

CSD/BSE&NSE/BM/2023-24 September 29, 2023

To
The Manager
Department of Corporate Services
BSE Limited
25th Floor, P. J. Towers,
Dalal Street, Mumbai - 400 001

To
The Manager
Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (E), Mumbai – 400 051

Scrip Code: 543064 Scrip Symbol: SUVENPHAR

Dear Sir/Madam,

Sub: Outcome of the board meeting – Intimation of change in control of the Company and change in directors of the Company

This is in furtherance to the letter dated 26 December 2022 pursuant to which it was informed that, *inter-alia* a promoter of the Company i.e., Jasti Property and Equity Holdings Private Limited (in its capacity as sole trustee of Jasti Family Trust) ("Seller") has executed a share purchase agreement with Berhyanda Limited ("Acquirer"), a Cyprus based company on 26 December 2022 ("Share Purchase Agreement").

Pursuant to the Share Purchase Agreement, requisite approvals have been obtained from: (a) the Competition Commission of India; and (b) the Department of Pharmaceuticals, Ministry of Chemicals and Fertilizers (the "DoP"). The approval from the DoP permits acquisition of up to 76.1% shareholding in the Company by the Acquirer by way of: (a) transfer of 12,75,37,043 equity shares aggregating to 50.1% of shareholding in the Company by the Seller; and (b) acquisition of up to 6,61,86,889 equity shares aggregating to 26% of shareholding in the Company from the public shareholders through mandatory open offer; and specifies that the aggregate foreign investment, including investments from other foreign investors may be up to 90.1% in the Company. Accordingly, assuming full tendering of 26% shareholding in the open offer, the Acquirer will hold 76.1% shareholding in the Company, out of the approved limit of 90.1% foreign investment in the Company subject to compliance with the regulations under various laws and the terms and conditions as specified in the letter of approval issued by the DoP.

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we wish to inform you that board of directors of the Company ("Board") at its meeting held today took note that pursuant to the Share Purchase Agreement, the Acquirer has acquired 12,75,37,043 equity shares aggregating to 50.10% from the Seller and in furtherance to the Share Purchase Agreement, the Acquirer has acquired control over the Company ("Change of Control") and consequent to the Change of Control,

# **Suven Pharmaceuticals Limited**



the Acquirer has become the new promoter of the Company and the existing promoters and members of the promoter group (other than the Acquirer) of the Company (namely (the Seller i.e., Jasti Property and Equity Holdings Private Limited (in its capacity as sole trustee of Jasti Family Trust), Venkateswarlu Jasti, Sudharani Jasti, Kalyani Jasti, Sirisha Jasti and Madhavi Jasti), as disclosed in the respective open offer documents (under the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011) have agreed to and disclosed their respective intention (in such open offer documents) to be reclassified as public, subject to receipt of necessary approvals required in terms of the SEBI Listing Regulations.

Further, pursuant to Regulation 30 of the SEBI Listing Regulations, we wish to inform you that the board of directors of the Company at its meeting held today i.e., 29 September, 2023, upon the recommendation of the nomination and remuneration committee passed today i.e., 29 September, 2023, and subject to the approval of the shareholders in the ensuing annual general meeting of the Company has, *inter alia*, considered and approved the appointment of the following directors on the board of directors of the Company with immediate effect:

# 1. Appointment of Directors

S. no	Name	DIN	Category
1	VAIDHEESH ANNASWAMY	01444303	Executive Chairman
2	VETUKURI VENKATA NAGA KALI VARA	07267366	Managing Director
	PRASADA RAJU		
3	PANKAJ PATWARI	08206620	Non-Executive Director
4	MATANGI GOWRISHANKAR	01518137	Independent Director
5	VINOD RAO	01788921	Independent Director
6	KG ANANTHAKRISHNAN	00019325	Independent Director

# 2. Appointment of KMP and Senior Management Personnel

Pursuant to Regulation 30 of the SEBI Listing Regulations, we hereby inform you that Board of Directors of the Company at its meeting considered and approved the appointment of the following KMP and Senior Management Personnel, with immediate effect:

S. no	Name	Designation	Category
1	SUDHIR KUMAR SINGH	Chief Executive Officer	KMP
2	SUBBA RAJU KOMARAVOLU	Chief Strategy Officer	Senior Management
3.	GAURAV NARAIN BAHADUR	Chief Human Resources Officer	Senior Management
4.	BRIAN SHAUGHNESSY	Chief Commercial Officer	Senior Management



Disclosure required pursuant to Regulation 30 read with clause 7 of Para A of Part A of Schedule III of the SEBI Listing Regulations, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as **Annexure 1-A to 1-J**.

# 3. Resignation of Directors

Pursuant to Regulation 30 of the SEBI Listing Regulations, we hereby inform you that the Board of Directors of the Company at its meeting took note of resignation of the following directors, with immediate effect:

S. No	Name	DIN	Category
1	J. V. RAMUDU	03055480	Non-Executive Non-Independent
			Director – Chairperson
2	VENKATESWARLU JASTI	00278028	Executive, Managing Director
3	JERRY JEYASINGH	08589727	Non-Executive Non-Independent Director
4	D. G. PRASAD	00160408	Non-Executive Independent Director
5	DEEPANWITA CHATTOPADHYAY	02357160	Non-Executive Independent Director
6	VAJJA SAMBASIVA RAO	09233939	Non-Executive Independent Director

Disclosures required pursuant to Regulation 30(2) read with clauses 7, 7B and 7C of Para A of Part A of Schedule III of the SEBI Listing Regulations, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as **Annexures 2-A to 2-F**.

