



BSE Limited Corporate Relation Dept. P.J. Towers, Dalal Street Mumbai - 400 001.

National Stock Exchange of India Ltd. "Exchange Plaza" Bandra Kurla Complex, Bandra (E) Mumbai - 400 051.

Scrip Code: 532859

Scrip Code: HGS

Dear Sirs,

Public Announcement for Buyback of Equity Shares of Hinduja Global Solutions Limited through tender route

This is in continuation to our earlier letter dated January 27, 2023 informing the final terms and conditions of Buyback of Equity Shares and Record Date for the purpose of determining the names of the equity shareholders who will be eligible to participate in the Buyback.

In accordance with Regulation 7 of SEBI (Buy-Back of Securities) Regulations 2018, as amended, the Company has published today i.e. January 31, 2023, the Public Announcement in following newspapers:

Business Standard (English) - All Editions 1.

2. Business Standard (Hindi) - All Editions

3. Sakal (Marathi) - Mumbai Edition

Pursuant to Regulations 30 and 47 of the SEBI (Listing Obligations and Disclosure Requirements) 2015, the clippings of the said Public Announcement are enclosed for your reference and record. This Public Announcement is being made available at the Company's website www.hgs.cx

Kindly take the same on record.

Thanking you,

For Hinduja Global Solutions Limited

Digitally signed Narendr by Narendra a Singh Date: 2023.01.31 16:21:22 +05'30'

Narendra Singh **Company Secretary**

Encl: As above

HINDUJA GLOBAL SOLUTIONS LIMITED

Corporate Identification Number: L92199MH1995PLC084610 Registered Office: Hinduja House, 171, Dr. Annie Besant Road, Worli, Mumbai - 400018, Maharashtra. Tel No.: +91 22 6136 0407 | E-mail: investor.relations@teamhgs.com Website: www.hgs.cx | Contact Person: Narendra Singh, Company Secretary & Compliance Officer

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/ BENEFICIAL OWNERS OF EQUITY SHARES OF HINDILIA GLOBAL SOLUTIONS LIMITED FOR THE BUYBACK OF EQUITY SHARES THROUGH THE TENDER OFFER ROUTE UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED, FROM TIME TO TIME.

THIS PUBLIC ANNOUNCEMENT (THE "PUBLIC ANNOUNCEMENT") IS BEING MADE IN RELATION TO THE BUYBACK (AS DEFINED HEREINAFTER) OF EQUITY SHARES (AS DEFINED HEREINAFTER) OF HINDUJA GLOBAL SOLUTIONS LIMITED THROUGH THE TENDER OFFER PROCESS PURSUANT TO THE PROVISIONS OF REGULATION 7(i) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED (THE "SEBI BUYBACK REGULATIONS") AND CONTAINS THE DISCLOSURES AS SPECIFIED IN SCHEDULE II READ WITH SCHEDULE I OF THE SEBIBUYBACK REGULATIONS.

OFFER FOR BUYBACK OF UPTO 60,00,000 (SIXTY LAKH) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹10 (RUPEES TEN ONLY) EACH OF HINDUJA GLOBAL SOLUTIONS LIMITED AT A PRICE OF ₹1,700 (RUPEES ONE THOUSAND AND SEVEN HUNDRED ONLY) PER EQUITY SHARE, PAYABLE IN CASH, ON A PROPORTIONATE BASIS THROUGH THE TENDER OFFER ROUTE USING THE STOCK EXCHANGE MECHANISM.

Certain figures contained in this Public Announcement, including financial information, have been subject to rounding-off adjustments. All decimals have been rounded off to 2 (two) decimal points. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row.

