



Tanla Platforms Limited
Tanla Technology Center
Hi-tech city Road, Madhapur,
Hyderabad, India - 500081
CIN: L72200TG1995PLC021262

T: +91-40-40099999
info@tanla.com
tanla.com

Date: January 17, 2023

To,

BSE Limited Department of Corporate Services Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 Scrip: 532790	National Stock Exchange of India Limited Exchange Plaza, C-1, Block G Bandra Kurla Complex Bandra (E) Mumbai – 400 051 Symbol: TANLA
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Dear Sir/ Madam,

Sub: Completion of extinguishment of 14,16,666 equity shares of face value of INR 1/- each (the “Equity Shares”) of Tanla Platforms Limited (the “Company”) at a price of INR 1,200/- (Indian Rupees One Thousand Two Hundred Only) per Equity Share, payable in cash, on a proportionate basis from all the equity shareholders/ beneficial owners of Equity Shares of the Company as on record date i.e. October 25, 2022 through the tender offer process through the stock exchanges, pursuant to the provisions of the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, as amended and the Companies Act, 2013, as amended (“Buyback”).

Pursuant to the Public Announcement dated October 13, 2022 (the “Public Announcement”) and the Letter of Offer dated December 8, 2022 (the “Letter of Offer”), the Tendering Period for the Buyback opened on December 20, 2022 and closed on January 2, 2022.

In connection with the captioned subject, this is to inform you that the Company had bought back 14,16,666 Equity Shares pursuant to the Buyback and the same have been extinguished in compliance with Regulation 11 of the SEBI Buyback Regulations. In this regard, we enclose the following:

- (1) A copy of the letter no. II/CA/COM/03052/2023 dated January 16, 2023, received from National Securities Depository Limited and copy of the letter no. CDSL/OPS/KD/2022-23/22346 dated January 17, 2023, from Central Depository Services (India) Limited confirming the extinguishment of 14,16,666 Equity Shares (**Annexure I**); and
- (2) A copy of the certificate signed by KFin Technologies Limited (Registrar to the Buyback), MSKA & Associates, Chartered Accountants (Statutory Auditors of the Company) and the Company confirming that the extinguishment of 14,16,666 Equity Shares is in compliance with Regulations 11 of the SEBI Buyback Regulations.

In accordance with provisions of Regulation 24(iv) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (the “Buyback Regulations”). The reconciliation of share capital data of the Company (pre and post extinguishment) is as furnished below:

Sr. No.	Particulars	Number of Equity Shares	Equity Share Capital (in INR)
1.	Issued, subscribed, and paid up equity share capital (prior to the Buyback)	13,57,79,523	13,57,79,523/-
2.	Less: Total Equity Shares (Demat) extinguished	14,16,666	14,16,666/-
3.	Less: Total Equity Shares (Physical) extinguished	NIL	NIL
4.	Issued, subscribed, and paid-up share capital (post Buyback)	13,43,62,857	13,43,62,857



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The terms used but not defined in this letter shall have the same meanings as assigned in the Public Announcement and the Letter of Offer.

The number of Equity Shares bought back, and the post-Buyback shareholding pattern were disclosed in the Post Buyback Public Announcement published and submitted for your records on January 12, 2023 & January 13, 2023 and have been reproduced in **Annexure II** for ease of reference.

We request you to please take the same on record.

Thanking You

For **Tanla Platforms Limited**
(Formerly known as Tanla Solutions Limited)

Seshanuradha Chava
Company Secretary & Compliance Officer
A15519



Enclosures: As above

Ref: II/CA/COM/03052/2023

January 16, 2023

Ms. Ch. Seshanuradha
Company Secretary
Tanla Solutions Limited
Tanla Technology Centre
Hitech City Road
Madhapur
Hyderabad - 500081

Sub : Buy-back (open market purchase)

Madam,

As per the corporate action(s) executed by your R&T Agent/Registry Division viz; KFIN TECHNOLOGIES LIMITED , Equity Shares were credited/debited to the account(s) in the NSDL system, details of which are given below :

<i>ISIN</i>	<i>ISIN Description</i>	<i>D/C</i>	<i>Records</i>	<i>Quantity</i>	<i>Execution Date</i>
INE483C01032	TANLA PLATFORMS LIMITED EQ NEW RE.1/-	Debit	1	1,416,666.000	14/Jan/2023

You may contact your R&T Agent/ Registry Division for further details in this regard.

Yours faithfully,

Rakesh Mehta
Vice President

Digitally Signed By
Name: RAKESH M MEHTA
Date:16/01/2023 13:01:56
Reason: Authentication
Location: NSDL,Mumbai



Central Depository Services (India) Limited



CDSL/OPS/KD/2022-23/22346

17-Jan-2023

The Company Secretary
TANLA PLATFORMS LIMITED
Tanla Technology Centre
Hitech City Road,
Madhapur,
Hyderabad 500081.

Dear Sir,

Sub: Buyback of Equity Shares (ISIN INE483C01032).