Further also, the Company has received confirmations from the above listed directors that there are no material reasons for their resignation other than those mentioned in their respective resignation letters dated September 29, 2023, and the same are enclosed herewith as **Annexure- 3**.

# 4. Resignation of Senior Management Personnel

Further, we hereby inform you that the Board of Directors of the Company at its meeting took note of resignation of the Ms. Kalyani Jasti, President (US Operations), with immediate effect.

Disclosures required pursuant to Regulation 30(2) read with clauses 7, 7B and 7C of Para A of Part A of Schedule III of the SEBI Listing Regulations, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as **Annexure 4** 

Further, at its meeting held today i.e., 29 September, 2023, pursuant to the option exercised by the Acquirer under the Share Purchase Agreement, the Company has decided to engage Mr. Venkateswarlu Jasti to provide certain consultancy services as the Chief Advisor to the Target Company (which consultancy services shall, at all times, be in compliance of Regulation 31A of the SEBI Listing Regulations) to provide certain support and guidance in transition of the business of the Company as may be required from the change in control of the Company at the request of the



Company with respect to specific matters which are referred by the Company to the Chief Advisor, for a period ending on the earlier of: (i) the 18th month from the consummation of the Share Purchase Agreement; and (ii) the 12th month from the date when Mr. Venkateswarlu Jasti (as well as the other members of the promoter and promoter group of the Target Company, as disclosed in the publicly available shareholding pattern of the Target Company for the quarter ended 30 June 2023) meet all the requirements for re-classification as a public shareholder of the Target Company, in terms of Regulation 31A of the SEBI Listing Regulations. It is hereby clarified that Mr. Venkateswarlu Jasti shall not be paid any remuneration or payment for providing such consultancy services as Chief Advisor to the Target Company.

The Board Meeting commenced at 5:30 P.M. IST and concluded at 8:20 P.M. IST

This is for your information and record.

Thanking you,
Yours faithfully,
For **Suven Pharmaceuticals Limited** 

K. Hanumantha Rao Company Secretary

Encl: as above



# **Annexure 1-A**

(1).	Name of Director	VAIDHEESH ANNASWAMY
(2).	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment as Additional Director (Executive) and Chairperson of the Board
(3).	Date of appointment & Term of appointment	With immediate effect and not liable to retire by rotation
(4).	Brief profile (in case of appointment)	Mr. Vaidheesh Annaswamy is a successful senior business leader from the most admired Fortune 100 companies with more than 35 years of diverse experience in healthcare and FMCG Industry, including at Johnson and Johnson, Pfizer and GSK. Mr. Annaswamy has proven expertise in general management with a strong background in market creation and leadership development.  Mr. Annaswamy has a rich experience in building strong leadership for brands/franchises across varied categories (healthcare and FMCG) and in multi-grid and multi-cultural Locations.
(5)	Disclosure of valationships hatus as	He was instrumental in successfully turning around challenging business situation for GSK Pharma India, and has created access to latest vaccines strategy to benefit large cohort of children.
(5).	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Vaidheesh Annaswamy is not related to any other director of the Company.
(6).	Information as required under Circular No. LIST/COMP/14/2018-19 and NSE/CML/2018/02 dated June 20, 2018 issued by the BSE and NSE, respectively.	We hereby confirm that Mr. Vaidheesh Annaswamy is not debarred from holding the office of a Director by virtue of any SEBI Order or any other such authority.

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# Annexure 1-R

		Annexure 1-B
(1).	Name of Director	VETUKURI VENKATA NAGA KALI VARA PRASADA RAJU
(2).	Reason for change viz. appointment,	Appointment as Additional Director (Executive)
	resignation, removal, death or	and Managing Director of the Board
	otherwise	
(3).	Date of appointment &	With immediate effect and liable to retire by
	Term of appointment	rotation
(4).	Brief profile (in case of appointment)	Dr. Vetukuri Venkata Naga Kali Vara Prasada Raju
		is the Managing Director and Chief Executive
		Officer of Cohance Life Sciences Limited. He was
		appointed on 27 October 2020 as the Whole-
		Time Director and Chief Executive Officer of
		Cohance Life Sciences Limited and subsequently
		designated as Managing Director and Chief
		Executive Officer with effect from 10 March
		2021.
		Da Vetelovi Vedlete Nese Keli Veda Beseda Bei
		Dr Vetukuri Venkata Naga Kali Vara Prasada Raju
		has 29+ years of techno commercial experience
		in the pharmaceutical space across the value
		chain, during which time he served in various
		leadership roles including at Granules India
		Limited and Dr. Reddy's Laboratories.
		Dr. Vetukuri Venkata Naga Kali Vara Prasada Raju
		served as an Executive Director at Granules India
		Limited between 2012 and 2019, and was
		responsible for driving growth strategy, product
		portfolio, scientific affairs, regulatory affairs,
		intellectual property and new business
		initiatives. During his time at Granules India
		Limited, Dr. Raju also led and built R&D and
		Greenfield projects.
		Dr. Vetukuri Venkata Naga Kali Vara Prasada Raju
		has also served on the Boards of Granules
		Omnichem Pvt Limited (Vizag, India), Granules
		Pharmaceuticals Inc., (DC, USA) and US Pharma
		Limited (FL, USA).