- DETAILS OF THE BUYBACK OFFER AND BUYBACK PRICE 1.1. The Board of Directors of Hinduja Global Solutions Limited (the "Company") at its meeting held on December 19, 2022 ("Board Meeting") has, subject to the approval of the Members of the Company by way of a special resolution and subject to such approvals of regulatory and/or statutory authorities as may be required under applicable laws, approved the buyback of up to 60,00,000 (Sixty Lakh) Equity Shares having face value of ₹10 each (Rupees Ten only) ("Equity Shares") from the equity shareholders/beneficial owners of Equity Shares including promoters and members of the promoter group of the Company as on March 06, 2023 (the "Record Date") (for further details in relation to the Record Date, refer to Paragraph 10 of this Public Announcement), on a proportionate basis, through the "Tender Offer" process, and in accordance with Article 84 of the Articles of Association of the Company and pursuant to the provisions of Sections 68, 69, 70, 108, 110 and all other applicable provisions, if any, of the Companies Act, 2013, as amended (the "Act" or "Companies Act") read with the Companies (Share Capital and Debentures) Rules, 2014, the Companies (Management and Administration) Rules, 2014 and other relevant rules made thereunder, each as amended from time to time, and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. as amended (the "SEBI Listing Regulations") and in compliance with the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 as amended (the "SEBI Buyback Regulations"), and any statutory modification(s) or re-enactment thereof, for the time being in force and, subject to such other approvals, permissions, consents, sanctions and exemptions of Reserve Bank of India ("RBI"), Securities and Exchange Board of India ("SEBI"), the stock exchanges on which the Equity Shares of the Company are listed i.e. BSE Limited and National Stock Exchange of India Limited (the "Stock Exchanges"), Ministry of Corporate Affairs/ Registrar of Companies, Maharashtra at Mumbai (the "ROC") and/ or other authorities, institutions or bodies (together with RBI, SEBI, Stock Exchanges and ROC the "Appropriate Authorities"), as may be necessary and subject to such conditions, alterations, amendments and/or modifications as may be prescribed or imposed by the Appropriate Authorities while granting such approvals, permissions, consents, sanctions and exemptions which may be agreed by the Board of Directors of the Company, ("Board"), which term shall be deemed to include the Committee of the Board and/ or officials, which the Board may constitute/ authorize to exercise its powers, including the powers conferred by this resolution), approved the Buyback by the Company of its fully paid-up equity shares having a face value of ₹10 (Rupees Ten only) each ("Equity Shares"), for an amount not exceeding ₹1,020 crore (Rupees One Thousand and Twenty Crore only), excluding any expenses incurred or to be incurred for Buy-back viz. brokerage costs, advisor's fees, intermediaries fees, public $announcement \, publication \, fees, \, filing \, fees, \, printing \, and \, dispatch \, expenses, \, turnover \, charges, \, applicable \, taxes \, inter-alia$ including buyback taxes payable under the Income Tax Act, 1961, securities transaction tax, goods and services tax (if any), stamp duty and other incidental and related expenses, and charges etc. ("Transaction Costs") (such amount hereinafter referred to as the "Buyback Size"), being 24.59% and 13.43% of the aggregate of the fully paid-up equity share capital and free reserves of the Company as per audited condensed standalone interim financial statements and audited condensed consolidated interim financial statements of the Company as on September 30, 2022 of the Company respectively, at a Buyback price not exceeding ₹1,700 (Rupees One Thousand and Seven Hundred only) per Equity Share ("Buyback Price"), payable in cash (hereinafter referred to as the "Buyback");
- 1.2. Since the Buyback is more than 10% of the total paid-up equity share capital and free reserves of the Company, in terms of Section 68(2)(b) of the Act, the Board had sought approval of the shareholders of the Company for the Buyback, by
- Postal ballot notice dated December 26, 2022 (the "Postal Ballot Notice") was sent to the shareholders of the Company for seeking approval by way of a special resolution
- The shareholders approved the proposal of Buyback of Equity Shares on January 25, 2023 and the results of the postal ballot were announced on January 27, 2023.
- Subsequent to the approval by the shareholders through the postal ballot, a Committee of the Board, which the Board has constituted/authorized to exercise its powers in relation to the Buyback (the "Buyback Committee") in its meeting held on January 27, 2023 has determined the final Buyback price of ₹1,700 (Rupees One Thousand and Seven Hundred $Only) \ per \ Equity \ Share \ (\text{``Buyback Price''}). \ The \ Company \ will \ Buyback \ up to 60,00,000 \ (Sixty \ Lakh \ only) \ Equity \ Shares,$ constituting 14.36% and 11.42% of the total number of the Equity Shares in the paid-up Equity Share capital of the Company as on September 30, 2022 and as on January 25, 2023 (being the date of the Shareholders' Resolution) respectively, at the Buyback Price for an amount of upto ₹1,020 crore (Rupees One Thousand and Twenty Crore only) excluding the Transaction Costs ("Buyback Size"), on a proportionate basis from the Eligible Shareholders through the $tender\,offer\,route, in\,accordance\,with\,Regulation\,4 (iv) (a)\,of\,the\,SEBI\,Buyback\,Regulations\,and\,the\,Act,\,as\,amended.$
- The Buyback is subject to receipt of any approvals, permissions, and sanctions of statutory, regulatory or governmental authorities as may be required under applicable laws, including SEBI and the Stock Exchanges.
