

**JUBILANT PHARMA LIMITED**  
(Company Registration No. 200506887H)  
(Incorporated in the Republic of Singapore)  
Registered office: 80 Robinson Road, #02-00, Singapore 068898

August 16, 2021

**Singapore Exchange Securities Trading Limited**

11 North Buona Vista Drive #06-07

The Metropolis Tower 2

Singapore 138589

Dear Sir / Madam,

**Subject: Announcement**

We enclose a communication pertaining the Company's US\$200,000,000 6.00% Senior Notes due 2024.

This is for your kind information and records.

Thanking you,

Yours faithfully,

For Jubilant Pharma Limited

Sd/-

Shyam S. Bhartia

Chairman and Managing Director

**NOT FOR RELEASE, PUBLICATION OR DISTRIBUTION, DIRECTLY OR INDIRECTLY, IN OR INTO THE UNITED STATES OR IN ANY OTHER JURISDICTION IN WHICH SUCH RELEASE, PUBLICATION OR DISTRIBUTION WOULD BE PROHIBITED BY APPLICABLE LAW.**

*This announcement is not a solicitation of consents with respect to the Notes. The Consent Solicitation is being made solely pursuant to the Consent Solicitation Statement and related documents which set forth the complete terms of the Consent Solicitation.*

*Capitalized terms used and not otherwise defined in this announcement have the meanings given to them in the Consent Solicitation Statement.*

**THIS DOCUMENT IS IMPORTANT AND REQUIRES YOUR IMMEDIATE ATTENTION. IF YOU ARE IN DOUBT ABOUT THE ACTION YOU SHOULD TAKE, YOU SHOULD CONSULT IMMEDIATELY YOUR STOCKBROKER, BANK MANAGER, SOLICITOR, ACCOUNTANT OR APPROPRIATELY AUTHORIZED INDEPENDENT FINANCIAL ADVISER.**



#### **Jubilant Pharma Limited launches consent solicitation**

SINGAPORE, August 16, 2021 – Jubilant Pharma Limited (the “**Company**”) hereby announces that it has commenced a solicitation of consents (the “**Consent Solicitation**”) from holders of its US\$200,000,000 6.00% Senior Notes due 2024 (ISIN: XS1958658509, Common Code: 195865850) (the “**Notes**”) to obtain a waiver from compliance with certain provisions of the indenture dated March 5, 2019 (the “**Indenture**”) governing the Notes (the “**Proposed Waiver**”). The Consent Solicitation is made available to all holders of the Notes on the terms and subject to the conditions set forth in a consent solicitation statement dated as of August 16, 2021 (the “**Consent Solicitation Statement**”).

The Proposed Waiver seeks to obtain a waiver from compliance with Section 4.07 (*Limitation on Restricted Payments*), Section 4.10 (*Limitation on Asset Sales*) and Section 4.11 (*Limitation on Transactions with Shareholders and Affiliates*) of the Indenture in connection with any action required to be undertaken to effect the Proposed Reorganization (as described in the Consent Solicitation Statement). The Proposed Waiver requires consent from Holders in respect of not less than a majority of the aggregate principal amount of the outstanding Notes voting as a single class. As of August 16, 2021, the aggregate principal amount of the Notes outstanding was US\$200,000,000.

The consideration for all holders of Notes which provide Consents only at or prior to 5.00pm, Central European Summer Time, on August 24, 2021 (the “**Expiration Date**”) pursuant to the Consent Solicitation shall be the amount of the Consent Fee.

**Holders should inform themselves of any earlier deadlines that may be imposed by the Clearing Systems and/or any intermediaries, which may affect the timing of the submission of their instructions.**

The Company will not be obligated to pay the Consent Fee if any of the following shall not have occurred: (i) receipt of the Requisite Consents; (ii) satisfaction of the General Conditions; and (iii) satisfaction of other conditions set forth in the Consent Solicitation Statement.

It is anticipated that payment of the Consent Fee to holders of Notes who have delivered Consents pursuant to the Consent Solicitation at or prior to the Expiration Date will occur on August 26, 2021

(the “**Settlement Date**”), but in any case will be after receipt of the Requisite Consents. Consideration is payable only if all conditions to the Consent Solicitation are satisfied or waived prior to the Settlement Date, in the Company’s sole discretion.

