

March 26, 2021

To, Corporate Relations BSE Limited P. J. Towers, Dalal Street Mumbai- 400 001 Scrip code: 539289	The Listing Department National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot No. C/1 G Block, Bandra-Kurla Complex, Bandra (E) Mumbai - 400 051 Scrip code: MAJESCO
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Dear Sir/Madam,

Sub.: Open Offer by Aurum Platz IT Private Limited (“Acquirer”) to the public shareholders of Majesco Limited (“Target Company”) for acquisition of up to 74,43,720 equity shares of face value of Rs. 5/- each at a price of Rs. 77/- per fully paid up equity share pursuant to Regulations 3(1), 4 and other applicable provisions of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended, (“SEBI (SAST) Regulations”) (“Open Offer”).

1. This letter is in relation to the captioned Open Offer. The Open Offer is being made by the Acquirer in compliance with, *inter alia*, Regulations 3(1) and 4 of the SEBI (SAST) Regulations pursuant to execution of the share purchase agreement dated March 21, 2021 entered into by and amongst the Acquirer and Ketan Mehta, Tanay Mehta, Sundar Radhakrishnan, Usha Sundar, Shankar Sundar, Varun Sundar, Ashank Desai, Hi5 Youth Foundation, Bhavitha Foundation and Avanshali Foundation.
2. Further to the public announcement for the Open Offer made by the Acquirer on March 21, 2021 (PA), the Acquirer has published the detailed public statement for the Open Offer dated March 25, 2021 (DPS) in accordance with Regulation 14(3) of the SEBI (SAST) Regulations in the following newspapers on March 26, 2021:

Publication	Language	Edition
Financial Express	English	All
Jansatta	Hindi	All
Navshakti*	Marathi	Mumbai

*Being the regional language daily with wide circulation at the place where the registered office of the Target Company is situated and at the place of the stock exchange where the maximum volume of trading in the shares of the Target Company are recorded during the sixty trading days preceding the date of the PA.

3. In accordance with Regulation 14(4) of the SEBI (SAST) Regulations, please find enclosed a copy of the e-newspapers Financial Express (English), Jansatta (Hindi) and Navshakti (Mumbai edition in Marathi) dated March 25, 2021 for your reference and dissemination on the website.

Thanking you,

For **DAM Capital Advisors Limited (formerly known as IDFC Securities Limited)**
Name: **Kamraj Singh Negi**Designation: **Managing Director – Investment Banking**

Encl.: As Above

DETAILED PUBLIC STATEMENT IN TERMS OF REGULATIONS 3(1) AND 4 READ WITH REGULATIONS 13(4), 14(3) AND 15(2) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS") FOR THE ATTENTION OF PUBLIC SHAREHOLDERS OF

MAJESCO LIMITED

Registered Office: Mastek New Development Centre, MBP-P-136 Mahape, Navi Mumbai, Mumbai City, Maharashtra, India – 400710
Tel. No.: +91 22 6150 1800; Fax No.: +91 22 2778 1320; Website: www.majescold.in; CIN: L72300MH2013PLC244874

OPEN OFFER FOR ACQUISITION OF UPTO 74,43,720 (SEVENTY FOUR LAKHS FORTY THREE THOUSAND SEVEN HUNDRED AND TWENTY) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 5 EACH ("EQUITY SHARES") REPRESENTING 26.00% (TWENTY SIX PERCENT) OF THE VOTING SHARE CAPITAL (AS DEFINED BELOW) OF MAJESCO LIMITED ("TARGET COMPANY"), FROM THE PUBLIC SHAREHOLDERS (AS DEFINED BELOW) OF THE TARGET COMPANY BY AURUM PLATZ IT PRIVATE LIMITED ("ACQUIRER") ("OPEN OFFER" OR "OFFER"). NO PERSON IS ACTING IN CONCERT WITH THE ACQUIRER FOR THE PURPOSE OF THIS OPEN OFFER.

This detailed public statement ("DPS") is being issued by DAM Capital Advisors Limited (formerly known as IDFC Securities Limited), the Manager to the Open Offer ("Manager"), for and on behalf of the Acquirer, in compliance with Regulations 3(1) and 4 and read with Regulations 13(4), 14(3) and 15(2) and other applicable regulations of the SEBI (SAST) Regulations pursuant to the public announcement dated March 21, 2021 ("PA") in relation to this Open Offer, which was filed with the BSE Limited ("BSE"), the National Stock Exchange of India Limited ("NSE"), together with BSE hereinafter collectively referred to as the "Stock Exchanges" and the Securities and Exchange Board of India ("SEBI") and sent to the Target Company on March 21, 2021, in terms of Regulations 14(1) and 14(2) of the SEBI (SAST) Regulations, respectively.

For the purpose of this DPS, the following terms shall have the meanings assigned to them as below:

"Board" means the board of directors of the Target Company.

"Identified Date" means the date falling on the 10th (tenth) Working Day prior to the commencement of the tendering period, for the purpose of determining the Public Shareholders to whom the Letter of Offer shall be sent.

"Offer Period" means the period between the date of the SPA and the date on which the payment of consideration to the Public Shareholders who have accepted the Open Offer is made.

"Public Shareholders" means all the equity shareholders of the Target Company excluding (i) the shareholders forming a part of the promoter and promoter group of the Target Company; (ii) parties to the share purchase agreement between the Acquirer and (a) Mr. Ketan Mehta, (b) Mr. Tanay Mehta, (c) Mr. Sundar Radhakrishnan, (d) Ms. Usha Sundar, (e) Mr. Shankar Sundar, (f) Mr. Varun Sundar, (g) Mr. Ashank Desai, (h) Hi5 Youth Foundation, (i) Bhavitha Foundation and (j) Avanshali Foundation (each a "Seller" and collectively hereinafter referred to as the "Sellers") dated March 21, 2021 ("SPA"); and (iii) any persons acting in concert or deemed to be acting in concert with the persons set out in (i) and, or, (ii).

"Voting Share Capital" means the total voting equity share capital of the Target Company on a fully diluted basis as of the 10th (tenth) working day from the closure of the tendering period for the Open Offer.

"RoC" means Registrar of Companies, Maharashtra at Mumbai.

"Working Day" bears the meaning ascribed to it in the SEBI (SAST) Regulations.

I. DETAILS OF ACQUIRER, SELLER, TARGET COMPANY AND OPEN OFFER

A. Information about the Acquirer

1. The Acquirer was incorporated as Loma IT Park Developers Private Limited on October 5, 2007 under the provisions of Companies Act, 1956 as a private limited company with the Registrar of Companies, Maharashtra at Mumbai ("RoC"). On May 11, 2018 the name of the Acquirer was changed to Aurum Platiz IT Private Limited, and a fresh certificate of incorporation was issued by the RoC. The corporate identification number of the Acquirer is U45400MH2007FTC174767. The registered office of the Acquirer is situated at Aurum House, Aurum Q Parc, Ghansoli East, Navi Mumbai, 400710, Maharashtra.

2. The Acquirer is presently engaged in the business of real estate development including development and leasing of special economic zones.

3. The Acquirer belongs to Aurum Ventures Group.

4. Mr. Ashish Deora is the person in control of the Acquirer.

5. The shareholding pattern of the Acquirer as on the date of this DPS is set out below:

Sr. No.	Name of the shareholder	Number of equity shares	Shareholding (%)
1.	Aurum Platiz Private Limited	31,91,60,429	99.99
2.	Minoo Deora (On behalf of Aurum Platiz Private Limited)	1	Negligible
	Total	31,91,60,430	100.00

6. The key financial information of the Acquirer based on its unaudited limited reviewed standalone financial statements as on and for the nine month period ended December 31, 2020 and the audited standalone financial statements of the Acquirer as on and for the financial years ended March 31, 2020, March 31, 2019 and March 31, 2018 is set out below:

(Amount in ₹)

Particulars	For the nine month period ended December 31, 2020 (Unaudited)	For the financial year ended March 31, 2020 (Audited)	For the financial year ended March 31, 2019 (Audited)	For the financial year ended March 31, 2018 (Audited)
Total Revenue*	117,96,62,218	153,92,20,194	137,92,32,605	12,76,59,275
Net Income (i.e. Net profit / (loss) after tax)	24,72,07,366	26,56,12,524	19,29,08,194	(10,92,39,430)
Earnings per share (basic and diluted)	0.77	0.83	0.60	(0.35)
Net worth/ Shareholders' Funds**	3,51,20,32,702	3,26,47,82,135	2,99,99,97,852	2,80,72,04,605

*Total Revenue comprises of revenue from operations and other income.

**Net worth / Shareholders' Funds includes share capital and reserves and surplus.

- The board of directors of the Acquirer comprise of Saurabh Sangekar and Sirrang Athalye.
- The shares of the Acquirer are not listed on any stock exchange in India or abroad.
- As on date of this DPS, Acquirer does not hold any Equity Shares or voting rights in the Target Company. The Acquirer has entered into the SPA with the Sellers to acquire 42,31,679 Equity Shares representing 14.78% of the Voting Share Capital. See Part II (Background to the Offer) of this DPS for more details.
- The Acquirer is neither a promoter nor a part of the promoter group of the Target Company. None of the directors or key managerial employees of the Acquirer hold any ownership or interest or relationship or shares in the Target Company.
- There is no person acting in concert with Acquirer for the purpose of this Open Offer.
- The Acquirer is not prohibited by SEBI from dealing in securities in terms of directions issued under Section 11B of the Securities and Exchange Board of India Act, 1992, as amended ("SEBI Act") or any other rules and regulations framed thereunder.

B. Information about the Sellers

1. Details of the Sellers is set out below:

Sr. No.	Name of the Seller	Change in the name of the Seller in the past	PAN	Nature of the entity / individual	Registered Office (residential address if individual)	Part of the Promoter Group	Name of the Group	Name of the stock exchange in India or abroad, if listed
1.	Mr. Ketan Mehta	None	ACFPM3533R	Individual	3208 Glenhurst Court Plano Texas 75093	Yes	None	Not applicable
2.	Mr. Tanay Mehta	None	BRDPM1801L	Individual	3208 Glenhurst Court Plano Texas 75093	Yes	None	Not applicable
3.	Mr. Sundar Radhakrishnan	None	AFEPR3398P	Individual	1301, Odyssey 1, Hiranandani Gardens Powai, Mumbai, 400076	Yes	None	Not applicable
4.	Ms. Usha Sundar	None	BZTPSS070D	Individual	1301, Odyssey 1, Hiranandani Gardens Powai, Mumbai, 400076	Yes	None	Not applicable
5.	Mr. Shankar Sundar	None	CIZPS0327P	Individual	12128 Saratoga Villa PL, Saratoga California USA 95070	Yes	None	Not applicable
6.	Mr. Varun Sundar	None	CERPS3846H	Individual	12128 Saratoga Villa PL, Saratoga California USA 95070	Yes	None	Not applicable
7.	Mr. Ashank Desai	None	ABNPD9264B	Individual	2501 Odyssey 1 Hiranandani Gardens Powai, Mumbai, 400076	Yes	None	Not applicable
8.	Hi5 Youth Foundation	None	AADCH6469E	Non-profit organisation	Wing B2 - Unit 204 Kanakia Boomerang Chandivli Road, Mumbai, 400072	Yes	None	Not applicable
9.	Bhavitha Foundation	None	AAFBC4096F	Non-profit organisation	3502 Octavius Hiranandani Garden, Powai Mumbai, 400076	Yes	None	Not applicable
10.	Avanshali Foundation	None	AAUCA4226H	Non-profit organisation	2501 Odyssey 1 Hiranandani Gardens Powai, Mumbai, 400076	Yes	None	Not applicable

2. None of the Seller is prohibited by SEBI from dealing in securities in terms of directions issued under Section 11B of the SEBI Act or any other rules and regulations framed thereunder.

3. The shareholding and voting rights of the Sellers in the Target Company before the execution of the SPA and after the acquisition of Equity Shares by the Acquirer from the Sellers in terms of the SPA is set out below:

Sr. No.	Name of the Seller	Details of Equity Shares / voting rights held by the Sellers			
		Pre-Transaction		Post-Transaction	
		Number of Equity Shares	% vis-à-vis Voting Share Capital	Number of Equity Shares	% vis-à-vis Voting Share Capital
1.	Mr. Ketan Mehta	21,60,661	7.55%	0	0.00%
2.	Mr. Tanay Mehta	6,400	0.02%	0	0.00%
3.	Mr. Sundar Radhakrishnan	1,26,618	0.44%	0	0.00%
4.	Ms. Usha Sundar	4,59,000	1.60%	0	0.00%
5.	Mr. Shankar Sundar	64,000	0.22%	0	0.00%
6.	Mr. Varun Sundar	64,000	0.22%	0	0.00%
7.	Mr. Ashank Desai	140	0.00%	0	0.00%
8.	Hi5 Youth Foundation	6,01,000	2.10%	0	0.00%
9.	Bhavitha Foundation	5,00,000	1.75%	0	0.00%
10.	Avanshali Foundation	2,49,860	0.87%	0	0.00%
	Total	42,31,679	14.78%	0	0.00%

C. Information about the Target Company

- The Target Company was incorporated as Minefields Computers Private Limited on June 27, 2013, under the provisions of Companies Act, 1956 as a private limited company with the RoC. Subsequently, the name of the Company was changed to Minefields Computers Limited on December 22, 2014 and a fresh certificate of incorporation was issued by the RoC. Thereafter, the name of the Target Company was changed to Majesco Limited on June 12, 2015 and a fresh certificate of incorporation was issued by the RoC.
- The registered office of the Target Company is situated at Mastek New Development Centre, MBP-P-136 Mahape, Navi Mumbai, Mumbai City, Maharashtra, India - 400710. The corporate identification number of the Target Company is L72300MH2013PLC244874.
- As on the date of this DPS, the Authorised share capital of Target Company is ₹ 25,00,00,000 (Indian Rupees Twenty Five Crores only) comprising of 5,00,00,000 equity shares of ₹ 5/- each. The issued, subscribed and paid-up share capital of Target Company is ₹ 14,31,48,445 (Indian Rupees Fourteen Crores Thirty One Lakh Four Eight Thousand Four Hundred and Forty Five only) comprising of 2,86,29,689 Equity Shares of ₹5/- each.
- As on the date of this DPS, the Target Company does not have any partly paid-up Equity Shares or outstanding convertible securities, depository receipts, warrants or instruments convertible into Equity Shares. None of the Equity Shares are subject to any lock in obligations.
- The Equity Shares of the Target Company are listed on (i) the BSE Limited (Scrip Code: 539289); and (ii) the National Stock Exchange of India Limited (Symbol: MAJESCO). The ISIN of Equity Shares of the Target Company is INE898S01029.
- All the Equity Shares issued by the Target Company are listed on the Stock Exchanges. Based on the information available on the website of BSE and NSE, the Equity Shares of the Target Company are frequently traded in terms of Regulation 2(1)(j) of SEBI (SAST) Regulations. See Part IV (Offer Price) of this DPS for more details.
- The key financial information of the Target Company based on its audited consolidated financial statements as on and for the nine month period ended December 31, 2020 and the audited consolidated financial statements of the Target Company as on and for the financial years ended March 31, 2020, March 31, 2019 and March 31, 2018 is set out below:

(Amount in ₹ Lakhs, except Earnings per share)

Particulars	For the nine month period ended December 31, 2020 (Audited)	For the financial year ended March 31, 2020 (Audited)	For the financial year ended March 31, 2019 (Audited)	For the financial year ended March 31, 2018 (Audited)
Total Income**	60,894	1,06,220	1,01,620	81,696
Net Income (i.e. Profit for the year)	1,76,709	6,914	5,404	629
Earnings per share (basic)	615.30	24.28	19.14	2.60
Earnings per share (diluted)	597.32	23.45	18.36	2.47
Net worth/ Shareholders' Funds*	Not available	69,799	67,701	54,329

* Net worth / Shareholders' Funds include Paid up share capital, Capital reserve, Employee stock options outstanding account, Securities premium, General reserve, Retained earnings, Hedging reserve account and Foreign currency translation reserve

**Revenue from operations (Information technology services and Reimbursement of expenses from customers) and Other Income (Interest income on fixed deposits, Gain on foreign currency transactions and translation (net), Profit on sale and revaluation of current investments (mutual funds), Gain on sale of property, plant and equipment (net), Gain on fair valuation of security deposit, Rental income and Miscellaneous income.