- The Buyback will be undertaken on a proportionate basis from the Eligible Shareholders as on the Record Date. provided that 15% (fifteen percent) of the number of Equity Shares proposed to be bought back or number of Equity Shares entitled as per the shareholding of small shareholders as defined in the SEBI Buyback Regulations ("Small Shareholders") as on the Record Date, whichever is higher, shall be reserved for the Small Shareholders.
- 1.8. The Buyback Size is 24.59% and 13.43% of the total paid-up Equity Share capital and free reserves of the Company based on the audited condensed standalone interim financial statements and audited condensed consolidated interim financial statements of the Company respectively as at September 30, 2022 (being the date of the latest available audited standalone and consolidated financial statements of the Company).
- The Equity Shares of the Company are currently listed on the Stock Exchanges The Buyback shall be undertaken on a proportionate basis from the Eligible Shareholders through the tender offer route
- prescribed under the SEBI Buyback Regulations. Additionally, the Buyback shall be implemented by the Company using the "Mechanism for acquisition of shares through Stock Exchange" as specified by SEBI vide circular bearing number CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with circular bearing number CFD/DCR2/CIR/P/2016/131 dated December 9, 2016 and read with circular CFD/DCR-III/CIR/P/2021/615 dated gust 13, 2021 including any amendments thereof ("SEBI Circulars"). In this regard, the Company will request BSE Limited to provide a separate acquisition window to facilitate placing of sell orders by the Eligible Shareholders who wish to tender Equity Shares in the Buyback. For the purposes of the Buyback, BSE Limited is appointed as the designated stock exchange ("Designated Stock Exchange"). Once the Buyback is concluded, all Equity Shares purchased by the Company in the Buyback will be extinguished in terms of the SEBI Buyback Regulations.
- 1.11. In terms of the SEBI Buyback Regulations, under tender offer route, the Promoters and Promoter Group have an option to participate in the Buyback. In this regard, Harsha Ashok Hinduja Jointly with Ashok Parmanand Hinduja, Ms. Harsha Ashok Hinduja, Ms. Ambika Ashok Hinduja, Mr. Shom Ashok Hinduja, Mr. Ashok Parmanand Hinduja - Karta of S.P. Hinduja HUF (Bigger), Mr. Ashok Parmanand Hinduja Jointly with Harsha Ashok Hinduja, Mr. Ashok Parmanand Hinduja, A.P. Hinduja – Karta of A.P. Hinduja (HUF), Hinduja Group Limited, Hinduja Group Ltd. Jointly with Hinduja Realty Ventures Ltd. (as demat A/c holder & Partners of Aasia Exports), Hinduja Realty Ventures Ltd., Aasia Corporation LLP and Hinduja Properties Limited, the Promoters/ Promoter Group of the Company, have expressed their intention to participate in the Buyback vide their letters dated December 26, 2022 and may tender such shares to the extent of their shareholding or such number of shares as may be permitted under applicable law.
- 1.12. The number of Equity Shares that can be bought back during the financial year shall not exceed 25% of the total number of Equity Shares in the paid up Equity Shares of the Company in terms of the Act, Accordingly, the number of Equity Shares that can be bought back during the financial year cannot exceed 1,31,30,071 Equity Shares being 25% of 5,25,20,285* Equity Shares of face value of ₹10 (Rupees Ten Only) each, being the outstanding number of fully paid-up Equity Shares of the Company as on January 25, 2023 (being the date of the Shareholders' Resolution). Since the $Company \ proposes \ to \ buy \ back \ up \ to \ 60,00,000 \ Equity \ Shares, the same \ is \ within \ the \ aforesaid \ limit.$
 - *It may be noted that subsequent to the allotment of Equity Shares pursuant to the Scheme of Arrangement or November 25, 2022 and pursuant to exercise of Stock Options on December 21, 2022, the paid up equity capital of the Company increased to 5,25,20,285 Equity Shares.
- 1.13. Pursuant to the proposed Buyback and depending on the response to the Buyback, the voting rights of the Promoters in the Company may increase or decrease from their existing shareholding in the total equity capital and voting rights of the Company. The Promoters of the Company are already in control over the Company and therefore such further increase or decrease in voting rights of the Promoters will not result in any change in control over the Company.
- 1.14. Participation in the Buyback by Eliqible Shareholders may trigger tax on distributed income in India and such tax is to be discharged by the Company as per the procedure laid down in the applicable provisions of the Income Tax Act, 1961 read with any applicable rules framed thereunder. The transaction of Buyback is subject to securities transaction tax in India. Participation in the Buyback by non-resident Eligible Shareholders may trigger capital gains tax in the hands of such shareholders in their country of residence. In due course, Eligible Shareholders will receive a letter of offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, the Eligible Shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the Buyback.
- 1.15. The Buyback from Eligible Shareholders who are persons resident outside India, including the foreign portfolio investors, erstwhile overseas corporate bodies and non-resident Indians, etc., shall be subject to such approvals if, and to the extent necessary or required from the concerned authorities including approvals from the RBI under the Foreign Exchange Management Act, 1999, as amended and the rules, regulations framed thereunder, if any and such approvals shall be required to be taken by such non-resident shareholders.
- 1.16. A copy of this Public Announcement is available on the Company's website (www.hgs.cx) and is expected to be available on the website of the SEBI (www.sebi.gov.in) during the period of the Buyback and on the website of the Stock Exchanges at (www.bseindia.com) and (www.nseindia.com)