(5).	Disclosure of relationships between	Dr. Vetukuri Venkata Naga Kali Vara Prasada Raju
	directors (in case of appointment of a	is not related to any other director of the
	director)	Company.
(6).	Information as required under Circular	We hereby confirm that Dr. Vetukuri Venkata
	No. LIST/COMP/14/2018-19 and	Naga Kali Vara Prasada Raju is not debarred from
	NSE/CML/2018/02 dated June 20,	holding the office of a Director by virtue of any
	2018, issued by the BSE and NSE,	SEBI Order or any other such authority.
	respectively.	



# **Annexure 1-C**

	T	1
(1).	Name of Director	PANKAJ PATWARI
(2).	Reason for change viz. appointment,	Appointment as Additional Director and Non-
	resignation, removal, death or	Executive Director of the Board
	otherwise	
(3).	Date of appointment &	With immediate effect & liable to retire by
	Term of appointment	rotation, subject to approval by the
		shareholders.
(4).	Brief profile (in case of appointment)	As Managing Director – Advent India PE Advisors
		Private Limited, Mr. Pankaj Patwari has been
		managing Advent's investments in Manjushree
		Technopack Limited, QuEST Global and Bharat
		Serums and Vaccines Ltd. He also serves of the
		Board of Directors of various other companies,
		notably, Bharat Serums and Vaccines Limited,
		Manjushree Technopack Limited and ZCL
		Chemicals Limited.
(5).	Disclosure of relationships between	Mr. Pankaj Patwari is not related to any other
	directors (in case of appointment of a	director of the Company.
	director)	
(6).	Information as required under Circular	We hereby confirm that Mr. Pankaj Patwari is not
	No. LIST/COMP/14/2018-19 and	debarred from holding the office of a Director by
	NSE/CML/2018/02 dated June 20,	virtue of any SEBI Order or any other such
	2018 issued by the BSE and NSE,	authority.
	respectively.	



# **Annexure 1-D**

		Alliexure 1-D
(1).	Name of Director	MATANGI GOWRISHANKAR
(2).	Reason for change viz. appointment,	Appointment as Additional Director and Non-
	resignation, removal, death or	Executive Independent Director of the Board
	otherwise	
(3).	Date of appointment &	With immediate effect & for the first term of 5
	Term of appointment	(five) years from 29 September, 2023
(4).	Brief profile (in case of appointment)	Ms. Matangi Gowrishankar is passionate about
		building high-performance teams and is actively
		involved in coaching and mentoring senior leaders
		across several organizations. A career business
		and human resources professional, she is now a
		strategic advisor and executive coach with
		expertise in talent management, leadership and
		organization development, diversity and
		inclusion, and organization transformation.
		merasion, and organization transformation.
		Ms. Gowrishankar has over three decades of
		experience in senior leadership roles in business
		and HR across India and overseas, including 14
		years at BP Plc, where her last role was Global
		Head of Capability Development and Director of
		the Global Leadership Academy. She has worked
		across multiple industries and has been
		associated with several Indian and global
		organizations, including Standard Chartered Bank,
		Reebok India, GE, Zensar Technologies, Cummins,
		and Castrol India. Ms. Gowrishankar is a certified
		coach and facilitator and is associated with many
		organizations and programs, including the
		Strategic Human Resources Program at Harvard
		Business School and the Senior Executive Program
/=:		at Cornell University.
(5).	Disclosure of relationships between	Ms. Matangi Gowrishankar is not related to any
	directors (in case of appointment of a director)	other director of the Company.
161	·	We hereby confirm that Ms. Matangi
(6).	Information as required under Circular	,
	No. LIST/COMP/14/2018-19 and	Gowrishankar is not debarred from holding the
	NSE/CML/2018/02 dated June 20,	office of a Director by virtue of any SEBI Order or
	2018 issued by the BSE and NSE,	any other such authority.
	respectively.	



# **Annexure 1-E**

(1).	Name of Director	VINOD RAO
(2).	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment as Additional Director and Non- Executive Independent Director of the Board
(3).	Date of appointment &  Term of appointment	With immediate effect & for the first term of 5 (five) years from 29 September, 2023.
(4).	Brief profile (in case of appointment)	Mr. Vinod Rao has over 35 years' experience across three global, blue-chip multinationals — Diageo (FTSE 10), PepsiCo (S&P 100) and ICI (was FTSE 100) — spanning a diverse range of industries including FMCG, consumer durables and industrial products with a reputation as a strong functional finance lead, a strategic thinker and an operational business partner. Mr. Rao's last roles before retiring from an executive career were Group Treasurer and Head of Investor Relations, Diageo Plc, London. Mr. Vinod Rao has deep expertise in both developing and developed markets including India, China, Southeast Asia, the UK and Europe.
(5).	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Vinod Rao is not related to any other director of the Company.
(6).	Information as required under Circular No. LIST/COMP/14/2018-19 and NSE/CML/2018/02 dated June 20, 2018 issued by the BSE and NSE, respectively.	We hereby confirm that Mr. Vinod Rao is not debarred from holding the office of a Director by virtue of any SEBI Order or any other such authority.