D. Details of the Open Offer

- The Open Offer is a mandatory offer pursuant to Regulations 3(1) and 4 and other applicable regulations of the SEBI (SAST) Regulations pursuant to the execution of the SPA and is subject to the terms and conditions set out in this DPS and the letter of offer which is proposed to be sent to all the Public Shareholders in accordance with the provisions of the SEBI (SAST) Regulations ("Letter of Offer").
- The Offer is being made by the Acquirer to the Public Shareholders for acquisition of up to 74,43,720 Equity Shares representing 26.00% of the Voting Share Capital ("Offer Size") at an offer price of ₹ 77 per Equity Share ("Offer Price") aggregating to a total consideration of ₹ 57,31,66,440/- (Indian Rupees Fifty Seven Crores Thirty One Lakh Sixty Six Thousand Four Hundred and Forty only) ("Offer Consideration").
- The Offer Consideration will be paid in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations.
- This Offer is not pursuant to any global acquisition resulting in an indirect acquisition of the Equity Shares or control of the Target Company.
- This Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations.
- This is not a competitive offer in terms of Regulation 20 of the SEBI (SAST) Regulations.
- The Voting Share Capital is set out below:

Particulars	Number of Equity Shares	% of Voting Share Capital
Fully paid up Equity Shares as on the date of PA	2,86,29,689	100.00%
Partly paid Equity Shares or outstanding convertible securities, depository receipts, warrants or instruments, issued by the Target Company, convertible into Equity Shares as on the date of PA	Nil	0.00%
Total	2,86,29,689	100.00%

- To the best of knowledge of the Acquirer no statutory approvals are required by the Acquirer to acquire Equity Shares of the Target Company that are validly tendered pursuant to the Offer or to complete the Offer or to acquire Equity Shares from the Sellers in terms of the SPA. However, in case of any other statutory approvals being required by the Acquirer at a later date before the closure of the tendering period, the Open Offer shall be subject to such further approvals and the Acquirer shall make the necessary applications for such approvals.
- In accordance with Regulation 18(6) of the SEBI (SAST) Regulations, the Acquirer may acquire Equity Shares from the market during the Offer Period. However, no such acquisition will be made by the Acquirer after 3 Working Days prior to the commencement of the tendering period for this Open Offer and until the expiry of the tendering period for this Open Offer. In the event of any such acquisition the Acquirer will make necessary disclosures as required under the SEBI (SAST) Regulations. It is clarified that as on the date of this DPS, the Acquirer is neither committing nor undertaking to acquire Equity Shares from the market.
- This DPS is being published in the following newspapers:

Publication	Language	Edition
Financial Express	English	All
Jansatta	Hindi	All
Navshakti	Marathi	Mumbai

- In terms of Regulation 25(2) of SEBI (SAST) Regulations, as at the date of this DPS, other than as stated in the DPS, the Acquirer does not have any intention to dispose or otherwise encumber any material assets of the Target Company for 2 years from the end of the Offer Period, save and except (i) in the ordinary course of business (including for the disposal of assets and creating encumbrances in accordance with business or financing requirements); or (ii) to the extent required for the purpose of restructuring and, or, rationalization of assets, investments, liabilities or business of the Target Company and in compliance with all the applicable laws; or (iii) for alienation of assets of the Target Company that are determined by the Board as being surplus and, or, non-core, or on account of any approval of or conditions specified under applicable law. If the Acquirer alienates any material asset of the Target Company or of any of its subsidiaries, within a period of 2 years from the end of the Offer Period, then the Target Company shall seek the approval of its shareholders as per the proviso to Regulation 25(2) of SEBI (SAST) Regulations before undertaking any such alienation.
- After the acquisition of the Equity Shares tendered in the Offer, if the public shareholding in the Target Company falls below the minimum level required for continued listing under Regulation 38 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations") and Rule 19A of the Securities Contracts (Regulation) Rules, 1957 i.e. 25% of the fully paid-up equity share capital of the Target Company, then the Acquirer shall bring down the non-public shareholding in the Target Company to the level specified within the time prescribed in the Securities Contracts (Regulation) Rules, 1957, SEBI (SAST) Regulations and as per applicable law.

II. BACKGROUND TO THE OFFER

- The Open Offer is a mandatory offer pursuant to Regulations 3(1) and 4 and other applicable regulations of the SEBI (SAST) Regulations pursuant to the execution of the SPA and is subject to the terms and conditions set out in this DPS and the Letter of Offer which is proposed to be sent to all the Public Shareholders in accordance with the provisions of the SEBI (SAST) Regulations.
- Details of the underlying transaction which has triggered the Open Offer are set out below:

Type of Transaction (Direct/ Indirect)	Mode of Transaction (Agreement / Allotment / Market Purchase)	Equity Shares / Voting rights acquired / proposed to be acquired		Total Consideration for Equity Shares/ Voting rights acquired (in ₹)	Mode of Payment (Cash/ Securities)	Regulations which have been triggered
		Number of Equity Shares	% vis-à-vis Voting Share Capital			
Direct Acquisition	Direct acquisition of 42,31,679 Equity Shares representing 14.78% of the Voting Share Capital of the Target Company as well as control of the Target Company (including the right to appoint up to 3 directors) pursuant to execution of the SPA.	42,31,679	14.78%	32,58,39,283	Cash	Regulations 3(1) and 4 of the SEBI (SAST) Regulations

Note: The existing promoter and promoter group of the Target Company will not hold any Equity Shares once the Acquirer completes the acquisition of 42,31,679 Equity Shares representing 14.78% of the Voting Share Capital of the Target Company from the Sellers in terms of the SPA.

3. In terms of the SPA and subject to the terms contained therein:

- The Acquirer may nominate up to 3 (three) directors on the Board ("Acquirer Directors") at any time post the expiry of 20 (twenty) Working Days from the date of the SPA and prior to the Completion Date (defined later), provided that the Acquirer has deposited the entire Offer Consideration in an escrow account. Immediately post the appointment of any Acquirer Director, any 2 directors nominated by the Sellers on the Board will tender their resignation from the Board.
- The Acquirer has agreed to acquire 42,31,679 Equity Shares representing 14.78% of the Voting Share Capital of the Target Company from the Sellers subject to fulfillment and, or, waiver and, or, deferral of conditions precedent set out in the SPA, on a date mutually agreed between the Acquirer and the Sellers ("Completion Date") but not later than July 31, 2021.
- The Acquirer shall at its own cost procure that within 30 calendar days following the Completion Date, the name of the Target Company is changed to a name which does not include the word "Majesco" or any other word which, in the opinion of the Sellers, is capable of being confused with "Majesco".
- As soon as permitted under Applicable Law and within a period of 4 months from the Completion Date, the Acquirer will procure that the Board seeks approval of the shareholders of the Target Company to de-classify the Sellers from the category of "promoters / promoter group" of the Target Company and take such other

actions as may be required in compliance with Regulation 31A of the SEBI Listing Regulations. The Acquirer will exercise its voting rights in favour of the above-mentioned resolutions for de-classification of the Sellers from the category of "promoters / promoter group" of the Target Company, in accordance with Regulation 31A of the SEBI Listing Regulations and procure that Sellers are de-classified from the category of "promoters / promoter group" of the Target Company within an overall period of 6 months from the Completion Date.

- From the date of the SPA until the Completion Date or termination of the SPA, whichever is earlier, the Sellers will to the extent permitted under applicable laws (i) procure that the Target Company operates in its ordinary course of business; and (ii) not take any of the following actions, except in each case, with the prior written consent of the Acquirer, which instruction shall not be unreasonably withheld or delayed:
 - declare any dividend;
 - change its capital structure;
 - alienate any material assets of the Target Company exceeding an aggregate value of INR 50,00,000 (Indian Rupees Fifty Lakh only);
 - make any loan, advances or incur any indebtedness exceeding an aggregate value of INR 50,00,000 (Indian Rupees Fifty Lakh only);
 - incur any capital expenditure exceeding an aggregate value of INR 50,00,000 (Indian Rupees Fifty Lakh only) excluding expenditure in relation to the approved new building project situated in MBP P-136 Navi Mumbai 400710;
 - make any payments to or for the benefit of any Seller or an affiliate of any Seller, including but not limited to any transactions or any other action at the expense of the Target Company, any management fees, or waive any obligations by any of the Sellers or an affiliate of Sellers; and
 - enter into any agreement or arrangement for the above.

- Pursuant to the Open Offer and the transactions contemplated in the SPA, the Acquirer shall become the promoter of the Target Company and the Sellers will cease to be the promoters of the Target Company in accordance with the provisions of Regulation 31A(3) of the SEBI Listing Regulations. The re-classification of the Sellers is subject to approval of shareholders of the Target Company in the general meeting in terms of Regulation 31A(3) of the SEBI Listing Regulations and conditions prescribed therein.
- The mode of payment of consideration for acquisition of Equity Shares of the Target Company by the Acquirer in the Open Offer is cash in accordance with Reg 9(1)(a) of SEBI (SAST) Regulations.
- The Open Offer is being made by the Acquirer in terms of Regulation 3(1), 4 and other applicable provisions of the SEBI (SAST) Regulations pursuant to execution of the SPA to acquire Equity Shares and control of the Target Company. Following the completion of the Offer, the Acquirer intends to work with the management and employees for growth of the Target Company.
- The Acquirer reserves the right to streamline or restructure the business, operations, assets and, or, liabilities of the Target Company in normal course of business. The Acquirer may also dispose or encumber any assets or investments of the Target Company through sale, lease, reconstruction, restructuring, negotiation, or termination of existing contractual or operating arrangements, for rationalising the assets, investments and, or, liabilities of the Target Company, to improve operational efficiencies and for other commercial reasons. The Board will take decisions on these matters in accordance with the requirements of the business of the Target Company and as permitted by applicable law.
- The Acquirer reserves the right to reconstitute the Board in accordance with the provisions of the SEBI (SAST) Regulations, the Companies Act, 2013 and other applicable law.

III. SHAREHOLDING AND ACQUISITION DETAILS

1. The present and proposed shareholding of the Acquirer in the Target Company and the details of its acquisitions are as follows:

Sr. No.	Particulars	No. of Equity Shares	% of Equity Shares/ Voting Share Capital
1.	Shareholding as on the date of the PA	0	0.00%
2.	Equity Shares acquired between the date of PA date and the date of this DPS	0	0.00%
3.	Post Offer shareholding as on 10th working day after closing of tendering period (assuming nil acceptance in the Open Offer) ¹	42,31,679	14.78%
4.	Post Offer shareholding as on 10th working day after closing of tendering period (assuming full acceptance in the Open Offer) ²	1,16,75,399	40.78%

¹In case no Equity Share is validly tendered and accepted in the Open Offer, in terms of the SPA and subject to the terms contained therein, the Acquirer shall acquire 42,31,679 Equity Shares representing 14.78% of the Voting Share Capital from the Sellers.

²In case of full acceptance in the Open Offer, in terms of (i) the SPA and subject to the terms contained therein, the Acquirer shall acquire 42,31,679 Equity Shares from the Sellers representing 14.78% of the Voting Share Capital; and (ii) this DPS and the terms and conditions which will be set out in the Letter of Offer, the Acquirer will acquire 74,43,720 Equity Shares representing 26.00% of the Voting Share Capital. This post offer shareholding of the Acquirer may change if the Acquirer acquires Equity Shares from the market during the Offer Period in accordance with Regulation 18(6) and other provisions of the SEBI (SAST) Regulations.

2. As of the date of this DPS, the Acquirer and its directors do not hold any Equity Shares.

IV. OFFER PRICE

- The Equity Shares of the Target Company are presently listed on (i) the BSE (Scrip Code: 539289); and (ii) the NSE (Symbol: MAJESCO). The ISIN of Equity Shares of the Target Company is INE898S01029.
- The total number of Equity Shares of the Target Company traded on BSE and the NSE for a period of 12 (twelve) calendar months preceding the calendar month in which the PA is made (i.e., from March 1, 2020 to February 28, 2021, both days included) is set out below:

Stock Exchange	Number of Equity Shares traded during the 12 months prior to the month in which PA is made (A)	Total number of Equity Shares listed during this period (B) ¹	Total Trading turnover (as % of total Equity Shares listed during this period) (A/B)
BSE	1,20,07,117	2,90,92,954	41.27%
NSE	7,06,68,955	2,90,92,954	242.91%

Gaurs Group awarded ₹2,124-crore NBCC tenders to complete 10,964 Amrapali flats

RISHI RANJAN KALA
New Delhi, March 25

GAURS GROUP ON Thursday said it has been awarded four tenders from state-run NBCC worth ₹2,124 crore for completing stuck Amrapali projects with a total inventory of 10,964 flats. The projects are Verona Heights, Heartbeat City and Amrapali Centurian Park. "We will raise a monthly bill to NBCC depending on the construction done. We are meeting the construction cost through internal accruals and bank guarantees. The projects will be completed within 36 months of the allotment of tender," Gaurs Group director Sarthak Gaur told *FE*.

NBCC is involved in the completion of 23 housing projects of Amrapali with an estimated cost of around ₹8,500 crore. The government-owned company has divided these projects into three categories with the delivery of flats starting soon.

"We have no large-scale real estate projects as of now and we have sold the majority of our under-construction inventory. In the Amrapali projects, we are only executing it and responsibility of sales lies with the NBCC," Gaur said.

Gaurs group's wholly-owned subsidiary Gaursoms Hitech Infrastructure is executing these projects.

Talking about the company's future course, Gaur said the group wants to diversify into the infrastructure segment. "We are looking to increase our con-

CG Power board okays liquidation of Malaysia arm

CG POWER AND Industrial Solutions on Thursday said its board has approved a proposal to liquidate its step-down subsidiary CG Sales Network Malaysia Sdn Bhd, Malaysia, at its meeting on Thursday.

In another regulatory filing, it said the board has approved the appointment of P Varadarajan as company secretary and compliance officer and key managerial personnel of the company from April 1.

The board of directors has also decided to revise the tenure of independent directors to five years or 70 years of age, whichever is earlier. —PTI

ADMINISTRATIVE ALLOTMENT BSNL, MTNL to get 5G spectrum without taking part in auctions

PRESS TRUST OF INDIA
New Delhi, March 25

THE GOVERNMENT WILL administratively allocate spectrum to telecom public sector units BSNL and MTNL for 5G and future services, Union minister Ravi Shankar Prasad informed Parliament on Thursday. He said allocation of spectrum to BSNL and MTNL will be done on the same principle as proposed for allotment of spectrum for 4G services.

"Government also approved to administratively allot spectrum for providing 5G services to BSNL/MTNL, spectrum for maintaining current operations and future services on the same principle as proposed for allotment of spectrum for 4G services," Prasad said in a written reply to the Rajya Sabha. 5G services are yet to start in India.



The minister said the government has allocated funds of ₹24,084 crore for spectrum for 4G services in 2021-22 and BSNL invited an expression of interest (EOI) on January 1 for prior registration and proof of concept (PoC) for its upcoming 4G tender. He said BSNL will manage the mobile services of MTNL in Delhi Licensed Service Area (LSA) from April 1. Prasad said both the loss making companies have become Ebitda positive for the half year ended September 2020 and nine months ended December 2020.

India set for big role in 5G era: Trai secy

INDIA IS POISED to play a "decisive role" in the 5G era, given its inherent strengths in digital and software capabilities, while liberal FDI regime, progressive manufacturing programmes, and resolve for self-reliance would usher large investments and growth in the telecom market, TRAI secretary S K Gupta said on Thursday. Dependence on the import of telecom equipment has been a concern, and a focus on indigenous production "will be the way forward," he said. —PTI

NCLT nod to Airtel, Hughes VSAT ops merger

PRESS TRUST OF INDIA
New Delhi, March 25

THE NATIONAL COMPANY Law Tribunal (NCLT) has sanctioned a 'scheme of arrangement' between Bharti Airtel, Bharti Airtel Services, Hughes Communications India and HCL Comtel, according to a regulatory filing.

In May 2019, telecom operator Bharti Airtel and Hughes Communications India (HCL) had said they will combine their VSAT satellite operations in the country, with Hughes holding a majority stake in the merged entity. Very Small Aperture Terminal (VSAT) is used to provide satellite based telecom and internet access to

individuals and enterprise users, and is utilised extensively by banks and ATMs.

In a BSE filing on Thursday, Airtel said: "NCLT, New Delhi, Principal Bench has, vide its order dated March 23, 2021... subject to the applicable sector approvals, sanctioned the composite scheme of arrangement."

KFC India to double women employees count

PRESS TRUST OF INDIA
New Delhi, March 25

US-BASED FAST FOOD chain KFC plans to double the count of women employees at its restaurants in India to around 5,000 in the next three to four years as it steps up diversity and inclusion initiatives in the country, according to a top

company official. KFC India, which currently operates two all-women restaurants, is also looking at increasing the overall ratio of women employees to 40% by 2024 from the current 30% under its 'KFC Kshamata' programme — a focused effort towards driving doubling of empowerment by 2024.

"On gender diversity, it has grown very organically. It is not like we were going out and trying to make a very loud exercise. Between 2013-14 and pre-Covid, in those five or six years diversity in our restaurants, from a gender perspective, has grown from 7-8% to around 30%," KFC India managing director Samir Menon said.

BOI AXA Mutual Fund
(Investment Manager: BOI AXA Investment Managers Private Limited)

Registered Office: B/204, Tower 1, Peninsula Corporate Park, Ganpatrao Kadam Marg, Lower Parel, Mumbai 400013
CIN: U65900MH2007FTC173079

NOTICE-CUM-ADDENDUM NO. 32/2020-21

NOTICE-CUM-ADDENDUM TO THE SCHEME INFORMATION DOCUMENT ("SID"), KEY INFORMATION MEMORANDUM ("KIM") AND STATEMENT OF ADDITIONAL INFORMATION ("SAI") OF THE SCHEMES OF BOI AXA MUTUAL FUND ("FUND").

A. Change in Name of Dividend Option(s) of the Schemes of the Fund:

Investors are requested to note that pursuant to provisions of SEBI/HO/IMD/DF3/CIR/P/2020/194 dated October 05, 2020 all the existing Dividend option(s) Plans of the Schemes shall be renamed as follows with effect from April 1, 2021:

Existing names of Dividend Option / Plan	Proposed new names of Dividend Option / Plan
Dividend Payout	Payout of Income Distribution cum capital withdrawal option
Dividend Re-investment	Reinvestment of Income Distribution cum capital withdrawal option
Dividend Transfer Plan	Transfer of Income Distribution cum capital withdrawal plan

Further, Investors are requested to note that Dividend amount can be distributed out of investor capital (Equalization Reserve) which is part of sale price that represents realized gains.

