01, Asia Square Tower 2, 018961, Singapore	GDA House, First Floor, Plot No. 85, S. No. 94 & 95, Bhusari Colony (Right), Kothrud, Pune, Maharashtra – 411038	-
Name(s) of persons in control/ promoters of Acquirer/PAC where Acquirer/PAC are companies	The Acquirer is an investment holding entity and is wholly owned subsidiary of PAC 1, which in turn is a wholly owned subsidiary of PAC 2. The Acquirer was incorporated on December 10, 2024 under the laws of Singapore (company registration number: 202449962M).	PAC 1 (holding company of the Acquirer) is an investment holding entity and is wholly owned subsidiary of PAC 2. PAC 1 was incorporated on December 10, 2024 under the laws of Singapore (company registration number: 202449952Z).	PAC 2 is an investment holding entity and is wholly owned subsidiary of KKR Asian Fund IV SCSp. PAC 2 was incorporated on June 23, 2020 under the laws of Singapore (company registration number: 202017605D). The Acquirer is a wholly owned subsidiary of PAC 1, which in turn is a wholly owned subsidiary of PAC 2.	PAC 3 is a scheme of KIA EBT Trust II, which has been set up primarily with an objective of providing an opportunity to eligible employees of its settlor or its affiliates to co-invest in identified portfolio companies with the KKR funds. PAC 3 was incorporated on January 14, 2025 under the laws of India, with Catalyst Trusteeship Limited as its trustee.	-

Details	Acquirer	PAC 1	PAC 2	PAC 3	Total
Name of the Group, if any, to which the Acquirer/PAC belongs to	The Acquirer is an affiliate of funds, vehicles and/or entities managed and/or advised by Kohlberg Kravis Roberts & Co. L.P., which is an indirect subsidiary of KKR & Co. Inc.	PAC 1 is an affiliate of funds, vehicles and/or entities managed and/or advised by Kohlberg Kravis Roberts & Co. L.P., which is an indirect subsidiary of KKR & Co. Inc.	PAC 2 is an affiliate of funds, vehicles and/or entities managed and/or advised by Kohlberg Kravis Roberts & Co. L.P., which is an indirect subsidiary of KKR & Co. Inc.	The Trust has been set up primarily with an objective of providing an opportunity to eligible employees of its settlor or its affiliates to co-invest in identified portfolio companies with the KKR funds	-
Pre-transaction shareholding • Number • % of total share capital	Nil	Nil	Nil	Nil	
Proposed shareholding after the acquisition of shares which triggered the Open Offer (assuming entire 26.00% is tendered in the Open Offer)	10,84,17,878 Equity Shares representing 76.00% of the Expanded Voting Share Capital ⁽¹⁾⁽³⁾	Nil	Nil	14,26,551 Equity Shares representing 1.00% of the Expanded Voting Share Capital ⁽¹⁾⁽³⁾	10,98,44,429 Equity Shares representing 77.00% of the Expanded Voting Share Capital ⁽¹⁾⁽³⁾
Proposed shareholding after the acquisition of shares which triggered the Open Offer (assuming no Equity Shares are tendered in the Open Offer)	7,56,07,204 Equity Shares representing 53.00% of the Expanded Voting Share Capital ⁽²⁾⁽³⁾	Nil	Nil	14,26,551 Equity Shares representing 1.00% of the Expanded Voting Share Capital ⁽²⁾⁽³⁾	7,70,33,755 Equity Shares representing 54.00% of the Expanded Voting Share Capital ⁽²⁾⁽³⁾

Details	Acquirer	PAC 1	PAC 2	PAC 3	Total
Any other interest in the Target Company	None	None	None	None	None

Notes:

1. Assuming the Acquirer purchases (i) 7,13,27,551 Equity Shares (50.00% of the Expanded Voting Share Capital) from the Seller, and (ii) 3,70,90,327 Equity Shares under the Open Offer and PAC 3 purchases 14,26,551 Equity Shares (1.00% of the Expanded Voting Share Capital) from the Seller basis the assumption that no ESOPs have been surrendered by the relevant employee, and the Target Company, consequently, has not made any cash payment to such employee;
2. Assuming Acquirer purchases 7,56,07,204 Equity Shares (53.00% of the Expanded Voting Share Capital) and PAC 3 purchases 14,26,551 Equity Shares (1.00% of the Expanded Voting Share Capital) from the Seller cumulatively in the first tranche and the second tranche basis the assumption that no ESOPs have been surrendered by the relevant employee, and the Target Company, consequently, has not made any cash payment to such employee;
3. The number of Sale Shares to be purchased by PAC 3 shall not exceed 1.00% (one percent) of the Diluted Voting Share Capital. The Acquirer shall purchase all the Sale Shares which are not purchased by PAC 3.