# **Annexure 1-F**

		Annexure 1-F
(1).	Name of Director	K.G. ANANTHAKRISHNAN
(2).	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment as Additional Director and Non- Executive Independent Director of the Board
(3).	Date of appointment & Term of appointment	With immediate effect & for the first term of 5 (five) years from 29 September, 2023.
(4).	Brief profile (in case of appointment)	Mr. K.G. Ananthakrishnan, a senior management executive with 40+ years of progressive leadership experience in the Pharmaceutical industry. Recognized in the industry for creating high performance organizations, driving success, delivering and sustaining revenue and profit growths in a highly competitive and growing pharmaceutical market. Led high performing teams, played key role in five merger & acquisitions, successfully established strategic partnerships, regarded as an industry thought leader, strategic thinker and out-of-the-box problem solver by senior executives.  Served as Vice President - Organization of Pharmaceutical Producers of India (OPPI), Director General OPPI, Co-Chair (Pharma Committee) - Confederation of Indian Industry (CII). Invited as guest speaker by leading management institutions both in India and USA, Advisor and Mentor, Member of Pharma and Healthcare Board of IES MCRC, Former Member of "Think Tank on common scientific infrastructure for Hyderabad Pharma City" constituted by
		Government of Telangana, Non-Executive Chairman - Board of Punjab National Bank.
(5).	Disclosure of relationships between directors (in case of appointment of a director)	Mr. K.G. Ananthakrishnan is not related to any other director of the Company.
(6).	Information as required under Circular No. LIST/COMP/14/2018-19 and NSE/CML/2018/02 dated June 20, 2018 issued by the BSE and NSE, respectively.	We hereby confirm that Mr. K.G. Ananthakrishnan is not debarred from holding the office of a Director by virtue of any SEBI Order or any other such authority.



# **Annexure 1-G**

(1).	Name of KMP	Sudhir Kumar Singh
(2).	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment as Chief Executive Officer
(3).	Date of appointment &	With immediate effect &
	Term of appointment	Terms of Appointment- Full Time Employment
(4).	Brief profile (in case of appointment)	Dr Sudhir Kumar Singh's academic background includes a PhD in Medicinal Chemistry from one of India's premier research organisations, Central Drug Research Institute, followed by Post-A doctoral fellowship in the USA and a faculty member at Rutgers University, New Jersey. MBA is a highly accomplished professional with over three decades of experience in the pharmaceutical and biotech industry. Serving as the Chief Operating Officer at Aragen Life Sciences Ltd., Dr Singh led a team of 2000 scientists in India's largest Contract Development and Manufacturing Organization (CDMO). His strategic guidance and exceptional project management have driven the organization's growth and success.  With a strong drug discovery and development background, evidenced by his significant research contributions and patented innovations, Dr Singh has played a crucial role in advancing drug development efforts within the industry.
(5).	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable
(6).	Information as required under Circular No. LIST/COMP/14/2018-19 and NSE/CML/2018/02 dated June 20, 2018 issued by the BSE and NSE, respectively.	Not Applicable

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# **Annexure 1-H**

(1).	Name of Senior Management	Subba Raju Komaravolu
(2).	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment as Chief Strategy Officer
(3).	Date of appointment &	With immediate effect &
	Term of appointment	Terms of Appointment- Full Time Employment
(4).	Brief profile (in case of appointment)	Mr. Subba Raju Komaravolu has a B Tech from NIT Warangal and an MBA from IIM Ahmedabad and has worked for ITC Ltd, McKinsey & Co and Dr Reddy's Labs Ltd earlier.  Mr. Raju brings over 26 years of multi-industry experience across Strategy, Sales, Marketing, Manufacturing, and Project Management. Raju held several P&L leadership roles during the last five years at Dr Reddy's. His leadership strengths lie in strategy development and strong execution.
(5).	Disclosure of relationships between	Not Applicable
	directors (in case of appointment of a	
	director)	
(6).	Information as required under Circular No. LIST/COMP/14/2018-19 and NSE/CML/2018/02 dated June 20, 2018, issued by the BSE and NSE, respectively.	Not Applicable



# **Annexure 1-I**

(1).	Name of Senior Management	Gaurav Narain Bahadur
(2).	Reason for change viz. appointment,	Appointment as Chief Human Resources Officer
	resignation, removal, death or	
	otherwise	
(3).	Date of appointment &	With immediate effect &
	Term of appointment	Terms of Appointment- Full Time Employment
(4).	Brief profile (in case of appointment)	Mr. Gaurav has held leadership roles in renowned companies such as Vodafone Essar, Yahoo! India, and Philips India. His transformative tenure at Sanofi India, where he spearheaded strategic HR initiatives, showcases his expertise in building performance-driven cultures. Gaurav holds a Master's Degree in Personnel Management from Symbiosis Institute of Business Management and a Bachelor's Degree in Chemistry from St. Xavier's College, Mumbai.
(5).	Disclosure of relationships between	Not Applicable
	directors (in case of appointment of a	
	director)	
(6).	Information as required under Circular	Not Applicable
	No. LIST/COMP/14/2018-19 and	
	NSE/CML/2018/02 dated June 20,	
	2018, issued by the BSE and NSE,	
	respectively.	