B. Appointment of Key Person of the BOI AXA Investment Managers Private limited ("The Company"):

Ms. Beena More, Vice President and Head – Human Resources & Organisational Development has been designated as Key Person of the Company with effect from March 25, 2021. Accordingly, the following information pertaining to Ms. More shall be inserted under the Section titled "Information on Key Personnel" in Section III (F) of the SAI:

Name	Age / Qualification	Type & nature of past experience	Previous work experience for last 10 years
Ms. Beena More	Age 42	She has over 20 years of experience in various facets of Human Resources and Financial Services	<ul style="list-style-type: none"> BOI AXA Investment Managers Pvt. Ltd. (June 2006 to Present) Royal Sundaram Alliance Insurance Co. Ltd., India. (May 2004 – May 2006)

C. Change in Designation:

Mr. Harish Kumar, Compliance Officer and Key person of BOI AXA Investment Managers Private Limited ("The Company") has now been re-designated as Company Secretary & Compliance Officer effective March 25, 2021.

Pursuant to SEBI Circular SEBI/HO/IMD/DF2/CIR/P/2021/024 dated March 4, 2021, designation of Mr. Varun Agrawal, Head Risk and Key Person of the Company shall stand revised as Head Risk and Chief Information Security Officer ("CISO").

Consequent to the said changes the designation of Mr. Kumar and Mr. Agrawal will be replaced with the new designation wherever applicable.

This Notice-cum-Addendum forms an integral part of SID/KIM and SAI of the Fund (collectively "Documents").

All other terms and conditions appearing in the SID/KIM and SAI being modified through this Addendum remain unchanged.

For **BOI AXA Investment Managers Private Limited**
(Investment Manager for BOI AXA Mutual Fund)
Sd/-
Authorised Signatory

Place : **Mumbai**
Date : **March 25, 2021**

Mutual Fund investments are subject to market risks, read all scheme related documents carefully.

Housing and Urban Development Corporation Ltd. (HUDCO)
(A Govt. of India Undertaking)
Regional Office: 3rd Floor, Deendayal Bhawan, Ashok Nagar, Janpath, Bhubaneswar - 751009

E-auction Sale Notice of Land & Building Immovable Properties through E-auction Under Rule 6(2) and 8(6) of Security Interest (Enforcement) Rule -2002

Sale of immovable property /ies mortgaged to HUDCO, Indian Bank, Edelweiss and PNB (Joint Lenders) under Securitization and Reconstruction of Financial Assets and Enforcement of Security Interest Act, (SARFAESI Act) 2002 (No.54 of 2002):- Whereas, the Authorized Officer of HUDCO, Indian Bank, Edelweiss and PNB (Joint lenders) have taken symbolic possession on 30.10.2013 and actual possession on 17.03.2015 of the following property/ies pursuant to the notice issued under Section 13(2) of the Security Interest (Enforcement) Rules 2002 in the following loan account with right to sell the same on "AS IS WHERE IS BASIS AND AS IS WHAT IS BASIS" for realization of HUDCO, Indian Bank, Edelweiss ARC and PNB (Joint Lenders) dues plus interest as detailed hereunder and whereas consequent upon failure of the defaulters mentioned below to repay the over dues, the authorized officer/ undersigned in exercise of power conferred under Section 13(4) of the said Act proposes to realize the HUDCO, Indian Bank, Edelweiss and PNB (Joint Lenders) dues by sale of the said property/ies. THE SALE WILL BE DONE BY THE UNDERSIGNED THROUGH E-AUCTION PLATFORM PROVIDED AT THE WEB PORTAL (<https://hudcoauction.auctiontiger.net>)

Name of the Branch & Account/Name of the Mortgagor/Borrower	Description of Immovable properties	Reserve Price (Rs.) EMD Bid Increase Amount (Rs. in Lakhs)	Outstanding Amount & Demand Notice Date 05.07.2013	Date, Time of E-auction/ E-auction Portal
i) HUDCO Regional Office: 3rd Floor, Deendayal Bhawan, Ashok Nagar, Janpath, Bhubaneswar. Scheme No. 18895	All that piece and parcel of the immovable property comprised of Land and Building over plot No. 1359 Ac. 9.20, Khata No. 153/ 302. Plot No. 1465 Ac. 0.25, Khata No. 54; Plot No. 1366 Ac. 8.72, Plot No. 1466 Ac. 1.72, Khata No. 153/ 303; Plot No. 1394 Ac. 0.68, 1396 Ac. 0.80, 1399 Ac. 1.28, 1470 Ac. 0.54, 1416 Ac. 0.48, Khata No. 153/ 307; Plot No. 1464 Ac. 0.11, Khata No. 153/ 325, Plot No. 1395 Ac. 1.10, 1396 Ac. 3.42, Khata No. 153/ 308 Plot No. 1392 Ac. 0.73, 1393 Ac. 6.58, 1395 Ac. 0.34, Khata No. 153/ 305; Plot No. 1449 Ac. 0.65, 1451 Ac. No. 30, 1452 Ac. 0.54, 1453 Ac. 0.16, 1454 Ac. 0.22, 1455 Ac. 0.83, 1456 Ac. 0.24, 1457 Ac. 0.22, Khata No. 153/ 309; Plot No. 1417/ 2831 Ac. 0.05, Khata No. 153/ 313; Plot No. 1417 Ac. 0.43, 1418 Ac. 0.10, 1469 Ac. 1.03, Khata No. 153/ 310 Of Mouza Durfuga; Plot No. 826 Ac. 0.24, 827 Ac. 0.48, 828 Ac. 0.60, 829 Ac. 0.53, 830 Ac. 0.60, 831 Ac. 0.11, Khata No. 103/58 of Mouza: Saletikira; Plot No. 1461 Ac. 0.39, 1462 Ac. 0.26, Khata No. 153/ 311; Plot No. 1451/ 2652 Ac. 0.30, 1455/2653 Ac. 0.09, Khata No. 153/ 314; Plot No. 1419 Ac. 0.42, 1463 Ac. 0.44, 1388 Ac. 3.05, 1391Ac. 0.20, 1397 Ac. 0.43, 1398 Ac. 0.39, 1389 Ac. 0.37, 1390 Ac. 0.12, Khata No. 153/ 308; Plot No. 1383 Ac. 1.22, 1387 Ac. 0.64, 1421 Ac. 0.42, 1428 Ac. 0.88, 1387/ 2302 Ac. 0.78, 1421/ 2063 Ac. 0.17, 1451/ 2069 Ac. 0.13, Khata No. 153/ 312 of Mouza: Durfuga and Plot No. 3896 Ac. 0.89, Khata No. 861/ 463 of Mouza : Panchapara of Jharsuguda, Distt. & SRO Jharsuguda in the State of Odisha. The total land admeasuring Ac. 54.87 together with Land and Buildings constructed thereon bounded by North - Road & Private Vacant Land, South - Nala and Vacant Land, East - Road & Vacant Land, West - Vacant Land.	Land - 8 - Building immovable properties) Reserve Price: Rs. 2756.00 lacs. (Rupees twenty seven crore fifty six lakh only. EMD Amount. Rs. 275.60 lacs (Rs. two crore seventy five lakhs sixty thousand only).	Rs. 42.80,45,047.14 (Rupees Forty two Crores Sixty Lakhs Forty Five Thousand & Forty Seven & Fourteen Paise only) And in case bid is placed during the notice dt. 05.07.2013, of the respective lenders plus interest, compound and penal interest and additional incidental charges etc.) till the date of final payment.	Dr-27/04/2021 From 10.30 AM to 01.30 PM on https://hudcoauction.auctiontiger.net And in case bid is placed during the last 5 minutes of the closing time of the e-Auction, the closing time will automatically get extended for 5 minutes (each time till the closure of e-Auction process), otherwise, it'll automatically get closed.
ii) Indian Bank, Main Branch, Ashok Nagar, Bhubaneswar. Loan A/c No. 717125289				
iii) BOI/Bhubaneswar. Loan A/C No. SSS03011000046 (Assignee Edelweiss (ARC), Edelweiss House, of CST Road, Kalina, Mumbai.				
iv) PNB, Jharsuguda Branch, Jharsuguda. Loan A/C No. 2218001C0000012				
Name & Address of the Mortgagor/ Borrower				
M/s. Jain Steel & Power Ltd. through its Managing Director, Shri Manoj Kumar Jain, 39, Shakespear Sarani, Premlata, 5th Floor Kolkata- 700017.				

TERMS AND CONDITIONS:
The e-Auction is being held on "AS IS WHERE IS BASIS", "AS IS WHAT IS BASIS" AND "WHATEVER IS THERE BASIS". This is also a notice to the Borrowers / Guarantors / Legal heirs of the aforesaid loan about holding of sale / auction of the said property on the above mentioned date if the dues are not repaid in full before the date of sale. The borrower / guarantors are hereby notified to pay the sum as mentioned above along with up to dated interest and ancillary expenses etc. before the date of e-Auction, failing which the property will be auctioned / sold and balance dues (if any), will be recovered with interest and cost etc. Please visit/refer the lenders websites www.hudco.org under the link 'e-auction' (M/s Jain Steel & Power Ltd-a/c) for details terms and conditions and tender documents. The intending bidders may contact the Authorized Officer on behalf of joint lenders, Sri Madhukar Ugemou, DGM (projects), HUDCO, Deendayal Bhawan, Ashok Nagar, Bhubaneswar - 751009, Odisha during office hours on Mob No. 9893203918, Phone No- 0674-2536287 & email Id- bbro@hudco.org.
Date : 26th March'2021
Authorised Officer of HUDCO, Indian Bank, Edelweiss (ARC) and Punjab National Bank (Joint Lenders)
Place : Bhubaneswar

VI. STATUTORY AND OTHER APPROVALS

- To the best of knowledge of the Acquirer no statutory approvals are required by the Acquirer to acquire Equity Shares of the Target Company that are validly tendered pursuant to the Offer or to complete the Offer or to acquire Equity Shares from the Sellers in terms of the SPA. However, in case of any other statutory approvals being required by the Acquirer at a later date before the closure of the tendering period, the Open Offer shall be subject to such further approvals and the Acquirer shall make the necessary applications for such approvals.
- Non-Resident Indians ("NRI"), Overseas Corporate Bodies ("OCB") or any other non-resident holders of Equity Shares, if any, must obtain all requisite approvals or exemptions required to tender the Equity Shares held by them in this Offer and submit such approvals or exemptions, along with the other documents required to accept this Offer. If holders of the Equity Shares who are not persons resident in India (including NRIs, OCBs, and Foreign Portfolio Investors) required any approvals (including from the Reserve Bank of India or any other regulatory authority) in respect of the Equity Shares held by them, they will be required to submit the previous approvals that they would have obtained for holding the Equity Shares, to tender the Equity Shares held by them pursuant to this Offer, along with the other documents required to be tendered to accept this Offer. If the aforementioned documents are not submitted, the Acquirer reserves the right to reject such Equity Shares tendered in this Offer.
- In case of delay in receipt or non-receipt of any statutory approvals which may be required by the Acquirer at a later date, as per Regulation 18(1) of the SEBI (SAST) Regulations, SEBI may, if satisfied, that non-receipt of approvals was not attributable to any willful default, failure or neglect on the part of the Acquirer to diligently pursue such approvals, grant an extension of time for the purpose of completion of this Open Offer subject to the Acquirer agreeing to pay interest to the Public Shareholders for the delay. However, where the statutory approvals extend to some but not all holders of the Equity Shares of the Target Company, the Acquirer has the option to make payment to such holders of the Equity Shares of the Target Company in respect of whom no statutory approvals are required in order to complete this Open Offer.
- The Acquirer will have the right to proceed with this Open Offer in accordance with Regulation 23(1) of the SEBI (SAST) Regulations, in the event of the statutory approvals which may be required by the Acquirer at a later date are refused. In the event of withdrawal of this Open Offer, the Acquirer confirms that, a public announcement will be made within 2 Working Days of such withdrawal, in the same newspapers in which this DPS is published and such public announcement will also be sent to the BSE, the NSE, the SEBI and the Target Company at its registered office, in accordance with Regulation 23(2) of the SEBI (SAST) Regulations.

VII. TENTATIVE SCHEDULE OF ACTIVITY

Activity	Date ⁽¹⁾	Day ⁽¹⁾
Date of the PA	March 21, 2021	Sunday
Date of publication of the DPS	March 26, 2021	Friday
Date of filing of the Draft Letter of Offer with SEBI	April 06, 2021	Tuesday
Last date for public announcement for competing offer(s)	April 23, 2021	Friday
Last date for receipt of SEBI observations on the Draft Letter of Offer (in the event SEBI has not sought clarifications or additional information from the Manager)	April 30, 2021	Friday
Identified Date ⁽²⁾	May 04, 2021	Tuesday
Last date by which the Letter of Offer will be dispatched to the Public Shareholders whose name appears on the register of members on the Identified Date	May 11, 2021	Tuesday
Last date for publication of recommendation of the committee of the independent directors of the Target Company to the Public Shareholders for this Open Offer	May 17, 2021	Monday
Last date for upward revision of the Offer Price and/ or the Offer Size	May 17, 2021	Monday
Publication of advertisement containing announcement of the schedule of activities of this Offer, status of statutory and other approvals, if any, and procedure for tendering acceptances, in the newspapers where the DPS has been published	May 18, 2021	Tuesday
Date of commencement of the tendering period ("Offer Opening Date")	May 19, 2021	Wednesday
Date of closure of the tendering period ("Offer Closing Date")	June 2, 2021	Tuesday
Last date for communicating the rejection/ acceptance and completion of payment of consideration or refund of Equity Shares to the Public Shareholders	June 16, 2021	Wednesday
Last date for publication of post-Open Offer public announcement in the newspapers in which the DPS has been published	June 23, 2021	Wednesday
Last date for filing the post-Open Offer report with SEBI	June 23, 2021	Wednesday

(1) The schedule of activities mentioned above is tentative and based on the assumption that SEBI's comments to the Draft Letter of Offer will be received on April 30, 2021. Accordingly, the dates for the above mentioned activities, wherever mentioned in this DPS, are subject to change.

(2) The Identified Date is only for the purpose of determining the Public Shareholders as on such date to whom the Letter of Offer will be sent. It is clarified that all Public Shareholders holding Equity Shares are eligible to participate in the Open Offer at any time before the Offer Closing Date, subject to the terms and conditions mentioned in this DPS and which will be set out in the Letter of Offer.

VIII. PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON-RECEIPT OF LETTER OF OFFER

- All Public Shareholders whether holding Equity Shares in dematerialised form, registered or unregistered, are eligible to participate in the Offer any time before closure of the tendering period.
- Persons who have acquired Equity Shares of the Target Company but whose names do not appear in the register of members of the Target Company as on the Identified Date or unregistered owners or those who have acquired the Equity Shares of the Target Company after the Identified Date or those who have not received the Letter of Offer, may also participate in this Offer. Accidental omission to send the Letter of Offer to any person to whom the Offer is made or the non-receipt or delayed receipt of the Letter of Offer by any such person will not invalidate the Offer in any way.
- The Public Shareholders of the Target Company who tender their Equity Shares in this Offer shall ensure that the Equity Shares are clear from all liens, charges and encumbrances and such Equity Shares will be acquired by the Acquirer in accordance with the terms and conditions set out in this DPS and the terms and conditions which will be set out in the Letter of Offer, the relevant provisions of the SEBI (SAST) Regulations and applicable law. The Acquirer shall acquire the Equity Shares of the Public Shareholders of the Target Company who validly tender their Equity Shares in this Offer, together with all rights attached thereto, including the rights to dividends, bonuses and rights offers declared thereof and the terms set out in the PA, this DPS and which will be set out in the Letter of Offer.
- The Public Shareholder shall have obtained all necessary consents required for it to tender and sell the Equity Shares in the Offer.
- The Public Shareholders may also download the Letter of Offer from the website of SEBI (www.sebi.gov.in). The Public Shareholders may also obtain a copy of the Letter of Offer from the Registrar to the Offer (whose details are set out at Part IX (Other Information) of this DPS) on providing suitable documentary evidence of holding of the Equity Shares of the Target Company and their folio number, DP identity-client identity, current address and contact details.
- If the number of Equity Shares validly tendered by the Public Shareholders under the Open Offer is more than the Offer Size, then the Acquirer shall accept the Equity Shares received from the Public Shareholders on a proportionate basis in consultation with the Manager.
- The Open Offer will be implemented by the Acquirer through Stock Exchange Mechanism as provided under SEBI (SAST) Regulations and SEBI circular CIR/CFD/POLICY/CELL/1/2015 dated April 13, 2015 and SEBI circular no. CFD/DCR2/CIR/P/2016/131 dated December 09, 2016 issued by SEBI and on such terms and conditions as may be permitted by law from time to time.
- The Acquirer has appointed DAM Capital Advisors Limited (formerly known as IDFC Securities Limited) ("Buying Broker") for the Open Offer through whom the purchase and settlement of the Equity Shares tendered in the Open Offer shall be made. The contact details of the Buying Broker are mentioned below:

DAM CAPITAL
Name: **DAM Capital Advisors Limited (formerly known as IDFC Securities Limited)**
Address: One BKC, C Wing, Unit No. 1511, G Block, Bandra Kurla Complex, Mumbai 400 051
Phone no.: +91 22 4202 2500
Email id: rajesh@damicapital.in
Contact person: Mr. Rajesh Tekadiwala

- BSE shall be Designated Stock Exchange for the purpose of tendering Equity Shares in the Open Offer.
- Public Shareholders who desire to tender their equity shares under the Open Offer would have to intimate their respective stock brokers ("Selling Brokers") within the normal trading hours of the secondary market, during the tendering period.
- A separate Acquisition Window will be provided by the BSE to facilitate the placing of orders. Before placing the bid, the concerned Public Shareholder or Selling Broker would be required to transfer the tendered Equity Shares to the special account of Indian Clearing Corporation Limited ("Clearing Corporation"), by using the settlement number and the procedure prescribed by the Clearing Corporation

- Public Shareholders who wish to bid or offer their physical shares in the Offer are requested to send their original documents which will be mentioned in the Letter of Offer to the Registrar to the Offer to reach them within 2 days from Offer Closing Date. It is advisable to first email scanned copies of the original documents which will be mentioned in the Letter of Offer to the Registrar to the Offer and then send physical copies to the address of the Registrar to the Offer as provided in the Letter of Offer.
- In the event the Selling Broker of a shareholder is not registered with BSE then that Public Shareholder may approach the Buying Broker and tender its Equity Shares through the Buying Broker, after submitting the details as may be required by the Buying Broker in compliance with the applicable law.
- The cumulative quantity tendered shall be made available online to the market throughout the trading session at specific intervals by the Stock Exchanges during the tendering period on the basis of shares transferred to the special account of the Clearing Corporation.
- The detailed process of Stock Exchange will be provided in the Letter of Offer which shall be sent to Public Shareholder of the Target Company.
- Equity Shares and relevant documents should not be submitted or tendered to the Manager to the Offer, the Acquirer or the Target Company.