NECESSITY FOR THE BUYBACK

- The Buyback is being undertaken by the Company to return surplus funds to its equity shareholders, which are over and above its capital requirements and strategic plans in the medium term, in an expedient, efficient and cost effective manner. The Buyback is being undertaken with following objectives:
- The Buyback will help the Company to distribute surplus cash to its shareholders holding Equity Shares broadly in proportion to their shareholding, thereby, enhancing the overall return to the shareholders;
- The Buyback, which is being implemented through the 'tender offer' route as prescribed under the SEBI Buyback Regulations, would involve a reservation of 15% of the Buyback Offer Size for Small Shareholders. The Company believes $that this \, reservation \, of \, 15\% \, for \, Small \, Shareholders \, would \, benefit \, a \, large \, number \, of \, the \, Company's \, public \, shareholders, \, who \, is the company of the \, Company's \, public \, shareholders, \, who \, is the company of the \, Company's \, public \, shareholders, \, who \, is the company of the \, Company's \, public \, shareholders, \, who \, is the company of the \, Company's \, public \, shareholders, \, who \, is the company of the \, Company's \, public \, shareholders, \, who \, is the company of the \, Company's \, public \, shareholders, \, who \, is the company of the \, Company's \, public \, shareholders, \, who \, is the company of the \, Company's \, public \, shareholders, \, who \, is the company of the \, Company of the \,$ would get classified as "Small Shareholders" as per Regulation 2(i)(n) of the SEBI Buyback Regulations;
- The Buyback would help in improving financial ratios like earnings per share, return on capital employed and return on equity, by reducing the equity base of the Company; and
- The Buyback gives the Eligible Shareholders the choice to either (i) participate in the Buyback and receive cash in lieu of their Equity Shares which are accepted under the Buyback or (ii) not to participate in the Buyback and get a resultant increase in their percentage shareholding in the Company, post the Buyback, without additional investment
- MAXIMUM AMOUNT REQUIRED UNDER THE BUYBACK, ITS PERCENTAGE OF THE TOTAL PAID-UP EQUITY SHARE CAPITAL AND FREE RESERVES AND THE SOURCES OF FUNDS FROM WHICH THE BUYBACK WOULD
- The maximum amount required for Buyback will not exceed ₹1,020 crore (Rupees One Thousand and Twenty Crore only)