4. Details of the Seller (i.e., the selling shareholder under the Share Purchase Agreement):

The details of the Seller under the SPA are as follows:

Serial No.	Name	Part of promoter group (Yes/ No)	Details of shares/ voting rights held by the selling shareholder			
			Pre Transaction ⁽¹⁾		Post Transaction ⁽²⁾	
			Number of Equity Shares	% of Expanded Voting Share Capital	Number of Equity Shares	% of Expanded Voting Share Capital
1.	Aceso Company Pte. Ltd.	Yes	8,41,34,078	58.98%	1,13,79,976	7.98%

Notes:

1. The pre-transaction shareholding percentage of the Seller is calculated on the basis of the Expanded Voting Share Capital as on the date of this Public Announcement.
 2. Assuming full acceptance under this Open Offer and purchase of only the First Tranche Shares under the SPA. If the percentage of Diluted Voting Share Capital held by the Acquirer and PAC 3 upon completion of acquisition of the First Tranche Shares along with Equity Shares that are validly tendered by the Public Shareholders and accepted by the Acquirer under this Open Offer is less than 54.00% of the Diluted Voting Share Capital, then Acquirer and/or PAC 3 will acquire the Second Tranche Shares as set out in paragraph 2.2.2 above, and the post transaction shareholding of the Seller will accordingly change. The above computation is basis the assumption that no ESOPs have been surrendered by the relevant employee, and the Target Company, consequently, has not made any cash payment to such employee.
- 4.1 The Seller has not been prohibited by SEBI from dealing in securities, in terms of the directions issued by SEBI under Section 11B of the SEBI Act or any other regulations made under the SEBI Act.
 - 4.2 If, as a result of the acquisition of Equity Shares pursuant to the Underlying Transaction and the Open Offer, the public shareholding in the Target Company falls below the minimum level required as per Rule 19A of the SCRR, the Acquirer and the PACs shall ensure that the Target Company satisfies the minimum public shareholding set out in Rule 19A of the SCRR in compliance with applicable laws.

- 4.3 **Target Company**
Name: HealthCare Global Enterprises Limited
CIN: L15200KA1998PLC023489
Registered Office: HCG Tower, No. 8, P Kalinga Rao Road, Sampangi Rama Nagar, Bengaluru, Karnataka, 560027, India
Exchanges where listed: The Equity Shares of the Target Company are listed on the following stock exchanges:
(i) BSE Limited, Scrip Code: 539787
(ii) National Stock Exchange of India Limited, Symbol: HCG
The ISIN of the Target Company is INE075I01017.

5. **Other Details**

- 5.1 The Detailed Public Statement to be issued under the SEBI (SAST) Regulations shall be published in newspapers, within 5 (five) Working Days of this Public Announcement, in accordance with Regulations 13(4) and 14(3) of the SEBI (SAST) Regulations on or before March 03, 2025. The Detailed Public Statement, the draft Letter of Offer and the Letter of Offer shall, *inter-alia*, contain details of the Open Offer including detailed information on the Offer Price, the Acquirer, the PACs, the Target Company, the Seller, the background to the Open Offer, the statutory approvals (including Required Statutory Approvals) required, details of the Share Purchase Agreement, including the conditions precedent thereunder, the settlement procedure and other terms of the Open Offer and the conditions thereto.
- 5.2 The Open Offer is not conditional upon any minimum level of acceptance pursuant to the terms of Regulation 19(1) of the SEBI (SAST) Regulations. This Public Announcement is not being issued pursuant to a competing offer in terms of Regulation 20 of the SEBI (SAST) Regulations.
- 5.3 The Acquirer and the PACs have no intention to delist the Target Company pursuant to this Open Offer.
- 5.4 The Acquirer and the PACs and their respective directors accept full responsibility for the information contained in the Public Announcement. The Acquirer and the PACs undertake that they are aware of and will comply with the obligations under the SEBI (SAST) Regulations. The Acquirer and the PACs confirm that they have adequate financial resources to meet their obligations under the SEBI (SAST) Regulations for the purposes of the Open Offer and have made firm financial arrangements for financing the acquisition of the Offer Shares, in terms of Regulation 25(1) of the SEBI (SAST) Regulations.
- 5.5 All the information pertaining to the Target Company contained in this Public Announcement has been obtained from publicly available sources or provided by the Target Company. All information pertaining to the Seller contained in this Public Announcement has been obtained from the Seller. The accuracy of such information has not been independently verified by the Manager to the Open Offer.

5.6 In this Public Announcement, all references to “INR” are references to Indian Rupees.

5.7 In this Public Announcement, any discrepancy in any amounts as a result of multiplication or totalling is due to rounding off.

Issued by the Manager to the Open Offer:



Kotak Mahindra Capital Company Limited

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SEBI Registration Number: INM000008704

Validity Period: Permanent Registration

For and on behalf of the Acquirer and the PACs

Hector Asia Holdings II Pte. Ltd. (Acquirer)

Hector Asia Holdings I Pte. Ltd. (PAC 1)

KKR Asia IV Fund Investments Pte. Ltd. (PAC 2)

KIA EBT II SCHEME 1 (PAC 3)

Sd/-

Place: Singapore/ Mumbai

Date: February 23, 2025