IX. OTHER INFORMATION

- The Acquirer, its directors in their capacity as directors of the Acquirer accepts full responsibility for the information contained in the PA and this DPS and also for the obligation of the Acquirer as set out in the SEBI (SAST) Regulations and subsequent amendments made thereof.
- In relation to the information pertaining to the Sellers and Target Company in the DPS, the Acquirer has relied on the information provided and, or, confirmed by the Target Company and, or, the Sellers, any published information and publicly available sources. The Acquirer and the Manager to the Offer have not independently verified the accuracy of such information.
- The Acquirer has appointed DAM Capital Advisors Limited (formerly known as IDFC Securities Limited) as the Manager to the Offer.
- The Acquirer has appointed KFin Technologies Private Limited as the Registrar to the Offer.
- In this DPS, all reference to "INR" or "Indian Rupees" or "₹" are references to Indian National Rupee(s).
- This Detailed Public Statement will also be available on website of SEBI at www.sebi.gov.in.

Details of the Manager to the Offer and Registrar to the Offer are set out below:

Manager to the Offer	Registrar to the Offer
DAM CAPITAL	KFINTECH
DAM Capital Advisors Limited (formerly IDFC Securities Limited) One BKC, C Wing, Unit No. 1511, G Block, Bandra Kurla Complex, Mumbai 400 051, India Contact Person: Mr. Chandresh Sharma Tel: +91 22 4202 2500 Fax: +91 22 4202 2504 E-mail: majesco.openoffer@damicapital.in Website: http://www.damicapital.in/ SEBI Registration Number: MB/IN/M000011336 Validity Period: Permanent	KFin Technologies Private Limited (formerly Kavya Fintech Private Limited) Selenium, Tower B, Plot No- 31 and 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy 500 032, Telangana, India Tel: +91 40 6716 2222 Fax: +91 40 2343 1551 Toll free number: 18003454001 Email: Majesco.openoffer@kfinfintech.com Website: www.kfinfintech.com Investor grievance e-mail: einward.ris@kfinfintech.com Contact Person: Mr. M Murali Krishna SEBI Registration No.: INR00000221 CIN: U72400TG2017PTC117649

THIS DETAILED PUBLIC STATEMENT IS ISSUED BY MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRER

On behalf of the Acquirer i.e. Aurum Platz IT Private Limited
Sd/-
Mr. Saurabh Sangekar
Director
Place: Mumbai
Date: March 25, 2021

MAJESCO LIMITEDRegistered Office: Mastek New Development Centre, MBP-P-136 Mahape, Navi Mumbai, Mumbai City, Maharashtra, India – 400710
Tel. No.: +91 22 6150 1800; Fax No.: +91 22 2778 1320; Website: www.majescold.in; CIN: L72300MH2013PLC244874

OPEN OFFER FOR ACQUISITION OF UPTO 74,43,720 (SEVENTY FOUR LAKHS FORTY THREE THOUSAND SEVEN HUNDRED AND TWENTY) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 5 EACH ("EQUITY SHARES") REPRESENTING 26.00% (TWENTY SIX PERCENT) OF THE VOTING SHARE CAPITAL (AS DEFINED BELOW) OF MAJESCO LIMITED ("TARGET COMPANY"), FROM THE PUBLIC SHAREHOLDERS (AS DEFINED BELOW) OF THE TARGET COMPANY BY AURUM PLATZ IT PRIVATE LIMITED ("ACQUIRER") ("OPEN OFFER" OR "OFFER"). NO PERSON IS ACTING IN CONCERT WITH THE ACQUIRER FOR THE PURPOSE OF THIS OPEN OFFER.

This detailed public statement ("DPS") is being issued by DAM Capital Advisors Limited (formerly known as IDFC Securities Limited), the Manager to the Open Offer ("Manager"), for and on behalf of the Acquirer, in compliance with Regulations 3(1) and 4 read with Regulations 13(4), 14(3) and 15(2) and other applicable regulations of the SEBI (SAST) Regulations pursuant to the public announcement dated March 21, 2021 ("PA") in relation to this Open Offer, which was filed with the BSE Limited ("BSE"), the National Stock Exchange of India Limited ("NSE"), together with BSE hereinafter collectively referred to as the "Stock Exchanges" and the Securities and Exchange Board of India ("SEBI") and sent to the Target Company on March 21, 2021, in terms of Regulations 14(1) and 14(2) of the SEBI (SAST) Regulations, respectively.

For the purpose of this DPS, the following terms shall have the meaning assigned to them as below:

"Board" means the board of directors of the Target Company.

"Identified Date" means the date falling on the 10th (tenth) Working Day prior to the commencement of the tendering period, for the purpose of determining the Public Shareholders to whom the Letter of Offer shall be sent.

"Offer Period" means the period between the date of the SPA and the date on which the payment of consideration to the Public Shareholders who have accepted the Open Offer is made.

"Public Shareholders" means all the equity shareholders of the Target Company excluding (i) the shareholders forming a part of the promoter and promoter group of the Target Company; (ii) parties to the share purchase agreement between the Acquirer and (a) Mr. Ketan Mehta, (b) Mr. Tanay Mehta, (c) Mr. Sundar Radhakrishnan, (d) Ms. Usha Sundar, (e) Mr. Shankar Sundar, (f) Mr. Varun Sundar, (g) Mr. Ashank Desai, (h) Hi5 Youth Foundation, (i) Bhavitha Foundation and (j) Avanshali Foundation (each a "Seller" and collectively hereinafter referred to as the "Sellers") dated March 21, 2021 ("SPA"); and (iii) any persons acting in concert or deemed to be acting in concert with the persons set out in (i) and, or, (ii).

"Voting Share Capital" means the total voting equity share capital of the Target Company on a fully diluted basis as of the 10th (tenth) working day from the closure of the tendering period for the Open Offer.

"RoC" means Registrar of Companies, Maharashtra at Mumbai.

"Working Day" bears the meaning ascribed to it in the SEBI (SAST) Regulations.

I. DETAILS OF ACQUIRER, SELLER, TARGET COMPANY AND OPEN OFFER**A. Information about the Acquirer**

1. The Acquirer was incorporated as Loma IT Park Developers Private Limited on October 5, 2007 under the provisions of Companies Act, 1956 as a private limited company with the Registrar of Companies, Maharashtra at Mumbai ("RoC"). On May 11, 2018 the name of the Acquirer was changed to AURUM PLATZ IT PRIVATE LIMITED, and a fresh certificate of incorporation was issued by the RoC. The corporate identification number of the Acquirer is U45400MH2007FTC174767. The registered office of the Acquirer is situated at AURUM HOUSE, AURUM Q Parc, Ghansoli East, Navi Mumbai, 400710, Maharashtra.

2. The Acquirer is presently engaged in the business of real estate development including development and leasing of special economic zones.

3. The Acquirer belongs to AURUM VENTURES Group.

4. Mr. Ashish Deora is the person in control of the Acquirer.

5. The shareholding pattern of the Acquirer as on the date of this DPS is set out below:

Sr. No.	Name of the shareholder	Number of equity shares	Shareholding (%)
1.	Aurum Platz Private Limited	31,91,60,429	99.99
2.	Minoo Deora (On behalf of Aurum Platz Private Limited)	1	Negligible
Total		31,91,60,430	100.00

6. The key financial information of the Acquirer based on its unaudited limited reviewed standalone financial statements as on and for the nine month period ended December 31, 2020 and the audited standalone financial statements of the Acquirer as on and for the financial years ended March 31, 2020, March 31, 2019 and March 31, 2018 is set out below:

(Amount in ₹)

Particulars	For the nine month period ended December 31, 2020 (Unaudited)	For the financial year ended March 31, 2020 (Audited)	For the financial year ended March 31, 2019 (Audited)	For the financial year ended March 31, 2018 (Audited)
Total Revenue*	117,96,62,218	153,92,20,194	137,92,32,605	12,76,59,275
Net Income (i.e. Net profit / (loss) after tax)	24,72,07,366	26,56,12,524	19,29,08,194	(10,92,39,430)
Earnings per share (basic and diluted)	0.77	0.83	0.60	(0.35)
Net worth / Shareholders' Funds**	3,51,20,32,702	3,26,47,82,135	2,99,99,97,852	2,80,72,04,605

*Total Revenue comprises of revenue from operations and other income.

**Net worth / Shareholders' Funds includes share capital and reserves and surplus.

7. The board of directors of the Acquirer comprise of Saurabh Sangekar and Srirang Athalye.

8. The shares of the Acquirer are not listed on any stock exchange in India or abroad.

9. As on date of this DPS, Acquirer does not hold any Equity Shares or voting rights in the Target Company. The Acquirer has entered into the SPA with the Sellers to acquire 42,31,679 Equity Shares representing 14.78% of the Voting Share Capital. See Part II (Background to the Offer) of this DPS for more details.

10. The Acquirer is neither a promoter nor a part of the promoter group of the Target Company. None of the directors or key managerial employees of the Acquirer hold any ownership or interest or relationship or shares in the Target Company.

11. There is no person acting in concert with Acquirer for the purpose of this Open Offer.

12. The Acquirer is not prohibited by SEBI from dealing in securities in terms of directions issued under Section 11B of the Securities and Exchange Board of India Act, 1992, as amended ("SEBI Act") or any other rules and regulations framed thereunder.

B. Information about the Sellers

1. Details of the Sellers is set out below:

Sr. No.	Name of the Seller	Change in the name of the Seller in the past	PAN	Nature of the entity / individual	Registered Office (residential address if individual)	Part of the Promoter Group	Name of the Group	Name of the stock exchange in India or abroad, if listed
1.	Mr. Ketan Mehta	None	ACPFM3333R	Individual	3208 Glenhurst Court Plano Texas 75093	Yes	None	Not applicable
2.	Mr. Tanay Mehta	None	BRDPM1801L	Individual	3208 Glenhurst Court Plano Texas 75093	Yes	None	Not applicable
3.	Mr. Sundar Radhakrishnan	None	AFEPR3398P	Individual	1301, Odyssey 1, Hiranandani Gardens Powai, Mumbai, 400076	Yes	None	Not applicable
4.	Ms. Usha Sundar	None	BZTPS5070D	Individual	1301, Odyssey 1, Hiranandani Gardens Powai, Mumbai, 400076	Yes	None	Not applicable
5.	Mr. Shankar Sundar	None	CIZPS0327P	Individual	12128 Saratoga Villa PL, Saratoga California USA 95070	Yes	None	Not applicable
6.	Mr. Varun Sundar	None	CERPS3846H	Individual	12128 Saratoga Villa PL, Saratoga California USA 95070	Yes	None	Not applicable
7.	Mr. Ashank Desai	None	ABNPD9264B	Individual	2501 Odyssey 1 Hiranandani Gardens Powai, Mumbai, 400076	Yes	None	Not applicable
8.	Hi5 Youth Foundation	None	AADCH6469E	Non-profit organisation	Wing B2 - Unit 204 Kanakia Boomerang Chandivali Road, Mumbai, 400072	Yes	None	Not applicable
9.	Bhavitha Foundation	None	AAFBC4096F	Non-profit organisation	3502 Octavius Hiranandani Garden, Powai Mumbai, 400076	Yes	None	Not applicable
10.	Avanshali Foundation	None	AAUCA4226H	Non-profit organisation	2501 Odyssey 1 Hiranandani Gardens Powai, Mumbai, 400076	Yes	None	Not applicable

2. None of the Seller is prohibited by SEBI from dealing in securities in terms of directions issued under Section 11B of the SEBI Act or any other rules and regulations framed thereunder.

3. The shareholding and voting rights of the Sellers in the Target Company before the execution of the SPA and after the acquisition of Equity Shares by the Acquirer from the Sellers in terms of the SPA is set out below:

Sr. No.	Name of the Seller	Details of Equity Shares / voting rights held by the Sellers			
		Pre-Transaction		Post-Transaction	
		Number of Equity Shares	% vis-à-vis Voting Share Capital	Number of Equity Shares	% vis-à-vis Voting Share Capital
1.	Mr. Ketan Mehta	21,60,661	7.55%	0	0.00%
2.	Mr. Tanay Mehta	6,400	0.02%	0	0.00%
3.	Mr. Sundar Radhakrishnan	1,26,618	0.44%	0	0.00%
4.	Ms. Usha Sundar	4,59,000	1.60%	0	0.00%
5.	Mr. Shankar Sundar	64,000	0.22%	0	0.00%
6.	Mr. Varun Sundar	64,000	0.22%	0	0.00%
7.	Mr. Ashank Desai	140	0.00%	0	0.00%
8.	Hi5 Youth Foundation	6,01,000	2.10%	0	0.00%
9.	Bhavitha Foundation	5,00,000	1.75%	0	0.00%
10.	Avanshali Foundation	2,49,860	0.87%	0	0.00%
Total		42,31,679	14.78%	0	0.00%

C. Information about the Target Company

1. The Target Company was incorporated as Minefields Computers Private Limited on June 27, 2013, under the provisions of Companies Act, 1956 as a private limited company with the RoC. Subsequently, the name of the Company was changed to Minefields Computers Limited on December 22, 2014 and a fresh certificate of incorporation was issued by the RoC. Thereafter, the name of the Target Company was changed to Majesco Limited on June 12, 2015 and a fresh certificate of incorporation was issued by the RoC.

2. The registered office of the Target Company is situated at Mastek New Development Centre, MBP-P-136 Mahape, Navi Mumbai, Mumbai City, Maharashtra, India - 400710. The corporate identification number of the Target Company is L72300MH2013PLC244874.

3. As on the date of this DPS, the Authorised share capital of Target Company is ₹ 25,00,00,000 (Indian Rupees Twenty Five Crores only) comprising of 5,00,00,000 equity shares of ₹ 5/- each. The issued, subscribed and paid-up share capital of Target Company is ₹ 14,31,48,445 (Indian Rupees Fourteen Crores Thirty One Lakh Forty Eight Thousand Four Hundred and Forty Five only) comprising of 2,86,29,689 Equity Shares of ₹5/- each.

4. As on the date of this DPS, the Target Company does not have any partly paid-up Equity Shares or outstanding convertible securities, depository receipts, warrants or instruments convertible into Equity Shares. None of the Equity Shares are subject to any lock in obligations.

5. The Equity Shares of the Target Company are listed on (i) the BSE Limited (Scrip Code: 539289); and (ii) the National Stock Exchange of India Limited (Symbol: MAJESCO). The ISIN of Equity Shares of the Target Company is INE898S01029.

6. All the Equity Shares issued by the Target Company are listed on the Stock Exchanges. Based on the information available on the website of BSE and NSE, the Equity Shares of the Target Company are frequently traded in terms of Regulation 2(i)(j) of SEBI (SAST) Regulations. See Part IV (Offer Price) of this DPS for more details.

7. The key financial information of the Target Company based on its audited consolidated financial statements as on and for the nine month period ended December 31, 2020 and the audited consolidated financial statements of the Target Company as on and for the financial years ended March 31, 2020, March 31, 2019 and March 31, 2018 is set out below:

(Amount in ₹ Lakhs, except Earnings per share)

Particulars	For the nine month period ended December 31, 2020 (Audited)	For the financial year ended March 31, 2020 (Audited)	For the financial year ended March 31, 2019 (Audited)	For the financial year ended March 31, 2018 (Audited)
Total Income**	60,894	1,06,220	1,01,620	81,696
Net Income (i.e. Profit for the year)	1,76,709	6,914	5,404	629
Earnings per share (basic)	615.30	24.28	19.14	2.60
Earnings per share (diluted)	597.32	23.45	18.36	2.47
Net worth / Shareholders' Funds*	Not available	69,799	67,701	54,329

*Net worth / Shareholders' Funds include Paid up share capital, Capital reserve, Employee stock options outstanding account, Securities premium, General reserve, Retained earnings, Hedging reserve account and Foreign currency translation reserve

**Revenue from operations (Information technology services and Reimbursement of expenses from customers) and Other Income (Interest income on fixed deposits, Gain on foreign currency transactions and translation (net), Profit on sale and revaluation of current investments (mutual funds), Gain on sale of property, plant and equipment (net), Gain on fair valuation of security deposit, Rental income and Miscellaneous income.