The solicitation agents for the Consent Solicitation (the “**Solicitation Agents**”) are DBS Bank Ltd., J.P. Morgan Securities plc and UBS AG Singapore Branch (UEN S98FC5560C)<sup>1</sup>. The information and tabulation agent for the Consent Solicitation is Morrow Sodali Limited (the “**Information and Tabulation Agent**”). All documentation relating to the Consent Solicitation, together with any updates, can be found at <https://bonds.morrowsodali.com/jubilantpharma>. Questions about the terms of the Consent Solicitation should be directed to the Solicitation Agents at the telephone numbers and addresses listed below. If you have questions regarding consent procedures or require additional copies of the Consent Solicitation Statement, please contact the Information and Tabulation Agent at the e-mail addresses, telephone numbers and addresses listed below.

*Information and Tabulation Agent:*

**Morrow Sodali Limited**

Email: [JubilantPharma@investor.morrowsodali.com](mailto:JubilantPharma@investor.morrowsodali.com)

Consent Website: <https://bonds.morrowsodali.com/jubilantpharma>

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London  
Telephone: +44 20 4513 6933

**In Hong Kong:**  
Unit 23-106, LKF Tower  
33 Wyndham Street, Central  
Hong Kong  
Telephone: +852 2319 4130

Questions and requests for assistance may be directed to the Solicitation Agents at the address set forth below.

*Solicitation Agents*

**DBS Bank Ltd.**  
12 Marina Boulevard, Level 42  
Marina Bay Financial Centre Tower 3  
Singapore 018982  
Fax: +65 6225 6783  
Email: [liabilitymanagement@dbs.com](mailto:liabilitymanagement@dbs.com)

**J.P. Morgan Securities plc**  
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Email: [OL-LiabilityManagement-SEA@ubs.com](mailto:OL-LiabilityManagement-SEA@ubs.com)

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<sup>1</sup> UBS AG is incorporated in Switzerland with limited liability.

## **DISCLAIMER**

Holders must read this announcement in conjunction with the Consent Solicitation Statement. This announcement and the Consent Solicitation Statement contain important information which should be read carefully before any decision is made with respect to the Proposed Waiver in respect of the Notes.

None of the Solicitation Agents, the Trustee or the Information and Tabulation Agent expresses any view as to the merits of the Proposed Waiver. None of the Solicitation Agents, the Trustee or the Information and Tabulation Agent has been involved in negotiating the Proposed Waiver or makes any representation that all relevant information has been disclosed to the Holders in or pursuant to this announcement or the Consent Solicitation Statement. Furthermore, none of the Solicitation Agents, the Trustee or the Information and Tabulation Agent makes any assessment of the impact of the Proposed Waiver on the interests of the Holders or makes any recommendations on the Consent Solicitation relating to the Notes or whether they should consent to the Proposed Waiver. Accordingly, Holders should seek their own financial, legal and tax advice.

Holders whose Notes are held on their behalf by a broker, dealer, commercial bank, custodian, trust company or accountholder must contact and request such broker, dealer, commercial bank, custodian, trust company or accountholder if it wishes to participate in the Consent Solicitation. The distribution of this announcement and the Consent Solicitation Statement in certain jurisdictions may be restricted by law. Persons into whose possession this announcement or the Consent Solicitation Statement comes are required by the Company, the Trustee, the Solicitation Agents and the Information and Tabulation Agent to inform themselves about, and to observe, any such restrictions. This announcement and any materials relating to the Consent Solicitation do not constitute, and may not be used in connection with, any form of offer or solicitation in any place where such offers or solicitations are not permitted by law.

If a jurisdiction requires that the Consent Solicitation be made by a licensed broker or dealer and the Solicitation Agents, or their affiliates, is such a licensed broker or dealer in that jurisdiction, the Consent Solicitation shall be deemed to be made by such Solicitation Agent or affiliate, as the case may be, on behalf of the Company in such jurisdiction where it is so licensed and the Consent Solicitation are not being made in any such jurisdiction where the Solicitation Agents or any one of their affiliates are not so licensed.