- excluding Transaction Costs incurred or to be incurred for the Buyback. The maximum amount mentioned aforesaid is $24.59\% \ and \ 13.43\% \ of the \ aggregate \ of the \ fully \ paid-up \ equity \ share \ capital \ and \ free \ reserves \ of the \ Company, \ based \ on \ the$ audited condensed standalone interim financial statements and audited condensed consolidated interim financial statements of the Company as at September 30, 2022, respectively (being the latest audited standalone and consolidated $financial \, statements \, available \, as \, on \, the \, Board \, Meeting \, Date), \, which \, is \, within \, the \, prescribed \, limit \, of \, 25\%.$
- The Buyback would be financed out of Free Reserves of the Company. The Company shall transfer from its Free Reserves or securities premium account and/or such sources as may be permitted by law, a sum equal to the nominal value of the Equity Shares bought back through the Buyback to the Capital Redemption Reserve Account and the details of such transfer shall be disclosed in its subsequent audited balance sheet. The payments shall be made out of the Company's current surplus and/or cash balances and/or current investments and/or cash available from internal resources of the Company from time to time at its absolute discretion. The Company confirms that as required under Section 68(2)(d) of the Act, the ratio of the aggregate of secured and unsecured debts owed by the Company shall be not more than twice the paid-up Equity Share capital and Free Reserves after the Buyback and that it has got sufficient source to paylioff the consideration towards the Buyback and would not borrow funds for the said purpos

BUYBACK PRICE AT WHICH SHARES ARE PROPOSED TO BE BOUGHT BACK AND BASIS OF DETERMINING THE BUY BACK PRICE

- The Equity Shares of the Company are proposed to be bought back at the price of ₹1,700/- (Rupees One Thousand and Seven Hundred only) per Equity Share. The Buyback Price has been arrived at after considering various factors including but not limited to (i) the share price benchmarks on the NSE, the stock exchange where the maximum volume of trading in the Equity Shares is recorded, and BSE, the other stock exchange where the Company is listed (ii) the net worth of the Company, and (iii) impact of Buyback on the earnings per Equity Share.
- The Buyback Price represents:
- a premium of 28.87% and 29.61% over the volume weighted average market price of the Equity Shares on NSE and BSE, respectively, during the three months period preceding December 14, 2022 (being the date of intimation to the Stock Exchanges regarding Board Meeting date to consider the proposal of the Buyback ("Intimation Date"):
- premium of 25.29% and 25.32% over the volume weighted average market price of the Equity Shares on NSE and BSE, respectively, during the two weeks preceding the Intimation Date:
- a premium of 25.53% and 25.64% over the closing prices of the Equity Shares on NSE and BSE respectively as on December 14, 2022 being the Intimation Date;
- a premium of 21.19% and 20.91% over the closing prices of the Equity Shares on NSE and BSE respectively as on December 19, 2022 (being the date of Board of Directors meeting to approve the Buyback)

MAXIMUM NUMBER OF SHARES THAT THE COMPANY PROPOSES TO BUY BACK The Company proposes to buyback upto 60,00,000 (Sixty Lakh) fully paid@up Equity Shares, which is within 25% of total

number of outstanding Equity Shares of the Company, representing 14.36% and 11.42% of the total number of Equity Shares in the total paid up Equity Share capital of the Company as on September 30, 2022 and as on the date of this Public Announcement respectively

- DETAILS OF SHAREHOLDING OF PROMOTER AND PROMOTER'S GROUP, DIRECTORS, KEY MANAGERIAL PERSONNEL AND PERSON ACTING IN CONTROL AND DETAILS OF TRANSACTIONS IN THE FOLITY SHARES OF THE COMPANY AND INTENTION TO PARTICIPATE IN THE BUYBACK
- The aggregate shareholding of the Promoter and Promoter Group of the Company (the "Promoter and Promoter Group"), Directors, Key Managerial Personnel and person in control of the Company, in the Company as on the date of the Board Meeting (i.e. December 19, 2022) and as on the date of the postal ballot notice (i.e. December 26, 2022) is given below:

Details of shareholding of the Promoter and Promoter Group and person in control of the Company:

Sr. No.	Name of Shareholder	Category	Number of Equity Shares held	% of Shareholding
1	Harsha Ashok Hinduja Jointly with Ashok Parmanand Hinduja	Promoter	13,39,995	2.55
2	Harsha Ashok Hinduja	Promoter	41,340	0.08
3	Ambika Ashok Hinduja	Promoter Group	4,38,884	0.84
4	Shom Ashok Hinduja	Promoter Group	3,46,683	0.66
5	Ashok Parmanand Hinduja, Karta of S.P. Hinduja HUF (Bigger)	Promoter Group	13,01,625	2.48
6	Ashok Parmanand Hinduja Jointly with Harsha Ashok Hinduja	Promoter Group	1,12,203	0.21
7	Ashok Parmanand Hinduja	Promoter	78,247	0.15
8	A.P. Hinduja, Karta of A.P. Hinduja (HUF)	Promoter Group	1,34,523	0.26
9	Vinoo S. Hinduja	Promoter Group	1,41,515	0.27
10	Shanoo S. Mukhi	Promoter Group	2,213	0.00
11	Hinduja Group Limited	Promoter	1,86,00,791	35.44
12	Hinduja Group Ltd. Jointly with Hinduja Realty Ventures Ltd. (as demat A/c holder & Partners of Aasia Exports)	Promoter Group	20,14,490	3.84
13	Hinduja Realty Ventures Limited	Promoter Group	34,04,492	6.49
14	Aasia Corporation LLP	Promoter Group	4,17,809	0.80
15	Hinduja Properties Limited	Promoter Group	67,569	0.13
16	Amas Mauritius Limited	Promoter Group	65,29,371	12.44
17	Hinduja Finance Limited	Promoter Group	-	0.00
	Total		3,49,71,750	66.63

Note: The Company has allotted 35750 Equity shares pursuant to exercise of ESOPs, on December 21, 2022 and accordingly, only percentage shareholding of Promoter and Promoter Group changed from 66.63% to 66.59%. Details of shareholding of the Directors of Companies which are a part of the Promoter and Promoter Group, as on

the date of the Board Meeting (i.e. December 19, 2022) and the date of Postal Ballot Notice (i.e. December 26, 2022):

Sr. No.	Name of Directors	Number of Equity Shares held	% of Shareholding	Name of the Company(ies)
1.	Mr. Ashok Parmanand Hinduja*	1,90,450	0.36	Hinduja Group Limited Hinduja Realty Ventures Limited Hinduja Finance Limited

rivide introger intelligible Central Accounts as intelligenced in the date above.

Mr. Ashok P. Hinduja is also a director in Hinduja Group Limited, Hinduja Realty Ventures Limited and Hinduja Finance Limited
being companies forming part of the Promoter and Promoter Group.

Held through multiple Demat Accounts as indicated in the table above

Details of shareholding of the Directors and Key Managerial Personnel of the Company as on the date of the Board Meeting (i.e. December 19, 2022) and the date of Postal Ballot Notice (i.e. December 26, 2022):

Sr. No.	Name of Directors/ Key Managerial Personnel	Designation	Number of Equity Shares held	% of Shareholding
1.	Mr. Ashok Parmanand Hinduja	Chairman (Non- executive Director)	1,90,450	0.36
2	Dr. Ganesh Natarajan	Independent Director	1,158	0.00
3	Mr. Partha DeSarkar	Whole-time Director	1,00,836	0.19
4	Mr. Srinivas Palakodeti	Chief Financial Officer	38,474	0.07
	Total		3,30,918	0.62