D. Details of the Open Offer

1. The Open Offer is a mandatory offer pursuant to Regulations 3(1) and 4 and other applicable regulations of the SEBI (SAST) Regulations pursuant to the execution of the SPA and is subject to the terms and conditions set out in this DPS and the letter of offer which is proposed to be sent to all the Public Shareholders in accordance with the provisions of the SEBI (SAST) Regulations ("Letter of Offer").

2. The Offer is being made by the Acquirer to the Public Shareholders for acquisition of up to 74,43,720 Equity Shares representing 26.00% of the Voting Share Capital ("Offer Size") at an offer price of ₹ 77 per Equity Share ("Offer Price") aggregating to a total consideration of ₹ 57,31,66,440/- (Indian Rupees Fifty Seven Crores Thirty One Lakhs Sixty Six Thousand Four Hundred and Forty only) ("Offer Consideration").

3. The Offer Consideration will be paid in cash in accordance with Regulation 9(1)(a) of the SEBI (SAST) Regulations.

4. This Offer is not pursuant to any global acquisition resulting in an indirect acquisition of the Equity Shares or control of the Target Company.

5. This Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations.

6. This is not a competitive offer in terms of Regulation 20 of the SEBI (SAST) Regulations.

7. The Voting Share Capital is set out below:

Particulars	Number of Equity Shares	% of Voting Share Capital
Fully paid up Equity Shares as on the date of PA	2,86,29,689	100.00%
Partly paid Equity Shares or outstanding convertible securities, depository receipts, warrants or instruments, issued by the Target Company, convertible into Equity Shares as on the date of PA	Nil	0.00%
Total	2,86,29,689	100.00%

8. To the best of knowledge of the Acquirer no statutory approvals are required by the Acquirer to acquire Equity Shares of the Target Company that are validly tendered pursuant to the Offer or to complete the Offer or to acquire Equity Shares from the Sellers in terms of the SPA. However, in case of any other statutory approvals being required by the Acquirer at a later date before the closure of the tendering period, the Open Offer shall be subject to such further approvals and the Acquirer shall make the necessary applications for such approvals.

9. In accordance with Regulation 18(6) of the SEBI (SAST) Regulations, the Acquirer may acquire Equity Shares from the market during the Offer Period. However, no such acquisition will be made by the Acquirer after 3 Working Days prior to the commencement of the tendering period for this Open Offer and until the expiry of the tendering period for this Open Offer. In the event of any such acquisition the Acquirer will make necessary disclosures as required under the SEBI (SAST) Regulations. It is clarified that as on the date of this DPS, the Acquirer is neither committing nor undertaking to acquire Equity Shares from the market.

10. This DPS is being published in the following newspapers:

Publication	Language	Edition
Financial Express	English	All
Jansatta	Hindi	All
Navshakti	Marathi	Mumbai

E. In terms of Regulation 25(2) of SEBI (SAST) Regulations, as at the date of this DPS, other than as stated in the DPS, the Acquirer does not have any intention to dispose or otherwise encumber any material assets of the Target Company for 2 years from the end of the Offer Period, save and except (i) in the ordinary course of business (including for the disposal of assets and creating encumbrances in accordance with business and financing requirements); or (ii) to the extent required for the purpose of restructuring and, or, rationalization of assets, investments, liabilities or business of the Target Company and in compliance with all the applicable laws; or (iii) for alienation of assets of the Target Company that are determined by the Board as being surplus and, or, non-core, or on account of any approval of or conditions specified under applicable law. If the Acquirer alienates any material asset of the Target Company or any of its subsidiaries, within a period of 2 years from the end of the Offer Period, then the Target Company shall seek the approval of its shareholders as per the proviso to Regulation 25(2) of SEBI (SAST) Regulations before undertaking any such alienation.

F. After the acquisition of the Equity Shares tendered in the Offer, if the public shareholding in the Target Company falls below the minimum level required for continued listing under Regulation 38 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations") and Rule 19A of the Securities Contracts (Regulation) Rules, 1957 i.e. 25% of the fully paid-up equity share capital of the Target Company, then the Acquirer shall bring down the non-public shareholding in the Target Company in the level specified within the time prescribed in the Securities Contracts (Regulation) Rules, 1957, SEBI (SAST) Regulations and as per applicable law.

II. BACKGROUND TO THE OFFER

1. The Open Offer is a mandatory offer pursuant to Regulations 3(1) and 4 and other applicable regulations of the SEBI (SAST) Regulations pursuant to the execution of the SPA and is subject to the terms and conditions set out in this DPS and the Letter of Offer which is proposed to be sent to all the Public Shareholders in accordance with the provisions of the SEBI (SAST) Regulations.

2. Details of the underlying transaction which has triggered the Open Offer are set out below:

Type of Transaction (Direct/ Indirect)	Mode of Transaction (Agreement / Allotment / Market Purchase)	Equity Shares / Voting rights acquired / proposed to be acquired		Total Consideration for Equity Shares / Voting rights acquired (in ₹)	Mode of Payment (Cash/ Securities)	Regulations which have been triggered
		Number of Equity Shares	% vis-à-vis Voting Share Capital			
Direct Acquisition	Direct acquisition of 42,31,679 Equity Shares representing 14.78% of the Voting Share Capital of the Target Company as well as control of the Target Company (including the right to appoint up to 3 directors) pursuant to execution of the SPA.	42,31,679	14.78%	32,58,39,283	Cash	Regulations 3(1) and 4 of the SEBI (SAST) Regulations

Note: The existing promoter and promoter group of the Target Company will not hold any Equity Shares once the Acquirer completes the acquisition of 42,31,679 Equity Shares representing 14.78% of the Voting Share Capital of the Target Company from the Sellers in terms of the SPA.

3. In terms of the SPA and subject to the terms contained therein:

a. The Acquirer may nominate up to 3 (three) directors on the Board ("Acquirer Directors") at any time post the expiry of 20 (twenty) Working Days from the date of the SPA and prior to the Completion Date (defined later), provided that the Acquirer has deposited the entire Offer Consideration in an escrow account. Immediately post the appointment of any Acquirer Director, any 2 directors nominated by the Sellers on the Board will tender their resignation from the Board.

b. The Acquirer has agreed to acquire 42,31,679 Equity Shares representing 14.78% of the Voting Share Capital of the Target Company from the Sellers subject to fulfillment and, or, waiver and, or, deferral of conditions precedent set out in the SPA, on a date mutually agreed between the Acquirer and the Sellers ("Completion Date") but not later than July 31, 2021.

c. The Acquirer shall at its own cost procure that within 30 calendar days following the Completion Date, the name of the Target Company is changed to a name which does not include the word "Majesco" or any other word which, in the opinion of the Sellers, is capable of being confused with "Majesco".

d. As soon as permitted under Applicable Law and within a period of 4 months from the Completion Date, the Acquirer will procure that the Board seeks approval of the shareholders of the Target Company to de-classify the Sellers from the category of 'promoters / promoter group' of the Target Company and take such other

actions as may be required in compliance with Regulation 31A of the SEBI Listing Regulations. The Acquirer will exercise its voting rights in favour of the above-mentioned resolutions for de-classification of the Sellers from the category of 'promoters / promoter group' of the Target Company, in accordance with Regulation 31A of the SEBI Listing Regulations and procure that Sellers are de-classified from the category of 'promoters / promoter group' of the Target Company within an overall period of 6 months from the Completion Date.

e. From the date of the SPA until the Completion Date or termination of the SPA, whichever is earlier, the Sellers will to the extent permitted under applicable laws (i) procure that the Target Company operates in its ordinary course of business; and (ii) not take any of the following actions, except, in each case, with the prior written consent of the Acquirer, which instruction shall not be unreasonably withheld or delayed:

- declare any dividend;
- change its capital structure;
- alienate any material assets of the Target Company exceeding an aggregate value of INR 50,00,000 (Indian Rupees Fifty Lakh only);
- make any loan, advances or incur any indebtedness exceeding an aggregate value of INR 50,00,000 (Indian Rupees Fifty Lakh only);
- incur any capital expenditure exceeding an aggregate value of INR 50,00,000 (Indian Rupees Fifty Lakh only) excluding expenditure in relation to the approved new building project situated in MBP P-136 Navi Mumbai 400710;
- make any payments to or for the benefit of any Seller or an affiliate of any Seller, including but not limited to any transactions or any other action at the expense of the Target Company, any management fees, or waive any obligations by any of the Sellers or an affiliate of Sellers; and
- enter into any agreement or arrangement for the above.

4. Pursuant to the Open Offer and the transactions contemplated in the SPA, the Acquirer shall become the promoter of the Target Company and the Sellers will cease to be the promoters of the Target Company in accordance with the provisions of Regulation 31A(3) of the SEBI Listing Regulations. The re-classification of the Sellers is subject to approval of shareholders of the Target Company in the general meeting in terms of Regulation 31A(3) of the SEBI Listing Regulations and conditions prescribed therein.

5. The mode of payment of consideration for acquisition of Equity Shares of the Target Company by the Acquirer in the Open Offer is cash in accordance with Reg 9(1)(a) of SEBI (SAST) Regulations.

6. The Open Offer is being made by the Acquirer in terms of Regulation 3(1), 4 and other applicable provisions of the SEBI (SAST) Regulations pursuant to execution of the SPA to acquire Equity Shares and control of the Target Company. Following the completion of the Offer, the Acquirer intends to work with the management and employees for growth of the Target Company.

7. The Acquirer reserves the right to streamline or restructure the business, operations, assets and, or, liabilities of the Target Company in normal course of business. The Acquirer may also dispose or encumber any assets or investments of the Target Company through sale, lease, reconstruction, restructuring, negotiation, or termination of existing contractual or operating arrangements, for rationalising the assets, investments and, or, liabilities of the Target Company, to improve operational efficiencies and for other commercial reasons. The Board will take decisions on these matters in accordance with the requirements of the business of the Target Company and as permitted by applicable law.

8. The Acquirer reserves the right to reconstitute the Board in accordance with the provisions of the SEBI (SAST) Regulations, the Companies Act, 2013 and other applicable law.

III. SHAREHOLDING AND ACQUISITION DETAILS

1. The present and proposed shareholding of the Acquirer in the Target Company and the details of its acquisitions are as follows:

Sr. No.	Particulars	No. of Equity Shares	% of Equity Shares/ Voting Share Capital
1.	Shareholding as on the date of the PA	0	0.00%
2.	Equity Shares acquired between the date of PA date and the date of this DPS	0	0.00%
3.	Post Offer shareholding as on 10th working day after closing of tendering period (assuming nil acceptance in the Open Offer) ¹	42,31,679	14.78%
4.	Post Offer shareholding as on 10th working day after closing of tendering period (assuming full acceptance in the Open Offer) ²	1,16,75,399	40.78%

¹In case no Equity Share is validly tendered and accepted in the Open Offer, in terms of the SPA and subject to the terms contained therein, the Acquirer

इजराइल चुनाव में किसी को स्पष्ट बहुमत नहीं

नेतन्याहू के लिए सरकार गठन की राह मुश्किल

यरुशलम, 25 मार्च (भाषा)।

इजराइल में मंगलवार को हुए चुनावों में मतगणना पूरी हो चुकी है। वहां किसी भी दल को स्पष्ट बहुमत नहीं मिल पाया है। ऐसे में नेतन्याहू के लिए सरकार गठन की राह आसान नहीं है।

अरब नेता मंसूर अब्बास 'किंगमेकर' के तौर पर उभरते दिख रहे हैं। उनके संभावित समर्थन को लेकर हालांकि न सिर्फ सत्ताधारी लिकुड पार्टी बल्कि दक्षिणपंथी गठबंधन में भी विभाजन स्पष्ट रूप से नजर आ रहा है।

दो साल के अंदर चौथी बार हुए चुनाव में मतगणना के बाद नेतन्याहू की लिकुड पार्टी सबसे बड़े दल के तौर पर उभरी है। हालांकि 120 सदस्यीय नेसेट (इजराइली संसद) में बहुमत के लिए जरूरी 61 सदस्यों के आंकड़े तक पहुंचने का रास्ता अब भी स्पष्ट नहीं है।

इजराइल के बुरी तरह बंटे राजनीतिक परिदृश्य नेतन्याहू विरोधी खेमा सबसे लंबे समेत तक प्रधानमंत्री पद पर रहे नेतन्याहू को



नेतन्याहू

हटाने को लेकर संकल्पित था, लेकिन वह भी बहुमत के आंकड़े तक नहीं पहुंच पाया।

मंगलवार को 'एजेंट पोस्ट' के आधार पर अधिकतर विश्लेषकों ने नेतन्याहू के नेतृत्व वाले गठबंधन की वापसी का पूर्वानुमान व्यक्त किया था। उन्हें उम्मीद थी कि पूर्व में प्रधानमंत्री के सहयोगी यामिना पार्टी के प्रमुख नफ्ताली बेनेट उनका समर्थन करेंगे। यामिना पार्टी ने हालांकि किसी भी दल के लिए अपने समर्थन का ऐलान नहीं किया था।

बेनेट और नेतन्याहू ने चुनाव प्रचार के

दौरान एक दूसरे पर तीखे हमले बोले थे लेकिन बेनेट ने प्रधानमंत्री के साथ मिलकर सरकार चलाने की संभावना से इनकार नहीं किया था।

इन चुनावों में हालांकि अब्बास के नेतृत्व वाली इस्लामी यूनाइटेड अरब लिस्ट पार्टी (यूएल) ने सबको चौंकाया और बहुमत जुटाने में उनकी चार सीटों का समर्थन निर्णायक साबित होगा। इस बात से नेतन्याहू खेमे की मुश्किलें बढ़ी हुई हैं, क्योंकि यामिना पार्टी के समर्थन देने की सूरत में भी उनकी सीटों की कुल संख्या 59 होगी जो बहुमत के लिए पर्याप्त नहीं है। ऐसे में प्रधानमंत्री अगर अन्य विरोधी दलों में संध लगाने में कामयाब नहीं होते हैं तो उनके लिए पद पर बने रहने और सरकार बनाने को अब्बास की पार्टी का समर्थन अनिवार्य होगा। यूएल और यामिना ने किसी भी खेमे के लिए अब तक समर्थन का ऐलान नहीं किया है। अब्बास ने कहा कि नेतन्याहू की तरफ से अब तक उनसे संपर्क नहीं किया गया है।

बातचीत के बाद पूर्वी लद्दाख में तनाव कम हुआ : चीन

बेजिंग, 25 मार्च (भाषा)।

चीनी सेना ने गुरुवार को कहा कि पैगोंग झील इलाके से सैनिकों को पीछे हटाने के लिए भारत के साथ की गई संयुक्त कोशिशों के चलते पूर्व लद्दाख में तनाव कम हुआ है।

सिलसिलेवार सैन्य एवं कूटनीतिक वार्ताओं के चलते दोनों देशों ने पैगोंग झील के उत्तरी और दक्षिण तटों से सैनिकों को हटाने की प्रक्रिया पिछले महीने पूरी कर ली। दोनों देशों ने सैनिकों को पीछे हटाने को लेकर हुए समझौते के तहत ऐसा किया। वहीं, एलएसी से लगे शेष इलाकों से

सैनिकों को हटाया जाना अभी बाकी है। भारतीय थल सेना हॉट स्पिंग, गोगरा और देपसांग जैसे इलाकों से सैनिकों को तेजी से हटाने की प्रक्रिया पर जोर दे रही है, ताकि पर्वतीय क्षेत्र में भी तनाव को कम किया जा सके।

चीन के राष्ट्रीय रक्षा मंत्रालय के प्रवक्ता, वरिष्ठ कर्नल रेन गुयोकियांग ने ऑनलाइन प्रेस वार्ता में कहा कि वर्तमान में चीन और भारत ने पैगोंग झील इलाके में अग्रिम पंक्ति के सैनिकों को पीछे हटा लिया है और दोनों देश मौजूदा कदमों पर सकारात्मक रूप से टिप्पणी कर रहे हैं।

उत्तर कोरिया ने बैलिस्टिक मिसाइलों का किया परीक्षण

सोल, 25 मार्च (एपी)।

उत्तर कोरिया ने अमेरिका में राष्ट्रपति जो बाइडेन के पदभार संभालने के बाद गुरुवार को पहली बार बैलिस्टिक मिसाइलों का परीक्षण किया।

उत्तर कोरिया का यह कदम बाइडेन प्रशासन पर दबाव बनाने और अपनी सैन्य क्षमताओं को बढ़ाने की ओर संकेत करता है।

जापान के प्रधानमंत्री योशिहिदे सुगा ने कहा कि यह परीक्षण जापान और क्षेत्र में शांति और सुरक्षा के लिए खतरा है।

तोयोको उत्तर कोरिया की गतिविधियों पर अमेरिका और दक्षिण कोरिया के साथ करीबी समन्वय बनाए रखेगा। दक्षिण कोरिया के ज्वाइंट चीफ ऑफ

स्टाफ ने कहा उत्तर कोरिया के पूर्वी तट पर सुबह करीब सात बज कर छह मिनट और सात बज कर 25 मिनट पर मिसाइलें दागी गईं। मिसाइलों ने समुद्र में गिरने से पहले 450 किलोमीटर की यात्रा तय की।