# **Annexure 1-J**

(1).	Name of Senior Management	Brian Shaughnessy
(2).	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment as Chief Commercial Officer
(3).	Date of appointment &	With effect from October 1, 2023 &
	Term of appointment	Terms of Appointment- Full Time Employment
(4).	Brief profile (in case of appointment)	Mr. Brian Shaughnessy was a Sr. Vice President of Sales & Marketing for Aragen's Discovery & Chemical Development Services businesses. Brian lead a global team of Sales & Marketing professionals at Aragen, responsible for managing client relationships and associated business opportunities. Prior to joining Aragen, Brian was Vice President of Business Development for Piramal Healthcare's global API Services division, and prior to that, he was Sr. Director of Business Development for Dr. Reddy's CPS division. Brian received his Bachelor's degree in Chemical Engineering from Villanova University
(5).	Disclosure of relationships between directors (in case of appointment of a	Not Applicable
(6)	director)	Not Applicable
(6).	Information as required under Circular No. LIST/COMP/14/2018-19 and NSE/CML/2018/02 dated June 20, 2018, issued by the BSE and NSE, respectively.	Not Applicable



# **Annexure 2-A**

(1).	Name of Director	J. V. RAMUDU
(2).	Reason for change viz. appointment,	Shri J. V. RAMUDU has tendered his resignation as
	resignation, <del>removal, death or</del>	a Non-Executive Chairperson of the Company due
	otherwise	to change in management pursuant to takeover of
		the company and there are no other material
		reasons for resignation other than the one
		mentioned in the resignation letter.
(3).	Date of appointment/cessation (as	Resigned with immediate effect
	applicable) & term of appointment	
(4).	Brief profile	Not applicable
(5).	Disclosure of relationships between	Not applicable
	directors	
(6).	Disclosure in terms of Regulation 30	Resignation letter enclosed as Annexure 3-A
	read with Clause 7C of Part A of	
	Schedule III of SEBI Listing Regulations	

# **Annexure 2-B**

(1).	Name of Director	VENKATESWARLU JASTI
(2).	Reason for change viz. appointment,	Shri VENKATESWARLU JASTI has tendered his
	resignation, <del>removal, death or</del>	resignation as Executive - Managing Director of
	<del>otherwise</del>	the Company due to change in management
		pursuant to takeover of the company and there
		are no other material reasons for resignation
		other than the one mentioned in the resignation
		letter.
(3).	Date of appointment/cessation (as	Resigned with immediate effect
	applicable) & term of appointment	
(4).	Brief profile	Not applicable
(5).	Disclosure of relationships between	Not applicable
	directors	
(6).	Disclosure in terms of Regulation 30	Resignation letter enclosed as <b>Annexure 3-B</b>
	read with Clause 7C of Part A of	
	Schedule III of SEBI Listing Regulations	

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# **Annexure 2-C**

(1).	Name of Director	JERRY JEYASINGH
(2).	Reason for change viz. <del>appointment</del> , resignation, <del>removal, death or</del>	Shri JERRY JEYASINGH has tendered his resignation as a Non-Executive, non-Independent
	otherwise	Director of the Company due to change in management pursuant to takeover of the company and there are no other material reasons for resignation other than the one mentioned in
(3).	Date of appointment/cessation (as applicable) & term of appointment	the resignation letter.  Resigned with immediate effect
(4).	Brief profile	Not applicable
(5).	Disclosure of relationships between directors	Not applicable
(6).	Disclosure in terms of Regulation 30 read with Clause 7C of Part A of Schedule III of SEBI Listing Regulations	Resignation letter enclosed as Annexure 3-C

# **Annexure 2-D**

(1).	Name of Director	D. G. PRASAD
(2).	Reason for change viz. appointment,	Shri D. G. PRASAD has tendered his resignation
	resignation, <del>removal, death or</del>	as a Non-Executive Independent Director of the
	<del>otherwise</del>	Company due to personal reasons and there are
		no other material reasons for resignation other
		than the one mentioned in the resignation
		letter.
(3).	Date of <del>appointment</del> /cessation (as	Resigned with immediate effect
	applicable) & term of appointment	
(4).	Brief profile	Not applicable
(5).	Disclosure of relationships between	Not applicable
	directors	
(6).	Disclosure in terms of Regulation 30	Enclosed as Annexure A
	read with Clause 7B of Part A of	
	Schedule III of SEBI Listing Regulations	

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### **Annexure A**

Names of the listed entities in which Shri. D. G. PRASAD holds Directorships, indicating the category of Directorship and Membership of Board Committees before the resignation becoming effective:

SI	Name of the listed entity	Category of	Membership of the Board Committees
no		directorship	
1	Suven Pharmaceuticals Limited	Non-executive, Independent Director	<ol> <li>Audit Committee – Chairman</li> <li>Nomination and Remuneration Committee - Chairman</li> <li>Risk Management Committee - Member</li> </ol>
2	Gokak Textiles Limited	Non-executive, Independent Director	Audit Committee – Chairman
3	Natco Pharma Limited	Non-executive, Independent Director	Audit Committee – Member
4	Moschip Technologies Limited	Non-executive, Independent Director	<ol> <li>Audit Committee – Chairman</li> <li>Stakeholders Relationship Committee - Member</li> </ol>

Mr. D. G. PRASAD automatically ceased to be a Chairperson/ Member of the aforesaid Committees in Suven Pharmaceuticals Limited, with immediate effect.

