

Ref. No. - OIL/CO/SE/2024-25/98

March 01, 2025

Listing Department
BSE Limited
Floor 25, P J Towers
Dalal Street
Mumbai- 400 001

Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, C-1 Block G
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051

Scrip Code: 530135

Symbol: OPTIEMUS

Sub: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: Investment in equity shares of Wholly-Owned Subsidiaries under Right Issue

Dear Sir/Ma'am,

In compliance with Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the Operations and Administration Committee of Board of Directors of the Company in its meeting held today i.e. 1st March, 2025 has accorded its approval for:

1. acquisition of 10,00,000 equity shares, having face value of INR 10/- each, at a price of INR 310/- each (including premium of INR 300/-) of Optiemus Electronics Limited, Wholly Owned Subsidiary, under right issue.
2. acquisition of 6,49,350 equity shares, having face value of INR 10/- each, at a price of INR 385/- each (including premium of INR 375/-) of GDN Enterprises Private Limited, Wholly Owned Subsidiary, under right issue.

The requisite information required under regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 and Master Circular No.: SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, in respect of abovementioned Item No. 1 and 2 is given under enclosed **Annexure-A** and **Annexure-B**.

The meeting of Operations and Administration Committee of the Board of Directors commenced at 02:00 P.M. and concluded at 02:20 P.M.

Kindly take the same on your records.

Thanking You,

Yours truly,

For Optiemus Infracom Limited

Vikas Chandra
Company Secretary & Compliance Officer
Enclosures: As Above

OPTIEMUS INFRACOM LIMITED

CIN : L64200DL1993PLC054086

Reg. Office: K-20, 2nd Floor, Lajpat Nagar-II, New Delhi-110024

P.: 011-29840906-907 | Fax: 011-29840908 | www.optiemus.com

INVESTMENT IN OPTIEMUS ELECTRONICS LIMITED

a) Name of the target entity, details in brief such as size, turnover etc. :

Name of the Company	Turnover as at 31st March, 2024 (Amount in Lacs)	Net Worth as at 31st March, 2024 (Amount in Lacs)
Optiemus Electronics Limited ("OEL")	58141.30	5833.05

b) Whether the acquisition would fall within related party transaction(s) and whether the Promoter/Promoter group/Group Companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"

OEL is a Wholly-Owned Subsidiary of the Company and Mr. Ashok Gupta and Mr. Neetesh Gupta are common directors in OEL and Optiemus Infracom Limited, hence, the transaction would fall under the ambit of Related Party transaction.

However, the transaction is being carried out on Arm's Length basis, as the consideration of the transaction is computed by valuation report issued by an Independent Valuer.

c) Industry to which the entity being acquired belongs

Manufacturing

d) Objects and impact of acquisition of Shares

- To support OEL to meet its fund requirements for working capital and enhancement of its business operations by way of making capital expenditure (Movable & Immovable Capital Assets), as may be required from time to time;
- To maintain ownership and control in wholly owned subsidiary;
- Enhancement of Brand image and value creation for the stakeholders of Optiemus;
- Strengthened Balance Sheet and Greater financial flexibility and earnings, diversified risk.

e) Brief Details of any governmental or regulatory approvals required for acquisition

No prior approval is required from any Government or regulatory authority.

f) Indicative time period of completion of Acquisition

The transaction is expected to complete within 120 days.

g) Nature of Consideration

Cash

OPTIEMUS INFRACOM LIMITED

CIN : L64200DL1993PLC054086

Reg. Office: K-20, 2nd Floor, Lajpat Nagar-II, New Delhi-110024

P.: 011-29840906-907 | Fax: 011-29840908 | www.optiemus.com

h) Cost of acquisition of shares or the price at which shares to be acquired:

The Company will acquire 10,00,000 (Ten Lakh) equity shares having face value of INR 10/- each at an offer price of INR 310/- each of OEL, under right issue. The total consideration amounting to INR 31,00,00,000 (Indian Rupees Thirty One Crore Only) will be paid in cash.

i) Percentage of Shareholding / Control Acquired and or /No. of shares of Optiemus Electronics Limited (“OEL”) to be acquired