With reference to the captioned subject, this is to inform you that we have noted that the company has bought back 14,16,666 Equity Shares. The Capital of the company after this buyback as recorded with CDSL is Rs. 13,43,62,857 /-. (13,43,62,857 Equity Shares of Rs.1/- each)

If you require any clarifications in this regard please feel free to call the undersigned on 022-2305 8667 or Mr. Karan Dudhwadkar on 022-2305 8696 or email at sachink@cdslindia.com; karand@cdslindia.com

Thanking you.

Yours sincerely,
For Central Depository Services (India) Limited

SACHIN ARVIND
KALSULKAR

Sachin Kalsulkar
Dy. Manager – Operations

Digitally signed by SACHIN ARVIND KALSULKAR
DN: c=IN, o=CENTRAL DEPOSITORY SERVICES (INDIA) LIMITED,
ou=DEPUTY MANAGER, PostalCode=400013, S=Maharashtra,
Phone=912222723333, Email=sachink@cdslindia.com,
serialNumber=3BC5F8C0C3C26FEB29F9C05929B3D146B81F68B0
15D138897738E5049811, cn=SACHIN ARVIND KALSULKAR
Reason: I am the author of this document
Location: your signing location here
Date: 2023.01.17 15:42:48+05'00'
Foxit PDF Editor Version: 11.2.1

Cc to: The General Manager – Listing – BSE.
The Asst. Vice President – Listing – NSE.

Statutory Auditor's Certificate with respect to extinguishment of equity shares bought back by Tanla Platforms Limited (Formerly known as Tanla Solutions Limited)

To,
The Board of Directors
Tanla Platforms Limited (Formerly known as Tanla Solutions Limited)
Tanla Technology Centre
Hitech City Road, Madhapur
Hyderabad, Telangana 500 081

1. This Certificate is issued in accordance with the terms of our mandate letter dated September 06, 2022, with Tanla Platforms Limited (hereinafter, the “**Company**”).
2. The accompanying certificate of extinguishment of equity shares of the face value of INR 1/- each (“**Equity Shares**”) bought back by the Company (the “**Statement**”) has been prepared by the Company's management in accordance with the requirements of Regulation 11(iii) of the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, as amended (the “**Buyback Regulations**”) read with the Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018, as amended (the “**Depositories and Participants Regulations**”). We have initialled the Statement for identification purposes only.

Management's Responsibility

3. The preparation of the Statement in accordance with the requirement of Regulation 11 of the Buyback Regulations read with Depositories and Participants Regulations, including preparation and maintenance of all accounting and other relevant supporting records and documents, is solely the responsibility of the Management of the Company. This responsibility includes the design, implementation and maintenance of the internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
4. The Management is also responsible for:
 - 4.1. Ensuring that the Equity Shares and the securities certificates which were bought back have been extinguished and destroyed within seven days of expiry of buyback period in accordance with the requirements of Regulation 11 of the Buyback Regulations read with Depositories and Participants Regulations;
 - 4.2. Obtaining confirmation from the National Securities Depository Limited (“**NSDL**”) regarding extinguishment of the equity shares bought back which were in dematerialised form; and
 - 4.3. Ensuring compliance with the other requirements relating to extinguishment of Equity Shares bought back in accordance with the requirements of Regulation 11 of the Buyback Regulations read with Depositories and Participants Regulations.

Auditor's Responsibility

5. Pursuant to the requirement of the Regulations 11 of Buyback Regulations, it is our responsibility to provide a limited assurance that the particulars contained in the Statement, are on the basis of relevant records and documents maintained and obtained by the Company, which have been furnished to us for the purpose of issuing this certificate and are in accordance with the requirements of Regulations 11 of the Buyback Regulations.

MSKA & Associates

Chartered Accountants

6. The procedures performed in a limited assurance engagement vary in nature and timing from, and are less in extent than for, a reasonable assurance engagement; and consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had a reasonable assurance engagement been performed.
7. We have conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes (the “**Guidance Note**”), issued by the Institute of Chartered Accountants of India (the “**ICAI**”). The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.
8. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements, issued by the ICAI.
9. We have performed the following procedures in relation to the aforesaid matter:
 - 9.1. Obtained and read the resolution passed by the Board of Directors of the Company vide resolution dated September 08, 2022, relating to buyback of Equity Shares;
 - 9.2. Obtained and read the resolution passed by the Buyback committee of the Company vide resolution dated January 17, 2023, relating to extinguishment of Equity Shares which were bought-back;
 - 9.3. Obtained the share extinguishment confirmation received by the Company from NSDL vide letter dated January 16, 2023.
 - 9.4. Traced the number of equity shares extinguished by NSDL with the Equity Shares debited in the depository account number IN301549 - 61440770 opened and maintained by the Company with HDFC Bank Limited vide letter dated January 17, 2023; and
 - 9.5. Obtained appropriate representations from the Management of the Company.

Opinion

10. Based on our examination as above and the information and explanations given to us, along with the representations provided by the Management, nothing has come to our attention that causes us to believe that the particulars furnished by the Company in the Statement are not in agreement with the relevant records and documents obtained and maintained by the Company and not in accordance with the requirements of Regulation 11 of the Buyback Regulations.