### **Annexure 2-E**

(1).	Name of Director	DEEPANWITA CHATTOPADHYAY
(2).	Reason for change viz. appointment, resignation, removal, death or otherwise	Smt. DEEPANWITA CHATTOPADHYAY has tendered her resignation as a Non-Executive Independent Director of the Company due to personal reasons and there are no other material reasons for resignation other than the one mentioned in the resignation letter.
(3).	Date of appointment/cessation (as applicable) & term of appointment	Resigned with immediate effect
(4).	Brief profile	Not applicable
(5).	Disclosure of relationships between directors	Not applicable
(6).	Disclosure in terms of Regulation 30 read with Clause 7B of Part A of Schedule III of SEBI Listing Regulations	Enclosed as Annexure B



# **Annexure B**

Names of the listed entities in which Smt. DEEPANWITA CHATTOPADHYAY holds Directorships, indicating the category of Directorship and Membership of Board Committees before the resignation becoming effective:

SI	Name of the listed entity	Category of	Membership of the Board Committees
no		directorship	
1	Suven Pharmaceuticals Limited	Non-executive,	1. Nomination and Remuneration
		Independent	Committee - Member
		Director	2. Stakeholders Relationship
			Committee – Member
			3. Risk Management Committee -
			Member
			4. CSR Committee – Member

Smt. DEEPANWITA CHATTOPADHYAY automatically ceased to be a Chairperson/ Member of the aforesaid Committees in Suven Pharmaceuticals Limited, with immediate effect.

### **Annexure 2-F**

(1).	Name of Director	VAJJA SAMBASIVA RAO
(2).	Reason for change viz. appointment,	Shri. VAJJA SAMBASIVA RAO has tendered his
	resignation, <del>removal, death or</del>	resignation as a Non-Executive Independent
	otherwise	Director of the Company due to personal reasons
		and there are no other material reasons for
		resignation other than the one mentioned in the
		resignation letter.
(3).	Date of appointment/cessation (as	Resigned with immediate effect
	applicable) & term of appointment	
(4).	Brief profile	Not applicable
(5).	Disclosure of relationships between	Not applicable
	directors	
(6).	Disclosure in terms of Regulation 30	Enclosed as Annexure C
	read with Clause 7B of Part A of	
	Schedule III of SEBI Listing Regulations	



# **Annexure C**

Names of the listed entities in which Shri VAJJA SAMBASIVA RAO holds Directorships, indicating the category of Directorship and Membership of Board Committees before the resignation becoming effective:

SI	Name of the listed entity	Category of	Membership of the Board Committees
no		directorship	
1	Suven Pharmaceuticals Limited	Non-executive,	1. Audit Committee – Member
		Independent	2. Nomination and Remuneration
		Director	Committee - Member
			3. CSR Committee – Member

Shri. VAJJA SAMBASIVA RAO automatically ceased to be a Chairperson/ Member of the aforesaid Committees in Suven Pharmaceuticals Limited, with immediate effect.

## **Annexure 4**

(1).	Name of Senior Management	KALYANI JASTI
(2).	Reason for change viz.  appointment, resignation, removal, death or otherwise	Ms. KALYANI JASTI has tendered her resignation as a President (US Operations) of the Company to pursue new business opportunities outside the company and there are no other material reasons for resignation other than the one mentioned in the resignation letter.
(3).	Date of appointment/cessation (as applicable) & term of appointment	Resigned with immediate effect
(4).	Brief profile	Not applicable
(5).	Disclosure of relationships between directors	Not applicable
(6).	Letter of Resignation	Enclosed as Annexure 4-A

# Letter of Resignation

Dated: September 29, 2023

To: Suven Pharmaceuticals Limited. # 8-2-334, SDE Serene Chambers, 3rd Floor Avenue 7, Road No. 5, Banjara Hills, Hyderabad - 500034, Telangana, India

**Attention**: The Board of Directors

Sub: Share Purchase Agreement, dated December 26, 2022, as amended by amendment agreement dated April 21, 2023 entered by and amongst Berhyanda Limited, Jasti Property and Equity Holdings Private Limited, and Mr. Venkateswarlu Jasti (the "Agreement").

**Re**: Resignation from the directorship in the Company

I, J. V. Ramudu, (DIN: 03055480) hereby: (a) tender my resignation from the office of the director of the Company due to change in management pursuant to takeover of the Company; and (b) revoke all authority and power conferred on me in connection with the offices and positions set out in (a) above, with effect from the receipt and taking on record of this letter by the board of directors of the Company.

I hereby confirm and acknowledge that, I have no claim(s) against the Company, and unconditionally and irrevocably grant release and discharge the Company from all actions. causes of action, and all other claims, which I and / or my affiliates ever had or will have against the Company. Further, I confirm that no agreement or arrangement is outstanding under which Company has or could have any obligation towards me.