- 6.2. The persons mentioned in sub clause 6.1 or any other of the promoters; members of the promoter group, Directors, Key Managerial Personnel, directors of the promoters/members of the promoter group, where such promoter is a Company and of persons who are in control of the Company have not purchased or sold any shares of the Company during a period of six months preceding the date of the Board Meeting at which the Buyback was approved (i.e. December 19, 2022) and the date of the postal ballot notice (i.e. December 26, 2022). However, pursuant to the Scheme of Arrangement between NXTDigital Limited ('NDL') and the Company and their respective shareholders, the person mentioned in sub clause 6.1 who were holding Equity Shares of NDL have been allotted equity shares of the Company on $November\ 25, 2022\ in\ the\ ratio\ of\ 20:63\ (i.e.\ 20\ Equity\ Shares\ of\ the\ Company\ allotted\ for\ every\ 63\ Equity\ Shares\ held\ in\ Shares\ of\ the\ Company\ allotted\ for\ every\ 63\ Equity\ Shares\ held\ in\ Shares\ of\ the\ Company\ allotted\ for\ every\ 63\ Equity\ Shares\ held\ in\ Shares\ of\ the\ Company\ allotted\ for\ every\ 63\ Equity\ Shares\ held\ in\ Shares\ he$ NDL) as approved by the Hon'ble National Company Law Tribunal.
- In terms of SEBI Buyback Regulations, under tender offer route, the Promoters and Promoter Group have an option to participate in the Buyback. In this regard, Harsha Ashok Hinduia Jointly with Ashok Parmanand Hinduia, Ms. Harsha Ashok Hinduja, Ms. Ambika Ashok Hinduja, Mr. Shom Ashok Hinduja, Mr. Ashok Parmanand Hinduja - Karta of S.P. Hinduia HUF (Bigger), Mr. Ashok Parmanand Hinduia Jointly with Harsha Ashok Hinduia, Mr. Ashok Parmanand Hinduja, A.P. Hinduja - Karta of A.P. Hinduja (HUF), Hinduja Group Limited, Hinduja Group Ltd. Jointly with Hinduja $Realty\ Ventures\ Ltd.\ (as\ demat\ A/c\ holder\ \&\ Partners\ of\ Aasia\ Exports),\ Hinduja\ Realty\ Ventures\ Ltd.,\ Aasia\ Corporation$ LLP and Hinduja Properties Limited, the Promoters/ Promoter group of the Company, have expressed their intention to participate in the Buyback vide their respective letters dated December 26, 2022 and may tender such shares to the extent of their shareholding or such number of shares as may be permitted under applicable law.
 - The details of build-up of the Equity Shares that are currently held by the Promoters and Members of Promoter Group who intend to tender their equity shares in the buyback are set-out below, please refer to the notes at the end of all the

1. Ms. Harsha Ashok Hinduja; and Harsha Ashok Hinduja Jointly with Ashok Parmanand Hinduja

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
18/04/2007	Demerger#	29,193	10	10	2,91,930	29,193
19/03/2015	Gift	5,45,000	10	-	Other than cash	5,74,193
07/03/2022	Bonus Share	5,74,193	10	-	Other than cash	11,48,386
14/12/2022	Scheme of arrangement ^A	2,32,949	10	271	6,31,49,067	13,81,335

Total 2. Ms. Ambika Ashok Hinduia

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
18/04/2007	Demerger#	1,77,242	10	10	17,72,420	1,77,242
07/03/2022	Bonus share	1,77,242	10	-	Other than cash	3,54,484
14/12/2022	Scheme of arrangement^	84,400	10	271	2,28,79,573	4,38,884
	Total	A 20 00A				

3 Mr. Shom Ashok Hinduia

. Wil. Short Hinduja							
Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares	
18/04/2007	Demerger#	1,40,007	10	10	14,00,070	1,40,007	
07/03/2022	Bonus Share	1,40,007	10	-	Other than cash	2,80,014	
14/12/2022	Scheme of arrangement^	66,669	10	271	1,80,73,103	3,46,683	
	Total	3,46,683					

Mr Ashok Parmanand Hinduia - Karta of S.P. Hinduia HUE (Ric

. WI. Ashok Pamahanu nihuuja – Karta oi S.P. nihuuja nor (bigger)								
Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares		
18/04/2007	Demerger#	5,32,483	10	10	53,24,830	5,32,483		
07/03/2022	Bonus Share	5,32,483	10	-	Other than cash	10,64,966		
14/12/2022	Scheme of arrangement^	2,36,659	10	236	5,58,48,899	13,01,625		
	Total	13,01,625						

5. Mr. Ashok Parmanand Hinduja; and Ashok Parmanand Hinduja Jointly with Harsha Ashok Hinduja

		_		-		-
Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
18/04/2007	Demerger#	76,913	10	10	7,69,130	76,913
07/03/2022	Bonus Share	76,913	10	-	Other than cash	1,53,826
14/12/2022	Scheme of arrangement^	36,624	10	271	99,28,424	1,90,450
	Total	1,90,450				