अमेरिका हिंद-प्रशांत कमान के प्रवक्ता केप्टन माइक काफका ने कहा कि अमेरिकी सेना को मिसाइलों के बारे में जानकारी है और वह सहयोगियों के साथ करीबी परामर्श करते हुए स्थिति पर नजर रख रही है।

काफका ने कहा, 'यह गतिविधि दिखाती है कि उत्तर कोरिया के अवैध हथियार कार्यक्रम से उसके पड़ोसियों और अंतरराष्ट्रीय समुदाय को खतरा है।'

श्रीलंका में 54 भारतीय मछुआरे गिरफ्तार

कोलंबो, 25 मार्च (भाषा)।

श्रीलंका की नौसेना ने अपने जल क्षेत्र में मछली पकड़ने के आरोप में कम से कम 54 भारतीय मछुआरों को गिरफ्तार किया है और उनकी पांच नौकाएं जब्त की हैं। एक आधिकारिक बयान में गुरुवार को यह जानकारी दी गई। नौसेना ने मछुआरों को बुधवार को उत्तरी तट और उत्तर पूर्व के इलाकों से गिरफ्तार किया है।

पांच नौकाएं जब्त

नौसेना ने बयान में कहा, 'विदेशी मछुआरों के श्रीलंकाई जलक्षेत्र में मछली पकड़ने से स्थानीय मछुआरा समुदाय पर और श्रीलंका के मत्स्य संसाधन पर पड़ने वाले प्रभाव को ध्यान में रखते हुए नौसेना श्रीलंकाई जलक्षेत्र में अवैध मत्स्य गतिविधियों पर लगाम लगाने के लिए

लगातार गश्त कर रही है।' नौसेना ने जाफना के कोविलान के तट से तीन समुद्री मील दूर भारतीय मछुआरों की एक बड़ी नौका जब्त की, उसमें 14 लोग सवार थे।

बयान में कहा गया कि दो और नौकाएं मन्नार में पेसालाई से सात समुद्री मील दूर पकड़ी गईं, इनमें 20 लोग सवार थे। नौसेना ने कहा कि उसने पहले ही भारतीय प्राधिकार को इस प्रकरण की घटनाओं की जानकारी दी है।

'संक्रमण के लक्षण वालों पर 76 फीसद प्रभावी है एस्ट्राजेनेका'

वाशिंगटन, 25 मार्च (एपी)।

एस्ट्राजेनेका का कोविड-19 रोधी टीका अत्यंत प्रभावी है। यह टीका कोरोना के ऐसे मामलों में 76 फीसद तक प्रभावी है, जिनमें संक्रमण के लक्षण होते हैं।

ब्रिटेन-स्वीडन दवा कंपनी एस्ट्राजेनेका ने अमेरिकी अधिकारियों से मिली फटकार के बीच प्रस वित्जिप्ति में जानकारी दी।

एस्ट्राजेनेका ने कहा कि उसने अध्ययन के आंकड़ों की पुनर्गणना की और इस नतीजे पर पहुंची कि यह टीका कोरोना वायरस संक्रमण के ऐसे मामलों में 76 फीसद तक प्रभावी है जिनमें संक्रमण के लक्षण होते हैं। इस

हफ्ते की शुरुआत में किए गए अध्ययन में उसने टीके के 79 प्रतिशत तक प्रभावी होने का दावा किया था।

एक दिन पहले ही अध्ययन का विश्लेषण करने वाली एक स्वतंत्र समिति ने एस्ट्राजेनेका पर आंकड़ों को छिपाने का आरोप लगाया था। समिति ने कंपनी और अमेरिकी स्वास्थ्य अधिकारियों को कड़े शब्दों में लिखे पत्र में कहा था कि कंपनी ने अध्ययन में जिक्र किए गए कुछ कोविड-19 मामलों को छोड़ दिया है। कुछ विशेषज्ञों ने कहा कि एस्ट्राजेनेका द्वारा उपलब्ध कराया गया नया आंकड़ा आश्वस्त करने वाला है और यह जानकारी अमेरिकी नियामकों को टीके को मंजूरी देने के लिए पर्याप्त प्रतीत होती है। शोध से

संबद्ध नहीं रहे लीसेस्टर विश्वविद्यालय के विषाणु रोग विशेषज्ञ जूलियन तांग ने कहा, 'हो सकता है एस्ट्राजेनेका ने पूरे आंकड़ों का विश्लेषण कर उन्हें जमा करने के बजाय पहले शुरुआती, अपूर्ण अंतरिम विश्लेषण जमा करने में जल्दबाजी की हो।'

उन्होंने कहा कि अद्यतन विवरण इस हफ्ते पूर्व में प्रकाशित जानकारी से बहुत ज्यादा अलग नहीं है। अध्ययनों में आंकड़ों को लेकर होने वाले विवाद आमतौर पर गोपनीय रखे जाते हैं लेकिन राष्ट्रीय स्वास्थ्य संस्थान ने अद्यत्थाशित कदम उठाते हुए एस्ट्राजेनेका को सार्वजनिक तौर पर विमर्शियों को दूर करने के लिए कहा।

हीरो मोटोकॉर्प लिमिटेड

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खोये हुए शेयर प्रमाणपत्र और प्रस्तावित हस्तांतरण के लिए सार्वजनिक सूचना

सूचना यह दी गई है कि सेबी सर्कुलर SEBI/HO/MIRSD/DOSS/CIR/P/2018/139 दिनांक 6 नवंबर, 2018 के अनुसार, नीचे उल्लिखित शेयरों के खरीदार से रूप 2/- अंकित मूल्य के प्रत्येक संगत शेयरों को हस्तांतरित करने के लिए कंपनी द्वारा एक अनुरोध प्राप्त हुआ है।

श्री विष्णुनाथ अग्रवाल, निवास स्थान: 183 करिअम्मा गार्ड, सैनिक फार्स, नई दिल्ली - 110062 ने नीचे उल्लिखित शेयरों को जो जो नीचे उल्लिखित शेयर धारकों के नाम पर है अपने पक्ष में हस्तांतरण करने का अनुरोध किया। इन शेयरों के बारे में दावा था कि ये उनके द्वारा खरीदा गया था और उसके पक्ष में स्थानांतरित नहीं किया जा सकता था।

फोतियो नंबर	धारक का नाम और पंजीकृत पता	प्रतिभूति प्रकार और अंकित मूल्य	प्रमाणपत्र संख्या	डिस्टिंक्शन संख्या से - तक	प्रतिभूतियों की संख्या
HML0138502	डाटा स्कैन प्राइवेट लिमिटेड	रूप 10/-	184264	12206541-12206560 14918813-14918842	50
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कोई भी व्यक्ति जिसे उपर्युक्त प्रतिभूतियों के प्रस्तावित हस्तांतरण या 2/- रुपये के अंकित मूल्य के शेयर सर्टिफिकेट के अनुरूप जैसा कि ऊपर बर्णित है के संबंध में दावा/आपत्ति है, इस नोटिस के प्रकाशन की तारीख से 30 दिनों के भीतर कंपनी के साथ अपनी आपत्ति 'सचिवालय विभाग' को चिह्नित करके पंजीकृत कार्यालय में, लिखित रूप में, इस तरह के दावे के समर्थन में उपयुक्त दस्तावेजी साक्ष्य के साथ, कंपनी में प्रस्तुत कर सकते हैं, अन्यथा कंपनी श्री विष्णुनाथ अग्रवाल (प्रस्तावित हस्तांतरितों के नाम) के पक्ष में प्रतिभूतियों को हस्तांतरित करने के लिए बिना किसी सूचना के आगे बढ़ेगी।

हीरो मोटोकॉर्प लिमिटेड के लिए हस्ता / नीरव्या खाम

स्थान: नई दिल्ली दिनांक: 25.03.2021

कंपनी सचिव एवं मुख्य अनुपालन अधिकारी

वैभव ग्लोबल लिमिटेड

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डाक मत पत्र एवं ई-वोटिंग की सूचना

- एनटी द्वारा सूचित किया जाता है कि कम्पनी अधिनियम, 2013 ("अधिनियम") की धारा 110 के प्रावधानों में तथा संशोधित, कम्पनी (प्रबंधन तथा प्रशासन) नियम, 2014 ("नियम"), के साथ पठित, के अनुपालन में वैभव ग्लोबल लिमिटेड ("कम्पनी") पोस्टल बैलेट सूचना तिथि 22 मार्च, 2021 ("सूचना") में निर्दिष्ट प्रस्तावों के लिये अपने सदस्यों की सहमति मांग रही है।
- कार्पोरेट कार्य मंत्रालय ("एमएसई") ने अपने सार्वजनिक परिचय सं. 14/2020 तिथि 8 अगस्त, 2020 सं. 17/2020 तिथि 13 अगस्त, 2020, सं. 22/2020 तिथि 15 जून, 2020, सं. 33/2020 तिथि 28 सितंबर 2020 तथा सं. 39/2020 तिथि 31 दिसम्बर, 2020 (सामूहिक रूप से "एमएसई परिचय" निहित) के माध्यम से कम्पनी को भौतिक सूचनाएं भेजने तथा शेयरधारकों द्वारा बैलेट्स के प्रेषण द्वारा उक्त स्वीकृति प्राप्त करने की आवश्यकता को समाप्त करने हेतु केवल ई-वोटिंग द्वारा पोस्टल बैलेट द्वारा शेयरधारकों की स्वीकृति प्राप्त करने की अनुमति दी है। तदनुसार, कम्पनी ने ऐसे सदस्यों के नाम सूचकावली, 19 मार्च, 2021 को सदस्यों/लाभधारकों की सूचनाएं भेज दी हैं।
- इन एमएसई परिचयों के संदर्भ में तथा इसके अंतर्गत निर्मित नियमों के साथ पठित अधिनियम की धारा 108 तथा लागू होने वाले प्रावधानों तथा सेवाओं (सूचीकरण सचिवालय और प्रकटन अधिकांश) अधिनियम, 2015 के प्रावधानों की अनुपालन में यह कम्पनी केवल इलेक्ट्रॉनिक माध्यमों (ई-वोटिंग) द्वारा सचिवालय के प्रयोग की सुविधा अपने सदस्यों को उपलब्ध करा रही है तथा व्यवसायों की कॉर्पोरेट टेक्नोलॉजीज प्राइवेट लिमिटेड ("कॉर्पोरेट") द्वारा उपलब्ध कराई गई ई-वोटिंग पोर्टल के माध्यम से निष्पादित किया जायेगा।
- सदस्यों का सचिवालय कट-ऑफ तिथि अर्थात् गुरुवार, 19 मार्च 2021 को कम्पनी अधिनियम, 2013 के प्रावधानों के अधीन कम्पनी को प्रदत्त इविडेंस शेर पंजी में उनकी शेयरों के अनुपात में होगा जो व्यक्ति संबंधित कट-ऑफ तिथि को सदस्य नहीं है, वे इस संवेदन को केवल जानकारी के लिये देखें।
- ई-वोटिंग अवधि गुरुवार, 26 मार्च, 2021 को 10:00 बजे पूर्वान्ह (आईएसटी) में शुरू होगी तथा गुरुवार, 24 अगस्त, 2021 को 5:00 बजे सायं (आईएसटी) पर बंद होगी। इसके बाद कॉर्पोरेट द्वारा ई-वोटिंग पद्धति निष्क्रिय कर दी जायेगी। सदस्य द्वारा प्रस्ताव पर एक बार मतदान कर देने के बाद उन्हें अपने परिवर्तन की अनुमति नहीं दी जायेगी। ई-वोटिंग की विस्तृत प्रक्रिया/निर्देश सूचना में शामिल है।
- जिन शेयरधारकों ने अपने ई-मत पत्र पंजीकृत नहीं कराये हैं, उनसे आग्रह है कि इलेक्ट्रॉनिक पद्धति में धारित इविडेंस शेरों के लिये अपने डिपॉजिटरी पाठिसिस्टम्स के माध्यम से डिपॉजिटरी के पास तथा भौतिक पद्धति में धारित शेयरों के संदर्भ में कंपनी के रजिस्ट्रार तथा शेयर अंतरण एजेंट, कॉर्पोरेट टेक्नोलॉजीज प्राइवेट लिमिटेड, सैलेनियम प्लॉट नं. 31 एवं 32 गांधीबावली, फार्डिनसियल डिस्ट्रिक्ट, नानकारामपुड़ा, हैदराबाद-500032 को लिखित रूप में पंजीकृत करा लें।
- किसी भी प्रकार की पुष्टावली के लिये <https://evoting.kinfintech.com> के डाउनलोड सख्त में उपलब्ध शेयरधारकों के लिये Frequently Asked Questions (FAQ's) तथा शेयरधारकों के लिये ई-वोटिंग सूचना में उपलब्ध देखें अथवा श्री नीरव्या मुख्यालय, उन प्रबंधक, कॉर्पोरेट टेक्नोलॉजीज प्राइवेट लिमिटेड ("कॉर्पोरेट"), पुरित: वैभव ग्लोबल लिमिटेड, सैलेनियम प्लॉट-के, प्लॉट नं. 31 एवं 32 गांधीबावली, फार्डिनसियल डिस्ट्रिक्ट, नानकारामपुड़ा, सैलेनियमप्लॉट, हैदराबाद-500032, तैलंगाना, भारत से einward.ris@kinfintech.com तथा evoting.kinfintech.com पर संपर्क करें या आगे किसी भी प्रकार के स्पष्टीकरणों के लिये कॉर्पोरेट के टोल फ्री नं. 1-800-3454-001 पर संपर्क करें।
- सदस्य, जिन्हें पोस्टल बैलेट नोटिस नहीं मिला है, वे कम्पनी / कॉर्पोरेट को आवेदन कर सकते हैं और नोटिस प्राप्त कर सकते हैं। यह नोटिस कम्पनी की वेबसाइट यानि www.vaibhavglobal.com तथा कॉर्पोरेट की वेबसाइट यानि <https://evoting.kinfintech.com> पर भी उपलब्ध है। यदि इसके साथ ही स्टॉक एक्सचेंजों को भी सूचित किया गया है।
- पोस्टल बैलेट परिणामों की घोषणा ई-वोटिंग की समाप्ति से 48 घण्टे के भीतर की जायेगी। पर्यवेक्षक की रिपोर्ट के साथ इन परिणामों को कम्पनी के पंजीकृत कार्यालय, कम्पनी के वेबसाइट यानि www.vaibhavglobal.com तथा कॉर्पोरेट की वेबसाइट यानि <https://evoting.kinfintech.com> पर प्रकटित किया जायेगा साथ ही परिणामों की सूचना उन स्टॉक एक्सचेंजों को भी दी जायेगी जहां कम्पनी के शेयर सूचीबद्ध हैं।

कृते वैभव ग्लोबल लिमिटेड
 हुताक्षर
 सुनील शर्मा
 (कंपनी सचिव)
 FCS: 6535

स्थान: जयपुर दिनांक: 25 मार्च, 2021

• यह सूचना अपेक्षीत शुरुआत का संचालन है।

Activity	Date ⁽¹⁾	Day ⁽¹⁾
Date of the PA	March 21, 2021	Sunday
Date of publication of the DPS	March 26, 2021	Friday
Date of filing of the Draft Letter of Offer with SEBI	April 06, 2021	Tuesday
Last date for public announcement for competing offer(s)	April 23, 2021	Friday
Last date for receipt of SEBI observations on the Draft Letter of Offer (in the event SEBI has not sought clarifications or additional information from the Manager)	April 30, 2021	Friday
Identified Date ⁽²⁾	May 04, 2021	Tuesday
Last date by which the Letter of Offer will be dispatched to the Public Shareholders whose name appears on the register of members on the Identified Date	May 11, 2021	Tuesday
Last date for publication of recommendation of the committee of the independent directors of the Target Company to the Public Shareholders for this Open Offer	May 17, 2021	Monday
Last date for upward revision of the Offer Price and/ or the Offer Size	May 17, 2021	Monday
Publication of advertisement containing announcement of the schedule of activities of this Offer, status of statutory and other approvals, if any, and procedure for tendering acceptances, in the newspapers where the DPS has been published	May 18, 2021	Tuesday
Date of commencement of the tendering period ("Offer Opening Date")	May 19, 2021	Wednesday
Date of closure of the tendering period ("Offer Closing Date")	June 2, 2021	Tuesday
Last date for communicating the rejection/ acceptance and completion of payment of consideration or refund of Equity Shares to the Public Shareholders	June 16, 2021	Wednesday
Last date for publication of post-Open Offer public announcement in the newspapers in which the DPS has been published	June 23, 2021	Wednesday
Last date for filing the post-Open Offer report with SEBI	June 23, 2021	Wednesday

(1) The schedule of activities mentioned above is tentative and based on the assumption that SEBI's comments to the Draft Letter of Offer will be received on April 30, 2021. Accordingly, the dates for the above mentioned activities, wherever mentioned in this DPS, are subject to change.

(2) The Identified Date is only for the purpose of determining the Public Shareholders as on such date to whom the Letter of Offer will be sent. It is clarified that all Public Shareholders holding Equity Shares are eligible to participate in the Open Offer at any time before the Offer Closing Date, subject to the terms and conditions mentioned in this DPS and which will be set out in the Letter of Offer.