I request you to kindly take steps as may be required to make filings with the Registrar of Companies within the stipulated time and confirm the same.

I thank the board of directors of the Company for having given me the opportunity and assistance to discharge my duties during my tenure as director of the Company.

Thanking you, Yours sincerely,

Name: J. V. Ramudu

# **Letter of Resignation**

Dated: September 29, 2023

To:

Suven Pharmaceuticals Limited, # 8-2-334, SDE Serene Chambers, 3rd Floor Avenue 7, Road No. 5, Banjara Hills, Hyderabad - 500034, Telangana, India

Attention: The Board of Directors

**Sub**: Share Purchase Agreement, dated December 26, 2022, as amended by amendment agreement dated April 21, 2023 entered by and amongst Berhyanda Limited, Jasti Property and Equity Holdings Private Limited, and Mr. Venkateswarlu Jasti (the "Agreement").

**Re**: Resignation from the directorship in the Company

Jasti Property and Equity Holdings Private Limited (as the sole trustee of the Jasti Family Trust), being the existing shareholder of Suven Pharmaceuticals Limited ("Company"), has proposed to sell equity shares representing 50.1% of the total paid-up share capital of the Company, in accordance with the terms under the Agreement.

In light of the above, I, Venkateswarlu Jasti (DIN: 00278028) hereby: (a) tender my resignation from the office of the director of the Company; (b) tender my resignation from all committees of the board of directors that I am a member and / or chairman of; and (c) revoke all authority and power conferred on me in connection with the offices and positions set out in (a) and (b) above, with effect from (the "Effective Date").

I hereby confirm and acknowledge that I have no claim(s) against the Company, and unconditionally and irrevocably grant release and discharge the Company from all actions, causes of action, and all other claims, which I and / or my affiliates ever had or will have against the Company. Further, I confirm that the employment agreement shall be deemed to be terminated in its entirety on and from the Effective Date, and there is no agreement or arrangement is outstanding under which Company has or could have any obligation towards me.

I request you to kindly take steps as may be required to make filings with the Registrar of Companies within the stipulated time and confirm the same.

I thank the board of directors of the Company for having given me the opportunity and assistance to discharge my duties during my tenure as director of the Company.

Thanking you, Yours sincerely,

Name: Venkateswarlu Jasti

# Letter of Resignation

Dated: September 29, 2023

The Resident

To:

Suven Pharmaceuticals Limited, # 8-2-334, SDE Serene Chambers, 3rd Floor Avenue 7, Road No. 5, Banjara Hills, Hyderabad - 500034, Telangana, India

**Attention**: The Board of Directors

**Sub**: Share Purchase Agreement, dated December 26, 2022, as amended by amendment agreement dated April 21, 2023 entered by and amongst Berhyanda Limited, Jasti Property and Equity Holdings Private Limited, and Mr. Venkateswarlu Jasti (the "Agreement").

Re: Resignation from the directorship in the Company

I, Jerry Jeyasingh, (DIN: 08589727) hereby: (a) tender my resignation from the office of the director of the Company due to change in management pursuant to takeover of the Company; and (b) revoke all authority and power conferred on me in connection with the offices and positions set out in (a) above, with effect from the receipt and taking on record of this letter by the board of directors of the Company.

I hereby confirm and acknowledge that, I have no claim(s) against the Company, and unconditionally and irrevocably grant release and discharge the Company from all actions, causes of action, and all other claims, which I and / or my affiliates ever had or will have against the Company. Further, I confirm that no agreement or arrangement is outstanding under which Company has or could have any obligation towards me.

I request you to kindly take steps as may be required to make filings with the Registrar of Companies within the stipulated time and confirm the same.

I thank the board of directors of the Company for having given me the opportunity and assistance to discharge my duties during my tenure as director of the Company.

Thanking you, Yours sincerely,

Name: Jerry Jeyasingh

Date: September 29, 2023

To
The Board of Directors
Suven Pharmaceuticals Ltd
3<sup>rd</sup> Floor, SDE Serene Chambers,
Road No 5, Banjara Hills
Hyderabad – 500034

Dear Sirs/Madams,

# Sub: Resignation as an Independent Director from the Board of Directors

With reference to above subject, I am demitting my office of Independent Director from the Board of Directors ("Board") of Suven Pharmaceuticals Ltd. (the "Company") and all committees of the Board that I am a member and / or chairman of, case the case may be, w.e.f. from the receipt and taking on record of this letter by the Board, due to personal reasons. I request you to please take the resignation on record and provide an acknowledgment for receipt of the same.

I further confirm that there are no other material reasons other than those provided as above. I hereby confirm and acknowledge that I have no claim(s) against the Company, and unconditionally and irrevocably grant release and discharge the Company from all actions, causes of action, and all other claims, which I and / or my affiliates ever had or will have against the Company.

