BNP PARIBAS

The bank
for a changing
world

Date : 2nd September 2020

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400001	**National Stock Exchange of India Limited – Corporate Office** National Stock Exchange of India Ltd., Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051	**J.B. Chemicals & Pharmaceuticals Limited** B Wing, Neelam Centre, 4th Floor, Hind Cycle Road, Worli, Mumbai – 400030.

Dear Sir/Madam,

Sub: Disclosure pursuant to Regulation 29 (1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 in relation to J.B. Chemicals & Pharmaceuticals Limited

Pursuant to the disclosure required to be made under Regulation 29 (1) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find attached the disclosure in respect of the encumbrance over equity shares of J.B. Chemicals & Pharmaceuticals Limited, in favour of BNP Paribas, acting through its Hong Kong branch, in the capacity of security agent for the benefit of lenders.

For BNP Paribas

Mary Loo

Authorised Signatory

Brenda Loong

Authorised Signatory

BNP PARIBAS

The bank
for a changing
world

Part A

Annexure

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

Part- A – Details of Acquisition

1. Name of the Target Company (TC)	J.B. Chemicals & Pharmaceuticals Limited		
2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	BNP Paribas, acting through its Hong Kong branch, in the capacity of security agent on behalf of lenders. See note 1 below.		
3. Whether the acquirer belongs to Promoter/Promoter group	No		
4.Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited National Stock Exchange of India Limited		
5. 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 b) Shares in nature of encumbrance (pledge/lien/non-disposal undertaking/others) c) Voting rights (VR) otherwise than by shares d) Warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	Nil	Nil	Nil
e) Total (a+b+c+d)	Nil	Nil	Nil
Details of acquisition: a) Shares carrying voting rights acquired/ sold b) VRs acquired otherwise than by shares 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) acquired d) Shares in nature of encumbrance (~~pledge/lien~~/non-disposal undertaking/others)	- - - 7,728,210	- - - 10%	- - - 10%
e) Total (a+b+c+d)	7,728,210	10%	10%
After the acquisition, holding of acquirer along with PACs of: a) Shares carrying voting rights b) VRs otherwise than by equity shares 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. d) Shares in nature of encumbrance (~~pledge~~/~~lien~~/non-disposal undertaking/others)	7,728,210	10%	10%
e) Total (a+b+c+d)	7,728,210	10%	10%
6. Mode of acquisition (e.g. ~~open market / public issue / rights issue / preferential allotment / inter-se transfer/~~ encumbrance, ~~etc.~~)	See note 1 below.	See note 1 below	See note 1 below
7.Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Not applicable	Not applicable	Not applicable
8. Date of acquisition of/ ~~date of receipt of intimation of allotment of shares/ VR/ warrants/ convertible securities/ any other instrument~~	31 August 2020: 6,935,965 equity shares 1 September 2020: 792,245 equity shares	31 August 2020: 6,935,965 equity shares 1 September 2020: 792,245 equity shares	31 August 2020: 6,935,965 equity shares 1 September 2020: 792,245 equity shares
9.Equity share capital /total voting capital of the TC before the said acquisition	77,282,097 equity shares of the TC (as per the shareholding pattern as on 30 June 2020 as publicly disclosed by the TC)	77,282,097 equity shares of the TC (as per the shareholding pattern as on 30 June 2020 as publicly disclosed by the TC)	77,282,097 equity shares of the TC (as per the shareholding pattern as on 30 June 2020 as publicly disclosed by the TC)
10. Equity share capital/ total voting capital of the TC after the said acquisition	77,282,097 equity shares of the TC (as per the shareholding pattern as on 30 June 2020 as publicly disclosed by the TC)	77,282,097 equity shares of the TC (as per the shareholding pattern as on 30 June 2020 as publicly disclosed by the TC)	77,282,097 equity shares of the TC (as per the shareholding pattern as on 30 June 2020 as publicly disclosed by the TC)
11. Total diluted share/voting capital of the TC after the said acquisition	77,282,097 equity shares of the TC (as per the shareholding pattern as on 30 June 2020 as publicly disclosed by the TC)	77,282,097 equity shares of the TC (as per the shareholding pattern as on 30 June 2020 as publicly disclosed by the TC)	77,282,097 equity shares of the TC (as per the shareholding pattern as on 30 June 2020 as publicly disclosed by the TC)

BNP PARIBAS

The bank
for a changing
world

Note 1:

Tau Investment Holdings Pte. Ltd. (**"Tau Investment"**) (a promoter of the TC) has by way of covenants under the facilities agreement dated 7 August 2020 between, *inter alia*, Tau Investment as borrower and BNP Paribas, acting through its Hong Kong branch, as facility agent and security agent (the **"Facilities Agreement"**), for the benefit of the certain overseas lenders outside India (**"Finance Parties"**)[##], agreed to be subject to certain restrictions/requirements with respect to disposal of 7,728,210 (10%) equity shares of the TC held by Tau Investment, including the maintenance of certain financial ratios and restrictions on creating any security on its entire shareholding in the TC other than as permitted under the Facilities Agreement.

Tau Holdco Pte. Ltd. (**"Tau Holdco"**) has by way of covenants under the Facilities Agreement, for the benefit of the Finance Parties[##], agreed not to dispose of equity shares of Tau Investment held by Tau Holdco and to restrictions on creating any security on its entire shareholding in Tau Investment other than as permitted under the Facilities Agreement.

[##] The list of Finance Parties under the Facility Agreement as on date is set out below:

(i) BNP Paribas, acting through its Hong Kong branch (as the Facility Agent);
(ii) BNP Paribas, acting through its Hong Kong branch (as the Lender);
(iii) Goldman Sachs Lending Partners LLC (as the Lender);
(iv) Crédit Agricole Corporate And Investment Bank (as the Lender);
(v) Deutsche Bank AG, Singapore Branch (as the Lender);
(vi) Sumitomo Mitsui Banking Corporation Singapore Branch (as the Lender);
(vii) BNP Paribas (as the Arranger);
(viii) Goldman Sachs (Asia) L.L.C. (as the Arranger);
(ix) Crédit Agricole Corporate and Investment Bank (as the Arranger);
(x) Deutsche Bank AG, Singapore Branch (as the Arranger);
(xi) Sumitomo Mitsui Banking Corporation Singapore Branch (as the Arranger); and
(xii) BNP Paribas, acting through its Hong Kong branch (as the Security Agent).

Signature of the security agent:
For BNP Paribas

Mary Loo
Authorized Signatory

Brenda Loong
Authorized Signatory

Place: Hong Kong

Date: 2nd September 2020

BNP PARIBAS

The bank
for a changing
world

Signature of the security agent:

For BNP Paribas

Mary Loo

Authorized Signatory

Brenda Loong

Authorized Signatory

Place: Hong Kong

Date: 2nd September 2020

Note:

(*) Total share capital/ voting 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 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.

BNP PARIBAS is a Public Limited Company (société anonyme) incorporated in France, with a capital of 2 499 597 122 Euros – Commercial Register (RCS) number 662 042 449 Paris – EC. Identifier FR76662042449.
The liability of its members is limited. Registered office : 16, boulevard des Italiens, 75009 Paris - ORIAS n° 07 022 735 – www.bnpparibas.com
Hong Kong Branch: 59-63/F Two International Finance Centre, 8 Finance Street, Central, Hong Kong Tel: +852 2909 8888 www.bnpparibas.com.hk
法國巴黎銀行香港分行: 香港中環金融街8號國際金融中心2期59-63樓 電話:+852 2909 8888