VIII. PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON-RECEIPT OF LETTER OF OFFER

- All Public Shareholders whether holding Equity Shares in dematerialised form, registered or unregistered, are eligible to participate in the Offer any time before closure of the tendering period.
- Persons who have acquired Equity Shares of the Target Company but whose names do not appear in the register of members of the Target Company as on the Identified Date or unregistered owners or those who have acquired the Equity Shares of the Target Company after the Identified Date or those who have not received the Letter of Offer, may also participate in this Offer. Accidental omission to send the Letter of Offer to any person to whom the Offer is made or the non-receipt or delayed receipt of the Letter of Offer by any such person will not invalidate the Offer in any way.
- The Public Shareholders of the Target Company who tender their Equity Shares in this Offer shall ensure that the Equity Shares are clear from all liens, charges and encumbrances and such Equity Shares will be acquired by the Acquirer in accordance with the terms and conditions set out in this DPS and the terms and conditions which will be set out in the Letter of Offer, the relevant provisions of the SEBI (SAST) Regulations and applicable law. The Acquirer shall acquire the Equity Shares of the Public Shareholders of the Target Company who validly tender their Equity Shares in this Offer, together with all rights attached thereto, including the rights to dividends, bonuses and rights offers declared thereon and the terms set out in the PA, this DPS and which will be set out in the Letter of Offer.
- The Public Shareholder shall have obtained all necessary consents required for it to tender and sell the Equity Shares in the Offer.
- The Public Shareholders may also download the Letter of Offer from the website of SEBI (www.sebi.gov.in). The Public Shareholders may also obtain a copy of the Letter of Offer from the Registrar to the Offer (whose details are set out at Part IX (Other Information) of this DPS) on providing suitable documentary evidence of holding of the Equity Shares of the Target Company and their folio number, DP Identity-client identity, current address and contact details.
- If the number of Equity Shares validly tendered by the Public Shareholders under the Open Offer is more than the Offer Size, then the Acquirer shall accept the Equity Shares received from the Public Shareholders on a proportionate basis in consultation with the Manager.
- The Open Offer will be implemented by the Acquirer through Stock Exchange Mechanism as provided under SEBI (SAST) Regulations and SEBI circular CIR/CFD/POLICY/CELL/1/2015 dated April 13, 2015 and SEBI circular no. CFD/DCR2/CIR/P/2016/131 dated December 09, 2016 issued by SEBI and on such terms and conditions as may be permitted by law from time to time.
- The Acquirer has appointed DAM Capital Advisors Limited (formerly known as IDFC Securities Limited) ("Buying Broker") for the Open Offer through whom the purchase and settlement of the Equity Shares tendered in the Open Offer shall be made. The contact details of the Buying Broker are mentioned below.

DAM CAPITAL
Name: DAM Capital Advisors Limited (formerly known as IDFC Securities Limited)
Address: One BKC, C Wing, Unit No. 1511, G Block, Bandra Kurla Complex, Mumbai 400 051
Phone no: +91 22 4202 2500
Email id: rajesh@damcapital.in
Contact person: Mr. Rajesh Tekadiwala

- BSE shall be Designated Stock Exchange for the purpose of tendering Equity Shares in the Open Offer.
- Public Shareholders who desire to tender their equity shares under the Open Offer would have to intimate their respective stock brokers ("Selling Brokers") within the normal trading hours of the secondary market, during the tendering period.
- A separate Acquisition Window will be provided by the BSE to facilitate the placing of orders. Before placing the bid, the concerned Public Shareholder or Selling Broker would be required to transfer the tendered Equity Shares to the special account of Indian Clearing Corporation Limited ("Clearing Corporation"), by using the settlement number and the procedure prescribed by the Clearing Corporation

- Public Shareholders who wish to bid or offer their physical shares in the Offer are requested to send their original documents which will be mentioned in the Letter of Offer to the Registrar to the Offer to reach them within 2 days from Offer Closing Date. It is advisable to first email scanned copies of the original documents which will be mentioned in the Letter of Offer to the Registrar to the Offer and then send physical copies to the address of the Registrar to the Offer as provided in the Letter of Offer.
- In the event the Selling Broker of a shareholder is not registered with BSE then that Public Shareholder may approach the Buying Broker and tender its Equity Shares through the Buying Broker, after submitting the details as may be required by the Buying Broker in compliance with the applicable law.
- The cumulative quantity tendered shall be made available online to the market throughout the trading session at specific intervals by the Stock Exchanges during the tendering period on the basis of shares transferred to the special account of the Clearing Corporation.
- The detailed process of Stock Exchange will be provided in the Letter of Offer which shall be sent to Public Shareholder of the Target Company.
- Equity Shares and relevant documents should not be submitted or tendered to the Manager to the Offer, the Acquirer or the Target Company

IX. OTHER INFORMATION

- The Acquirer, its directors in their capacity as directors of the Acquirer accepts full responsibility for the information contained in the PA and this DPS and also for the obligation of the Acquirer as set out in the SEBI (SAST) Regulations and subsequent amendments made thereof.
- In relation to the information pertaining to the Sellers and Target Company in the DPS, the Acquirer has relied on the information provided and, or confirmed by the Target Company and, or, the Sellers, any published information and publicly available sources. The Acquirer and the Manager to the Offer have not independently verified the accuracy of such information.
- The Acquirer has appointed DAM Capital Advisors Limited (formerly known as IDFC Securities Limited) as the Manager to the Offer.
- The Acquirer has appointed KFin Technologies Private Limited as the Registrar to the Offer.
- In this DPS, all reference to "INR" or "Indian Rupees" or "₹" are references to Indian National Rupee(s).
- This Detailed Public Statement will also be available on website of SEBI at www.sebi.gov.in.
- Details of the Manager to the Offer and Registrar to the Offer are set out below:

Manager to the Offer	Registrar to the Offer
DAM CAPITAL	KFIN TECHNOLOGIES
DAM Capital Advisors Limited (formerly IDFC Securities Limited) One BKC, C Wing, Unit No. 1511, G Block, Bandra Kurla Complex, Mumbai 400 051, India Contact Person: Mr. Chandresh Sharma Tel: +91 22 4202 2500 Fax: +91 22 4202 2504 E-mail: majesco.openoffer@damcapital.in Website: http://www.damcapital.in SEBI Registration Number: MB/IN/M000011336 Validity Period: Permanent	KFin Technologies Private Limited (formerly Karvy Fintech Private Limited) Selenium, Tower B, Plot No-31 and 32, Financial District, Nanankaranga, Serlingampally, Hyderabad, Rangareddy 500 032, Telangana, India Tel: +91 40 6716 2222 Fax: +91 40 2343 1551 Toll free number: 18003454001 Email: Majesco.openoffer@kfinfintech.com Website: www.kfinfintech.com Investor grievance e-mail: einward.ris@kfinfintech.com CONTACT Person: Mr. M Murali Krishna SEBI Registration No.: INR000000221 CIN: U72400TG2017PTC117649

THIS DETAILED PUBLIC STATEMENT IS ISSUED BY MANAGER TO THE OFFER ON BEHALF OF THE ACQUIRER

On behalf of the Acquirer i.e. Aurum Platz IT Private Limited

Sd/-
 Mr. Saurabh Sangekar
 Director
 Place: Mumbai
 Date: March 25, 2021

DETAILED PUBLIC STATEMENT IN TERMS OF REGULATIONS 3(1) AND 4 READ WITH REGULATIONS 13(4), 14(3) AND 15(2) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011, AS AMENDED ("SEBI (SAST) REGULATIONS") FOR THE ATTENTION OF PUBLIC SHAREHOLDERS OF

MAJESCO LIMITED

Registered Office: Mastek New Development Centre, MBP-P-136 Mahape, Navi Mumbai, Mumbai City, Maharashtra, India - 400710
Tel. No.: +91 22 8150 1800; Fax No.: +91 22 2778 1320; Website: www.majescoltd.in; CIN: L72300MH2013PLC244874

OPEN OFFER FOR ACQUISITION OF UP TO 74,43,720 (SEVENTY FOUR LAKHS FORTY THREE THOUSAND SEVEN HUNDRED AND TWENTY) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹ 5 EACH ("EQUITY SHARES") REPRESENTING 26.00% (TWENTY SIX PERCENT) OF THE VOTING SHARE CAPITAL (AS DEFINED BELOW) OF MAJESCO LIMITED ("TARGET COMPANY"), FROM THE PUBLIC SHAREHOLDERS (AS DEFINED BELOW) OF THE TARGET COMPANY BY AURUM PLATZ PT PRIVATE LIMITED ("ACQUIRER") ("OPEN OFFER" OR "OFFER"). NO PERSON IS ACTING IN CONCERT WITH THE ACQUIRER FOR THE PURPOSE OF THIS OPEN OFFER.

This detailed public statement ("DPS") is being issued by DAN Capital Advisors Limited (formerly known as IDFC Securities Limited), the Manager to the Open Offer ("Manager"), for and on behalf of the Acquirer, in compliance with Regulations 3(1) and 4 read with Regulations 13(4), 14(3) and 15(2) and other applicable regulations of the SEBI (SAST) Regulations pursuant to the public announcement dated March 21, 2021 ("PA") in relation to this Open Offer, which was filed with the BSE Limited ("BSE"), the National Stock Exchange of India Limited ("NSE"), together with BSE hereinafter collectively referred to as the "Stock Exchanges" and the Securities and Exchange Board of India ("SEBI") and sent to the Target Company on March 21, 2021, in terms of Regulations 14(1) and 14(2) of the SEBI (SAST) Regulations, respectively.

For the purpose of this DPS, the following terms shall have the meaning assigned to them as below:

"Board" means the board of directors of the Target Company.
"Identified Date" means the date falling on the 10th (Tenth) Working Day prior to the commencement of the tendering period, for the purpose of determining the Public Shareholders to whom the Letter of Offer shall be sent.
"Offer Period" means the period between the date of the SPA and the date on which the payment of consideration to the Public Shareholders who have accepted the Open Offer is made.
"Public Shareholders" means all the equity shareholders of the Target Company excluding (i) the shareholders forming a part of the promoter and promoter group of the Target Company, (ii) parties to the share purchase agreement between the Acquirer and (a) Mr. Ketan Mehta, (b) Mr. Tanay Mehta, (c) Mr. Sundar Radhakrishnan, (d) Ms. Usha Sundar, (e) Mr. Anshank Desai, (f) Mr. Vanun Sundar, (g) Mr. Ashank Desai, (h) HIS Youth Foundation, (i) Bhavini Foundation and (j) Avanshik Foundation each a "Seller" and collectively hereinafter referred to as the "Sellers" dated March 21, 2021 ("SPA"), and (ii) any persons acting in concert or deemed to be acting in concert with the persons set out in (i) and (ii), or, (iii).

"Voting Share Capital" means the total voting equity share capital of the Target Company on a fully diluted basis as of the 10th (Tenth) working day from the closure of the tendering period for the Open Offer.

"ROC" means Registrar of Companies, Maharashtra at Mumbai.

"Working Day" bears the meaning ascribed to it in the SEBI (SAST) Regulations.

1. DETAILS OF ACQUIRER, SELLER, TARGET COMPANY AND OPEN OFFER

A. Information about the Acquirer

1. The Acquirer was incorporated as Loma IT Park Developers Private Limited on October 5, 2007 under the provisions of Companies Act, 1956 as a private limited company with the Registrar of Companies, Maharashtra at Mumbai ("ROC"). On May 11, 2018, the name of the Acquirer was changed to Aurum Platiz Private Limited, and a fresh certificate of incorporation was issued by the ROC. The corporate identification number of the Acquirer is U54500MH2007PTC174767. The registered office of the Acquirer is situated at Aurum House, Aurum Park, Chansoli East, Navi Mumbai, 400710, Maharashtra.

2. The Acquirer is presently engaged in the business of real estate development including development and leasing of special economic zones.

3. The Acquirer belongs to Aurum Ventures Group.

4. Mr. Ashank Desai is the person in control of the Acquirer.

5. The shareholding pattern of the Acquirer as on the date of this DPS is set out below:

Sr. No.	Name of the shareholder	Number of equity shares	Shareholding (%)
1.	Aurum Platiz Private Limited	31,91,60,429	99.99
2.	Minoor Deora (On behalf of Aurum Platiz Private Limited)	1	Negligible
	Total	31,91,60,430	100.00

6. The key financial information of the Acquirer based on its unaudited limited reviewed standalone financial statements as on and for the nine month period ended December 31, 2020 and the audited standalone financial statements of the Acquirer as on and for the financial years ended March 31, 2020, March 31, 2019 and March 31, 2018 is set out below:

Particulars	For the financial year ended			
	December 31, 2020 (Unaudited)	March 31, 2020 (Audited)	March 31, 2019 (Audited)	March 31, 2018 (Audited)
Total Revenue*	117,96,62,218	153,92,20,194	137,92,32,605	12,76,59,275
Net Income (i.e. Net profit) (loss) after tax	24,72,07,366	26,56,12,524	19,29,08,104	(10,92,39,430)
Earnings per share (basic and diluted)	0.77	0.83	0.60	(0.35)
Net worth / Shareholders' Funds*	3,51,20,30,702	3,26,41,82,135	2,99,99,97,852	2,80,72,04,605

* Total Revenue comprises of revenue from operations and other incomes.

** Net worth / Shareholders' Funds includes share capital and reserves and surplus.

7. The board of directors of the Acquirer comprises of Saurabh Sangekar and Sirang Ahalya.
8. The shares of the Acquirer are not listed on any stock exchange in India or abroad.
9. As on date of this DPS, Acquirer does not hold any Equity Shares or voting rights in the Target Company. The Acquirer has entered into the SPA with the Sellers to acquire 42,31,679 Equity Shares representing 14.78% of the Voting Share Capital. See Part II (Background to the Offer) of this DPS for more details.
10. The Acquirer is neither a promoter nor a part of the promoter group of the Target Company. None of the directors or key managerial employees of the Acquirer hold any ownership or interest or relationship or shares in the Target Company.
11. There is no person acting in concert with Acquirer for the purpose of this Open Offer.
12. The Acquirer is not prohibited by SEBI from dealing in securities in terms of directions issued under Section 11B of the Securities and Exchange Board of India Act, 1956, as amended ("SEBI Act") or any other rules and regulations framed thereunder.

B. Information about the Sellers

1. Details of the Sellers is set out below:

Sr. No.	Name of the Seller	Change in the name of the Seller in the past	PAN	Nature of the entity / individual	Registered Office (residential address if individual)	Part of the Promoter Group	Name of the Group	Name of the stock exchange in India or abroad, if listed
1.	Mr. Ketan Mehta	None	ACFPM3333R	Individual	3208 Glenhurst Court Pleno Texas 75093	Yes	None	Not applicable
2.	Mr. Tanay Mehta	None	BRDPM1801L	Individual	3208 Glenhurst Court Pleno Texas 75093	Yes	None	Not applicable
3.	Mr. Sundar Radhakrishnan	None	AEPFR3398P	Individual	1301, Odssey 1, Hirandani Gardens Powai, Mumbai, 400076	Yes	None	Not applicable
4.	Ms. Usha Sundar	None	BZTPS0570D	Individual	1301, Odssey 1, Hirandani Gardens Powai, Mumbai, 400076	Yes	None	Not applicable
5.	Mr. Shankar Sundar	None	CZP50272P	Individual	12128 Saratoga Villa PL, Saratoga California USA 95070	Yes	None	Not applicable
6.	Mr. Vanun Sundar	None	CERPS3849H	Individual	11278 Saratoga Villa PL, Saratoga California USA 95070	Yes	None	Not applicable
7.	Mr. Ashank Desai	None	ABNDP5264B	Individual	2501 Odssey 1 Hirandani Gardens Powai, Mumbai, 400076	Yes	None	Not applicable
8.	HIS Youth Foundation	None	AADC4649E	Non-profit organisation	Wing B2 - Unit 204 Kanakia Boomerang Chandivli Road, Mumbai, 400072	Yes	None	Not applicable
9.	Bhavini Foundation	None	AAFB9496F	Non-profit organisation	3502 Octadus Hirandani Garden, Powai Mumbai, 400076	Yes	None	Not applicable
10.	Avanshik Foundation	None	AUUC4226H	Non-profit organisation	2501 Odssey 1 Hirandani Gardens Powai, Mumbai, 400076	Yes	None	Not applicable

2. None of the Seller is prohibited by SEBI from dealing in securities in terms of directions issued under Section 11B of the SEBI Act or any other rules and regulations framed thereunder.

3. The shareholding and voting rights of the Sellers in the Target Company before the execution of the SPA and after the acquisition of Equity Shares by the Acquirer from the Sellers in terms of the SPA is set out below:

Sr. No.	Name of the Seller	Details of Equity Shares / voting rights held by the Sellers Pre-Transaction		Post-Transaction	
		Number of Equity Shares	% vis-a-vis Voting Share Capital	Number of Equity Shares	% vis-a-vis Voting Share Capital
1.	Mr. Ketan Mehta	21,60,661	7.55%	0	0.00%
2.	Mr. Tanay Mehta	6,400	0.02%	0	0.00%
3.	Mr. Sundar Radhakrishnan	1,26,818	0.44%	0	0.00%
4.	Ms. Usha Sundar	4,59,000	1.60%	0	0.00%
5.	Mr. Shankar Sundar	64,000	0.23%	0	0.00%
6.	Mr. Vanun Sundar	64,000	0.23%	0	0.00%
7.	Mr. Ashank Desai	140	0.00%	0	0.00%
8.	HIS Youth Foundation	6,01,000	2.10%	0	0.00%
9.	Bhavini Foundation	5,00,000	1.75%	0	0.00%
10.	Avanshik Foundation	2,49,860	0.87%	0	0.00%
	Total	42,31,679	14.78%	0	0.00%

C. Information about the Target Company

1. The Target Company was incorporated as Minifields Computers Private Limited on June 27, 2013, under the provisions of Companies Act, 1956 as a private limited company with the ROC. Subsequently, the name of the Target Company was changed to Minifields Computers December 22, 2014 and a fresh certificate of incorporation was issued by the ROC. Thereafter, the name of the Target Company was changed to Majesco Limited on June 12, 2015 and a fresh certificate of incorporation was issued by the ROC.