Please find below the list indicating the category of my directorship and membership of Board committees in the Company before the resignation becoming effective:

S.	Name of the listed entity	Category of	Membership of the Board Committees
no		directorship	
1	Suven Pharmaceuticals	Non-executive,	1. Audit Committee - Chairman
	Limited	Independent	2. Nomination and Remuneration
		Director	Committee - Chairman
			3. Risk Management Committee –
			Member
2	Gokak Textiles Limited	Non-executive,	Audit Committee – Chairman
		Independent	
		Director	

3	Natco Pharma Limited	Non-executive,	Audit Committee – Member
	9-11	Independent	
		Director	
4	Moschip Technologies	Non-executive,	1. Audit Committee – Chairman
	Limited	Independent	2. Stakeholders Relationship
		Director	Committee - Member

I wish to thank all my colleagues on the Board of the Company for their cooperation and association with me during my tenure as Independent Director and I also wish to thank all the KMPs and other supporting staff for their cooperation extended to me during discharge of my duties as Independent Director on the Board of the Company.

Thanking you, Yours faithfully,

Signature

Name: D. G. PRASAD

Date: September 29, 2023

To
The Board of Directors
Suven Pharmaceuticals Ltd
3<sup>rd</sup> Floor, SDE Serene Chambers,
Road No 5, Banjara Hills
Hyderabad – 500034

Dear Sirs/Madams,

# Sub: Resignation as an Independent Director from the Board of Directors

With reference to above subject, I am demitting my office of Independent Director from the Board of Directors ("Board") of Suven Pharmaceuticals Ltd. (the "Company") and all committees of the Board that I am a member and / or chairman of, case the case may be, w.e.f. from the receipt and taking on record of this letter by the Board, due to personal reasons. I request you to please take the resignation on record and provide an acknowledgment for receipt of the same.

I further confirm that there are no other material reasons other than those provided as above. I hereby confirm and acknowledge that I have no claim(s) against the Company, and unconditionally and irrevocably grant release and discharge the Company from all actions, causes of action, and all other claims, which I and / or my affiliates ever had or will have against the Company.

Please find below the list indicating the category of my directorship and membership of board committees in the Company before the resignation becoming effective:

S.	Name of the listed entity	Category of	Membership of the Board Committees
no	4	directorship	
1	Suven Pharmaceuticals	Non-executive,	1. Nomination and Remuneration
	Limited	Independent	Committee - Member
		Director	2. Stakeholders Relationship
			Committee – Member
			3. Risk Management Committee –
			Member
			4. CSR Committee – Member

I wish to thank all my colleagues on the Board of the Company for their cooperation and association with me during my tenure as Independent Director and I also wish to thank all the KMPs and other supporting staff for their cooperation extended to me during discharge of my duties as Independent Director on the Board of the Company.

Thanking you, Yours faithfully,

Signature:

Name: DEEPANWITA CHATTOPADHYAY

Date: September 29, 2023

To
The Board of Directors
Suven Pharmaceuticals Ltd
3<sup>rd</sup> Floor, SDE Serene Chambers,
Road No 5, Banjara Hills
Hyderabad – 500034

Dear Sirs/Madams,

Sub: Resignation as an Independent Director from the Board of Directors

With reference to above subject, I am demitting my office of Independent Director from the Board of Directors ("Board") of Suven Pharmaceuticals Ltd. (the "Company") and all committees of the Board that I am a member and / or chairman of, case the case may be, w.e.f. from the receipt and taking on record of this letter by the Board, due to personal reasons. I request you to please take the resignation on record and provide an acknowledgment for receipt of the same.

I further confirm that there are no other material reasons other than those provided as above. I hereby confirm and acknowledge that I have no claim(s) against the Company, and unconditionally and irrevocably grant release and discharge the Company from all actions, causes of action, and all other claims, which I and / or my affiliates ever had or will have against the Company.

Please find below the list indicating the category of my directorship and membership of board committees in the Company before the resignation becoming effective:

S.	Name of the listed entity	Category of	Membership of the Board Committees
no	-	directorship	
1	Suven Pharmaceuticals	Non-executive,	1. Audit Committee – Member
	Limited	Independent Director	Nomination and Remuneration     Committee – Member
1			3. CSR Committee – Member

I wish to thank all my colleagues on the Board of the Company for their cooperation and association with me during my tenure as Independent Director and I also wish to thank all the KMPs and other supporting staff for their cooperation extended to me during discharge of my duties as Independent Director on the Board of the Company.

Thanking you, Yours faithfully,

Signature:

Name: VAJJA SAMBASIVA RAO

# Letter of Resignation

Dated: September 29, 2023

To:
The Managing Director
Suven Pharmaceuticals Limited,
# 8-2-334, SDE Serene Chambers,
3rd Floor Avenue 7,
Road No. 5, Banjara Hills,
Hyderabad - 500034,
Telangana, India

Sub: Resignation from the post of President – US operations of the Company

I, Kalyani Jasti, hereby: (a) tender my resignation from the office as a President –US operations to pursue new business opportunities outside the company; and (b) revoke all authority and power conferred on me in connection with the offices and positions set out in (a) above, with effect from the receipt and taking on record of this letter by the Company.

I hereby confirm and acknowledge that, I have no claim(s) against the Company, and unconditionally and irrevocably grant release and discharge the Company from all actions, causes of action, and all other claims, which I and / or my affiliates ever had or will have against the Company.

I convey my sincere gratitude to my colleagues and the management for their support and co- operation extended to me during my tenure.

Thanking you, Yours sincerely,

Name: Kalyani Jasti