

JYOTHI INFRAVENTURES LIMITED

CIN: L45203TG1995PLC019867

Registered Office: Flat No: 704, "D" Block, Tower A, Aparna heights, Kondapur Main Road, Laxmi Nagar, Kondapur,
Hyderabad, Telangana. 500084

Email Id: cs@jyothiinfra.com | Ph-No: +91 8639410322 | Website: www.jyothiinfra.com

Date: 04th October 2024

To,
The Chief General Manager
Listing Operation,
BSE Limited,
20th Floor, P. J. Towers,
Dalal Street,
Mumbai – 400 001.

Unit: Jyothi Infraventures Limited (Scrip code: 531537)

Dear Sir / Madam,

Subject: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: Acquisition of Mizzen Digital Private Limited.

This In continuation to our intimation dated 16th August 2024, wherein Jyothi Infraventures Limited, had made disclosures under Reg 30 of the listing regulations, 2015 informing the execution of a Share Purchase and Share Subscription Agreement ("SPSSA") and other necessary documents between Jyothi Infraventures Limited, Mizzen Digital Private Limited and the shareholders of Mizzen Digital Private Limited, wherein Jyothi Infraventures Limited had agreed to acquire 100% of the share capital of the Mizzen Digital Private Limited by consideration other than cash (i.e., swap of shares).

The Board of Directors of Jyothi Infraventures Limited, at its meeting held on 04th October 2024, have approved, the allotment of 1,31,46,949 (One Crore Thirty-One Lakh Forty-Six Thousand Nine Hundred Forty-Nine) Equity Shares of Rs. 10/- (Rupees Ten only) an issue price of Rs. 10/- (Rupees Ten only) each on preferential basis for consideration other than cash (i.e., swap of shares) to the shareholders of Mizzen Digital Private Limited, persons other than promoters and promoter group, in accordance with Chapter V of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and the provisions of the Companies Act, 2013 and rules made there under.

We are enclosing herewith the information pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with SEBI Circular number CIR/CFD/CMD/4/2015 dated 9th September, 2015 as Annexure-A.

Kindly arrange to take the same on your records.

For Jyothi Infraventures Limited

Jhansi Sanivarapu
Whole-Time Director & Cfo
DIN: 03271569

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Disclosure pursuant to Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015.

Acquisition of Mizzen Digital Private Limited

Name of the target entity, details in brief such as size, turnover etc.	Mizzen Digital Private Limited [MDPL] MDPL is a software company specializing in developing advanced software and consulting services specifically tailored to the maritime industry., with a specific focus on commercial operational processes in the shipping industry. MDPL was incorporated on the 23rd of January 2021, with nine active customers on its SAAS platform. Reason for no turnover: Since its inception, the company has focussed on developing the ERP solution, which has been consistently tested in the market for product-market fit through customer trials. The focus has been to increase the market penetration. Monetization will commence in the current FY
Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	The acquisition does not fall within related party transaction(s)
Industry to which the entity being acquired belongs	Software / IT / ITES / BPO
Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity)	With this acquisition, the Company will gain a foothold in the software products and services space in a niche and sunrise technology vertical of Maritime / Shipping. This is an underserved sector, technologically and gives JVIL a unique opportunity to be in the ERP development and, therefore a front-runner to providing technology solutions in this sector.
Brief details of any governmental or regulatory approvals required for the acquisition	No governmental or regulatory approvals required for the acquisition.
Indicative time period completion of the acquisition	Not Applicable
Nature of consideration - whether cash consideration or share swap and details of the same	Swapping of Shares
Cost of acquisition or the price at which the shares are acquired	Total Consideration Rs. 13,14,69,490/- (Rupees Thirteen crore fourteen lakh sixty-nine thousand four hundred ninety Only)
Percentage of shareholding / control acquired and / or number of shares acquired	The Company has acquired 100% equity stake MDPL upon closing of this transaction ie. 76939, Equity Shares of Rs. 10/- each.
Brief background about the entity acquired in terms of products / line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	MDPL is a company specializing in developing advanced software and consulting services specifically tailored to the maritime industry. The company's comprehensive suite of software solutions and services is designed to address the unique requirements of ship owners, operators, pool managers, ship management companies, and major industrial entities involved in global maritime operations. Mizzen Digital Private Limited's offerings encompass a wide range of verticals, including Disbursement Accounting, Financial Accounting, Management Information Systems (MIS),

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	<p>Human Resources Management, Laytime Calculation, Charter Party Contracts, and Cash Management.</p> <p>Furthermore, Mizzen Digital Private Limited is actively engaged in extensive offshore transaction processing activities, including Business Process Outsourcing (BPO), Information Technology (IT) services, and IT-enabled services. The company's expertise also extends to call centre operations, technical support, data centre management, technical centre management, training programs, and web-based back-office support, ensuring that clients receive comprehensive, end-to-end solutions for their maritime operations.</p> <p><u>Date of Incorporation:</u> 23/01/2021</p> <p><u>last 3 years turnover</u> 2024: Nil 2023: Rs. 3150/- 2022: Nil</p> <p>Country of presence: India</p>
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