2. The registered office of the Target Company is situated at Mastek New Development Centre, MBP-P-136 Mahape, Navi Mumbai, Mumbai City, Maharashtra, India - 400710. The corporate identification number of the Target Company is L72300MH2013PLC244874.

3. As on the date of this DPS, the Authorised share capital of Target Company is ₹ 25,00,00,000 (Indian Rupees Twenty Five Crores only) comprising of 5,00,00,000 equity shares of ₹ 5/- each. The issued, subscribed and paid-up share capital of Target Company is ₹ 14,31,48,445 (Indian Rupees Fourteen Crores Thirty One Lakh Forty Eight Thousand Four Hundred and Forty Five Only) comprising of 2,86,29,689 Equity Shares of ₹ 5/- each.

4. As on the date of this DPS, the Target Company does not have any partly paid-up Equity Shares or outstanding convertible securities, debentures, warrants or instruments convertible into Equity Shares. None of the Equity Shares are subject to any lock in obligations.

5. The Equity Shares of the Target Company are listed on (i) the BSE Limited (Scrip Code: 539289); and (ii) the National Stock Exchange of India Limited (Symbol: MAJESCO). The ISIN of Equity Shares of the Target Company is INE988501029.

6. All the Equity Shares issued by the Target Company are listed on the Target Exchanges. Based on the information available on the website of BSE and NSE, the Equity Shares of the Target Company are frequently traded on terms of Regulation 21(a) of SEBI (SAST) Regulations. See Part IV (Offer Price) of this DPS for more details.

7. The key financial information of the Target Company based on its audited consolidated financial statements as on and for the nine month period ended December 31, 2020 and the audited consolidated financial statements of the Target Company as on and for the financial years ended March 31, 2020, March 31, 2019 and March 31, 2018 is set out below:

Particulars	For the financial year ended			
	December 31, 2020 (Audited)	March 31, 2020 (Audited)	March 31, 2019 (Audited)	March 31, 2018 (Audited)
Total Income*	60,894	1,06,220	1,01,620	81,696
Net Income (i.e. Profit for the year)	1,76,703	6,914	5,404	629
Earnings per share (basic)	615.30	24.28	19.14	2.60
Net worth / Shareholders' Funds*	53,822	23,45	19,36	5,47
Net worth / Shareholders' Funds*	Not available	69,739	67,701	54,329

(* Net worth / Shareholders' Funds include Paid up share capital, Capital reserve, Employee stock options outstanding account, Securities premium, New Reserve, Retained earnings, Hedging reserve account and Foreign currency translation reserve)

(*Revenue from operations (Information technology services and Reimbursement of expenses from customers) and Other income (Interest income on fixed deposits, Gain or loss on currency transactions and transfer) (net), Profit on sale and revaluation of current investments (mutual funds), Gain on sale of property, plant and equipment (net), Gain on fair valuation of security deposit, Rental income and Miscellaneous income)

D. Details of the Open Offer

1. The Open Offer is a mandatory offer pursuant to Regulations 3(1) and 4 and other applicable regulations of the SEBI (SAST) Regulations pursuant to the execution of the SPA and is subject to the terms and conditions set out in this DPS and the letter of offer which is proposed to be sent to all the Public Shareholders in accordance with the provisions of the SEBI (SAST) Regulations ("Letter of Offer").

2. The Offer is being made by the Acquirer to the Public Shareholders for acquisition of up to 74,43,720 Equity Shares representing 26.00% of the Voting Share Capital ("Offer Size") at an offer price of ₹ 77 per Equity Share ("Offer Price") aggregating to a total consideration of ₹ 57,31,66,440- (Indian Rupees Fifty Seven Crores Thirty One Lakh Sixty Six Thousand Four Hundred and Forty only) ("Offer Consideration").

3. The Offer Consideration will be paid in cash in accordance with Regulation 9(a) of the SEBI (SAST) Regulations.

4. This Offer is not pursuant to any global acquisition resulting in an indirect acquisition of the Equity Shares or control of the Target Company.

5. This Offer is not conditional upon any minimum level of acceptance in terms of Regulation 19(1) of the SEBI (SAST) Regulations.

6. This is not a competitive offer in terms of Regulation 20 of the SEBI (SAST) Regulations.

7. The Voting Share Capital is set out below:

Particulars	Number of Equity Shares	% of Voting Share Capital
Fully paid up Equity Shares as on the date of PA	2,86,29,689	100.00%
Partly paid Equity Shares or outstanding convertible securities, debentures, warrants or instruments issued by the Target Company, convertible into Equity Shares as on the date of PA	Nil	0.00%
Total	2,86,29,689	100.00%

8. To the best of knowledge of the Acquirer no statutory approvals are required by the Acquirer to acquire Equity Shares of the Target Company that are validly tendered pursuant to the Offer or to complete the Offer or to acquire Equity Shares from the Sellers in terms of the SPA. However, in case of any other statutory approvals being required by the Acquirer at a later date before the completion of the tendering period, the Open Offer shall be subject to such further approvals and the Acquirer shall make the necessary applications for such approvals.

9. In accordance with Regulation 16(b) of the SEBI (SAST) Regulations, the Acquirer may acquire Equity Shares from the market during the Offer Period. However, no such acquisition will be made by the Acquirer after 3 Working Days prior to the commencement of the tendering period for this Open Offer and until the expiry of the tendering period for this Open Offer. In the event of any such acquisition the Acquirer will make necessary disclosures as required under the SEBI (SAST) Regulations. It is clarified that as on the date of this DPS, the Acquirer is neither committing nor undertaking to acquire Equity Shares from the market.

10. This DPS is being published in the following newspapers:

Publication	Language	Edition
Financial Express	English	All
Jansatta	Hindi	All
Navshakti	Marathi	Mumbai

E. In terms of Regulation 25(2) of SEBI (SAST) Regulations, as at the date of this DPS, other than as stated in the DPS, the Acquirer does not have any intention to dispose or otherwise encumber any material assets of the Target Company for the period of the Offer Period, save and except (i) in the ordinary course of business (including for the disposal of assets and creating encumbrances in accordance with business or financing requirements); or (ii) to the extent required for the purpose of restructuring and, or, rationalization of assets, investments, liabilities or business of the Target Company and in compliance with all the applicable laws; or (iii) on account of any approval of the court or any other authority; or (iv) if the Acquirer alienates any material asset of the Target Company or any of its subsidiaries, within a period of 2 years from the end of the Offer Period, then the Target Company shall seek the approval of its shareholders as per the proviso to Regulation 25(2) of SEBI (SAST) Regulations before undertaking any such alienation.

F. After the acquisition of the Equity Shares tendered in the Offer, if the public shareholding in the Target Company falls below the minimum level required for continued listing under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("SEBI Listing Regulations") and Rule 19A of the Securities Contracts (Regulation) Rules, 1957 i.e. 25% of the fully paid-up equity share capital of the Target Company, then the Acquirer shall bring down the non-public shareholding in the Target Company to the level specified within the time prescribed in the Securities Contracts (Regulation) Rules, 1957. SEBI (SAST) Regulations, as per applicable law.

II. BACKGROUND TO THE OFFER

1. The Open Offer is a mandatory offer pursuant to Regulations 3(1) and 4 and other applicable regulations of the SEBI (SAST) Regulations pursuant to the execution of the SPA and is subject to the terms and conditions set out in this DPS and the Letter of Offer which is proposed to be sent to all the Public Shareholders in accordance with the provisions of the SEBI (SAST) Regulations.

2. Details of the underlying transaction which has triggered the Open Offer are set out below:

Type of Transaction (Direct / Indirect)	Mode of Transaction (Agreement / Allotment / Market Purchase)	Equity Shares / Voting rights acquired / proposed to be acquired for Equity Shares / Voting rights acquired / proposed to be acquired	Total Consideration for Equity Shares / Voting rights acquired (₹)	Mode of Payment (Cash / Securities)	Regulations which have been triggered	
						Number of Equity Shares / Voting rights acquired
Direct Acquisition	Direct acquisition of 42,31,679 Equity Shares representing 14.78% of the Voting Share Capital of the Target Company as well as control of the Target Company (including the right to appoint up to 3 directors and nominate 2 directors in execution of the SPA).	42,31,679	47.78%	₹ 32,36,39,283	Cash	Regulations 3(1) and 4 of the SEBI (SAST) Regulations

The existing promoter and promoter group of the Target Company will not hold any Equity Shares once the Acquirer completes the acquisition of 42,31,679 Equity Shares representing 14.78% of the Voting Share Capital of the Target Company from the Sellers in terms of the SPA.

3. In terms of the SPA and subject to the terms contained therein:

a. The Acquirer may nominate up to 3 (three) directors on the Board ("Acquirer Directors") at any time post the expiry of 20 (twenty) Working Days from the date of the SPA and prior to the Completion Date (defined post) provided that the Acquirer has deposited the entire Offer Consideration in an escrow account, immediately post the appointment of any Acquirer Director, any 2 directors nominated by the Sellers on the Board will tender their resignation from the Board.

b. The Acquirer has agreed to acquire 42,31,679 Equity Shares representing 14.78% of the Voting Share Capital of the Target Company from the Sellers subject to fulfillment and, or, waiver and, or, deferral of conditions precedent set out in the SPA, on a date mutually agreed between the Acquirer and the Sellers ("Completion Date") but not later than July 31, 2021.

c. The Acquirer shall at its own cost procure that within 30 calendar days following the Completion Date, the name of the Target Company is changed to a name which does not include the word "Majesco" or any other word which, in the opinion of the Sellers, is capable of being confused with "Majesco".

d. As soon as permitted under Applicable Law and within a period of 4 months from the Completion Date, the Acquirer will procure that the Board seeks approval of the shareholders of the Target Company to de-classify the Sellers from the category of promoters / promoter group of the Target Company and take such other

actions as may be required in compliance with Regulation 31A of the SEBI Listing Regulations. The Acquirer will exercise its voting rights in favour of the above-mentioned resolutions for de-classification of the Sellers from the category of promoters / promoter group of the Target Company in accordance with Regulation 31A of the SEBI Listing Regulations and procure that Sellers are de-classified from the category of promoters / promoter group of the Target Company within an overall period of 6 months from the Completion Date.

e. From the date of the SPA until the Completion Date or termination of the SPA, whichever is earlier, the Sellers will be the extent permitted under applicable laws (i) procure that the Target Company operates in its ordinary course of business; (ii) not take any of the following actions, except, in each case, with the prior written consent of the Acquirer, which instruction shall not be unreasonably withheld or delayed:

- declare any dividend;
- change its capital structure;
- alienate any material assets of the Target Company exceeding an aggregate value of INR 50,00,000 (Indian Rupees Fifty Lakh only);
- make any loan, advances or incur any indebtedness exceeding an aggregate value of INR 50,00,000 (Indian Rupees Fifty Lakh only);
- incur any capital expenditure exceeding an aggregate value of INR 50,00,000 (Indian Rupees Fifty Lakh only) excluding expenditure in relation to the approved new building project situated in MBP-P-136 Navi Mumbai 400710;
- make any payments to or for the benefit of any Seller or an affiliate of any Seller, including but not limited to any transactions or any other action at the expense of the Target Company, any management fees, or waive any obligations by any of the Sellers or an affiliate of Sellers; and
- enter into any agreement or arrangement for the above.

f. Pursuant to the Open Offer and the transactions contemplated in the SPA, the Acquirer shall become the promoter of the Target Company and the Sellers will cease to be the promoters of the Target Company in accordance with the provisions of Regulation 31A(3) of the SEBI Listing Regulations. The re-classification of the Sellers is subject to approval of shareholders of the Target Company in the general meeting in terms of Regulation 31A(3) of the SEBI Listing Regulations and conditions prescribed therein.

g. The mode of payment of consideration for acquisition of Equity Shares of the Target Company by the Acquirer in the Open Offer is cash in accordance with Reg 9(a) of SEBI (SAST) Regulations.

h. The Open Offer is being made by the Acquirer in terms of Regulation 3(1), 4 and other applicable provisions of the SEBI (SAST) Regulations pursuant to execution of the SPA to acquire Equity Shares and control of the Target Company. Following the completion of the Offer, the Acquirer intends to work with the management and employees for growth of the Target Company.

i. The Acquirer reserves the right to streamline or restructure the business, operations, assets and, or, liabilities of the Target Company in normal course of business. The Acquirer may also dispose or encumber any assets or investments of the Target Company through sale, lease, reconstruction, restructuring, negotiation, or termination of existing contractual or operating arrangements, for rationalising the assets, investments and, or, liabilities of the Target Company, to improve operational efficiencies and for other commercial reasons. The Board will take decisions on these matters in accordance with the requirements of the business of the Target Company and as permitted by applicable law.

j. The Acquirer reserves the right to reconstitute the Board in accordance with the provisions of the SEBI (SAST) Regulations, the Companies Act, 2013 and other applicable law.

III. SHAREHOLDING AND ACQUISITION DETAILS

1. The present and proposed shareholding of the Acquirer in the Target Company and the details of its acquisitions are as follows:

Sr. No.	Particulars	No. of Equity Shares	% of Equity Shares / Voting Share Capital
1.	Shareholding as on the date of the PA	0	0.00%
2.	Equity Shares acquired between the date of PA and the date of this DPS	0	0.00%
3.	Post Offer shareholding as on 10th working day after closing of tendering period (assuming nil acceptance in the Open Offer)	42,31,679	14.78%
4.	Post Offer shareholding as on 10th working day after closing of tendering period (assuming full acceptance in the Open Offer)	1,16,75,398	40.78%

In case no Equity Shares is validly tendered and accepted in the Open Offer, in terms of the SPA and subject to the terms contained therein, the Acquirer shall acquire 42,31,679 Equity Shares representing 14.78% of the Voting Share Capital from the Sellers.

In case of full acceptance in the Open Offer, in terms of (i) the SPA and subject to the terms contained therein, the Acquirer shall acquire 42,31,679 Equity Shares from the Sellers representing 14.78% of the Voting Share Capital and the terms and conditions which will be set out in the Letter of Offer. The Acquirer will acquire 74,43,720 Equity Shares representing 26.00% of the Voting Share Capital. This post Offer shareholding of the Acquirer may change if the Acquirer acquires Equity Shares from the market during the Offer Period in accordance with Regulation 16(b) and other provisions of the SEBI (SAST) Regulations.

2. As of the date of this DPS, the Acquirer and its directors do not hold any Equity Shares.

IV. OFF

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राष्ट्रीय कंपनी विधी न्यायाधिकरण, मुंबई खंडपीठा समोर कंपनी याचिका (आयसीए) क्र. १२६४ सम २०२०

प्रमाणपत्र हवलते आमी, गाण्णी पारनजी फोन्सू गिणित लिमिटेड, ए-११३, १६ मा मजला, प्लॉट २४५, एम, विमान कोर्ट, बंगालाल बाबाबाबा मार्ग, नोर्मस पॉर्ट, मुंबई - ४०००१९

जाहीर सूचना श्री राजकुमार प्रथम एच.एस. सिंग मुम्बईगिरी-३, ए-२०२२ एमआरडी, ओपी (ए), मुंबई-४०००१९

कोंकण रेलवे कांठेरिया लिमिटेड (रेलवे सरकार का उपक्रम) न-विनिश्चित आमंत्रण सूचना

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Table with 8 columns: Loan Type, Interest Rate, Tenure, etc. for LIC Housing Finance Ltd.

व्याजाच्या सुधारित दर ०.११/०४/२०२१ पासून संचय सांख्यिक ठेकी आणि कांभोपट ठेव योजनेसाठी लागू सहील

SBI भारतीय स्टेट बँक State Bank of India स्टेट बँक ऑफ इंडिया

NOTICE Appointment of Key Personnel of SBI Funds Management Private Limited

Mutual Fund Investors are subject to market risks, read all scheme related documents carefully.

VI. STATUTORY AND OTHER APPROVALS 1. To the best of knowledge of the Acquirer no statutory approvals are required by the Acquirer to acquire Equity Shares of the Target Company...

(1) The schedule of activities mentioned above is tentative and based on the assumption that SEBI's comments to the Draft Letter of Offer will be received on April 30, 2021. Accordingly, the dates for the above mentioned activities, wherever mentioned in this DPS, are subject to change.

- 12. Public Shareholders who wish to bid or offer their physical shares in the Offer are requested to send their original documents which will be mentioned in the Letter of Offer to the Registrar to the Offer to reach them within 2 days from the Offer Closing Date.

Table with 4 columns: Activity, Date, Day, Day* detailing the tentative schedule of activity.

VII. PROCEDURE FOR TENDERING THE SHARES IN CASE OF NON-RECEIPT OF LETTER OF OFFER 1. All Public Shareholders whether holding Equity Shares in dematerialised form, registered or unregistered, are eligible to participate in the Offer...

Manager to the Offer: DAM CAPITAL ADVISORS LIMITED. Registrar to the Offer: KFINTECH PRIVATE LIMITED.