Restriction on Use

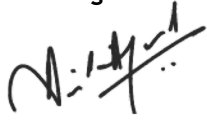
11. This certificate is addressed to and provided to the Board of Directors of the Company solely for the purpose of enabling it to comply with the requirements of Regulations 11 of the Buyback Regulations and for the purpose of submission to Securities Exchange Board of India, BSE Limited and National Stock Exchange Limited. This certificate can be relied upon by the Manager to the Buyback.

MSKA & Associates

Chartered Accountants

12. M S K A & Associates shall not be liable to the Company or to any other concerned for any claims, liabilities or expenses relating to this assignment, except to the extent of fees relating to this assignment. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose for which or to any other person to whom this certificate is shown or into whose hands it may come without our prior consent in writing.

For M S K A & Associates
Chartered Accountants
Firm Registration Number: 105047W



Amit Kumar Agarwal
M. No: 214198
Date: January 17, 2023
Place: Hyderabad
UDIN: 23214198BGXCOF7633

STATEMENT OF EXTINGUISHMENT OF EQUITY SHARES BY TANLA PLATFORMS LIMITED

This certificate issued is being issued in compliance of with requirements of Regulation 11 of Securities Exchange Board of India (Buy-back of Securities) Regulations, 2018, as amended (“Buyback Regulations”).

Pursuant to the Public Announcement dated October 12, 2022, which was published on October 13, 2022, and the Letter of Offer dated December 8, 2022, the tendering period for the Buyback opened on December 20, 2022, and closed on January 2, 2023 (“Tendering Period”). The company bought back 14,16,666 fully paid-up equity shares of the face value of INR 1/- each (“Equity Shares”), from its existing shareholders on proportionate basis, through tender offer route at INR 1,200/- per Equity Share. The following are the details of the Equity Shares bought back by the Company during the Tendering Period and destroyed/ extinguished:

A. EQUITY SHARES IN DEMATERISED FORM:

Name of the Depository	Name of the Depository Participant and DP ID No.	Company's Client ID No.	Date of Extinguishment	Number of Equity Shares Extinguished
National Securities Depository Limited	HDFC Securities Limited - DP ID IN301549	61440770	January 14, 2023	14,16,666

B. EQUITY SHARES IN PHYSICAL FORM: No Equity Shares in physical form are extinguished.

C. TOTAL NUMBER OF EQUITY SHARES EXTINGUISHED/DESTROYED: (A+B)

Total number of Equity Shares extinguished/destroyed (A+B): 14,16,666 Equity Shares

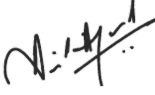



It is certified that the above Equity Shares of the Company were extinguished, in compliance with and according to the provisions of Regulation 11 of the Buyback Regulations, as amended from time to time.

For Tanla Platforms Limited

(Formerly known as Tanla Solutions Limited)

<p>DASARI UDAY KUMAR REDDY</p> <p>Digitally signed by DASARI UDAY KUMAR REDDY Date: 2023.01.17 18:26:00 +05'30'</p> <p>Uday Kumar Reddy Dasari Chairman and CEO DIN: 00003382</p>	<p>Deepak Satyaprak ash Goyal</p> <p>Digitally signed by Deepak Satyaprakash Goyal Date: 2023.01.17 18:32:19 +05'30'</p> <p>Deepak Satyaprakash Goyal Director DIN: 01755263</p>
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The Statutory Auditors, M S K A & Associates, Chartered Accountants and the Registrar to the Buyback, KFin Technologies Limited have initialled this certificate for identification purpose only.

For M S K A & Associates Chartered Accountants	For KFin Technologies Limited
 <hr/> <p>Amit Kumar Agarwal Partner M.No. 214198</p>  <p>Note: This Statement should be read with the certificate dated January 17, 2023, issued by them with respect to the extinguishment of equity shares of Tanla Platforms Limited (Formerly known as Tanla Solutions Limited)</p>	 <hr/> <p>M.Murali Krishna Vice President</p> 

Date: January 17, 2023

Place: Hyderabad

Enclosed:

1. Confirmation letter dated January 16, 2023, from NDSL for extinguishment of Equity Shares in the dematerialised form.



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Annexure II

Category of Shareholder	Pre-Buyback (as on LOF December 8, 2022)		Post-Buyback	
	No. of Equity Shares	% to the existing Equity Share capital	No. of Equity Shares	% to the post-Buyback Equity Share Capital
(A) Promoter & Promoter Group	5,93,70,282	43.73%	5,93,70,282	44.19%
(B) Public	7,64,09,241	56.27%	7,49,92,575	55.81%
(C1) Shares underlying DRs	-	-		
(C2) Shares held by Employee Trust	-	-		
(C) Non-Promoter -Non-Public (C =C1+C2)	-	-		
Grand Total (A+B+C)	13,57,79,523	100.00%	13,43,62,857	100.00%