No. of shares already held	No. of shares agreed to acquire	Total No. of shares held after acquisition
*1,80,74,980	10,00,000	*1,90,74,980

**excluding 6 shares held by nominee of Optiemus Infracom Limited.*

j) Brief Background about the Entity whose shares being acquired

Optiemus Electronics Limited (“OEL”) is a company incorporated under the Companies Act, 2013 on January 29, 2016, having its registered office at K-20, Second Floor, Lajpat Nagar-II, New Delhi – 110 024. It is engaged into the business of manufacturing of mobile phones, hearable & wearables, IT Hardware and other Telecom Products in India. It provides a complete end to end solution to global and Indian brands encompassing world class manufacturing infrastructure. There are two manufacturing facilities of OEL which are located in Sector 63, and Sector-65 in Noida, Uttar Pradesh. With sizeable investments lined up, OEL aimed to further enhance its manufacturing and design capabilities. OEL has managed to **win the trust** of many Local as well as global brands, due to its commitment towards **Quality, Timely Delivery, Flexibility** as well as **Customer Satisfaction**.

INVESTMENT IN GDN ENTERPRISES PRIVATE LIMITED

a) **Name of the target entity, details in brief such as size, turnover etc. :**

Name of the Company	Turnover as at 31st March, 2024 (Amount in Lacs)	Net Worth as at 31st March, 2024 (Amount in Lacs)
GDN Enterprises Private Limited ("GDN")	48769.14	(2797.19)

b) **Whether the acquisition would fall within related party transaction(s) and whether the Promoter/Promoter group/Group Companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"**

GDN is a Wholly-Owned Subsidiary of the Company and Mr. Ashok Gupta and Mr. Neetesh Gupta are common directors in GDN and Optiemus Infracom Limited, hence, the transaction would fall under the ambit of Related Party transaction.

However, the transaction is being carried out on Arm's Length basis, as the consideration of the transaction is computed by valuation report issued by an Independent Valuer.

c) **Industry to which the entity being acquired belongs**

Manufacturing

d) **Objects and effects of acquisition of Shares**

- To support GDN to meet its fund requirements for working capital and enhancement of its business operations by way of making capital expenditure (Movable & Immovable Capital Assets), as may be required from time to time;
- To maintain ownership and control in wholly owned subsidiary;
- Enhancement of Brand image and value creation for the stakeholders of Optiemus;
- Strengthened Balance Sheet and Greater financial flexibility and earnings, diversified risk.

e) **Brief Details of any governmental or regulatory approvals required for acquisition:**

No prior approval is required from any Government or regulatory authority.

f) **Indicative time period of completion of Acquisition**

The transaction is expected to complete within 120 days.

g) Nature of Consideration

Cash

h) Cost of acquisition of shares or the price at which shares to be acquired:

The Company will acquire 6,49,350 (Six Lakh Forty Nine Thousand Three Hundred Fifty) equity shares having face value of INR 10/- each at an offer price of INR 385/- each of GDN, under right issue. The total consideration amounting to INR 24,99,99,750/- (Indian Rupees Twenty Four Crore Ninety Nine Lakh Ninety Nine Thousand Seven Hundred Fifty Only) will be paid in cash.

i) Percentage of Shareholding / Control Acquired and or /No. of shares of GDN Enterprises Private Limited (“GDN”) to be acquired

No. of shares already held	No. of shares agreed to acquire	Total No. of shares held after acquisition
*40,69,999	6,49,350	*47,19,349

**excluding 1 share held by nominee of OptiEmus Infracom Limited*

j) Brief Background about the Entity whose shares being acquired

GDN Enterprises Private Limited (“GDN”) is a company incorporated under the Companies Act, 1956 on October 12, 2010, having its registered office at RZ-340A, Gali No. 11D, Kailash Puri Extension, Palam New Delhi- 110 045 and is engaged into the business of manufacturing and assembly of electronic products and had set-up a state-of-the-art manufacturing facility in Noida. GDN is a home-grown manufacturer and is proud of being one of the Indian EMS that has produced mobile phones for over 10 brand from across the world. Also, GDN is one of the beneficiary of Production Linked Incentive Scheme of Telecommunication and Networking products, launched by the Government of India.