6. Mr. A. P. Hinduja - Karta of A.P. Hinduja (HUF)

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
18/04/2007	Demerger#	54,327	10	10	5,43,270	54,327
07/03/2022	Bonus Share	54,327	10	-	Other than cash	1,08,654
14/12/2022	Scheme of arrangement^	25,869	10	271	70,12,843	1,34,523
	Total	1,34,523				

7. Hinduja Group Limited

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
31/03/2001	Purchase	4,81,263	10	29.11	1,40,09,566	4,81,263
31/03/2001	Purchase	15,46,362	10	290.00	44,84,44,980	20,27,625
31/03/2003	Purchase	3,32,289	10	47.00	1,56,18,691	23,59,914
28/03/2006	Purchase	95,000	10	488.33	4,63,91,350	24,54,914
29/03/2006	Purchase	97,125	10	492.70	4,78,31,149	25,52,039
31/03/2006	Purchase	8,00,410	10	15.00	1,20,14,154	33,52,449
09/10/2006	Purchase	1,25,000	10	526.02	6,57,52,500	34,77,449
10/10/2006	Purchase	75,000	10	528.71	3,96,53,250	35,52,449
09/07/2009	Purchase	2,00,000	10	285.43	5,70,86,000	37,52,449
09/07/2009	Purchase	2,00,000	10	285.43	5,70,86,000	39,52,449
29/09/2009	Purchase	3,22,280	10	521.90	16,81,97,932	42,74,729
10/11/2009	Purchase	6,25,000	10	545.93	34,12,08,749	48,99,729
11/11/2009	Purchase	2,00,000	10	545.91	10,91,83,741	50,99,729
12/11/2009	Purchase	1,25,000	10	556.67	6,95,84,771	52,24,729
15/03/2013	Purchase	5,23,812	10	275.30	14,42,05,444	57,48,541
24/06/2019	Purchase	70,000	10	637.81	4,46,46,861	58,18,541
19/03/2021	Purchase	10,40,000	10	1,210.60	1,25,90,30,554	68,58,541
05/10/2021	Purchase	60,000	10	2,851.00	17,10,72,665	69,18,541
07/03/2022	Bonus Shares	69,18,541	10	-	Nil	1,38,37,08
11/03/2022	Purchase	4,17,809	10	1,130.00	47,23,25,909	1,42,54,89
06/12/2022	Scheme of arrangement [^]	43,45,900	10	797.00	3,46,15,78,283	1,86,00,79
	Total	1,86,00,791				

8. Hinduja Group Ltd Jointly with Hinduja Realty Ventures Ltd (as demat A/c holder & Partners of Aasia Exports)

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
07/03/2022	Bonus Shares	20,14,490	10	Nil	Nil	2014490
	Total	20,14,490				

9. Hinduja Realty Ventures Limited

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
05/10/2021	Purchase	3,00,000	10	2,851.21	85,53,63,324	3,00,000
07/03/2022	Purchase	8,14,490	10	1,130.5	92,07,84,976	11,14,490
07/03/2022	Bonus Shares	3,00,000	10	-	Nil	14,14,490
11/03/2022	Purchase	6,00,000	10	1,130.48	67,82,89,709	20,14,490
21/03/2022	Purchase	6,00,000	10	1,090.46	65,42,79,454	26,14,490
06/12/2022	Scheme of arrangement^	7,90,002	10	877.63	69,33,33,601	34,04,492
	Total	34,04,492				

10. Aasia Corporation LLF

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
07/03/2022	Bonus Shares	4,17,809	10	Nil	Nil	417809
	Total	4,17,809				

11. Hinduja Properties Limited

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
06/12/2022	Scheme of arrangement^	67,569	10	1,007.62	6,80,84,211	67,569
	Total	67.560				

Equity Shares held pursuant to the Scheme of Arrangement and Reconstruction under Sections 100, 391 to 394 and other applicable provisions of the Companies Act, 1956 between HTMT Global Solutions Limited and Hinduja TMT Limited and their respective Shareholders and Creditors as sanctioned by the Hon'ble High Court of Judicature at Bombay vide Order dated February 23, 2007. ^ Equity Shares allotted pursuant to the Scheme of Arrangement between NXTDigital Limited and Hinduja Global Solutions Limited and their respective Shareholders as sanctioned by the Hon'ble National Company Law Tribunal. Mumbai Bench vide Order dated November 11, 2022.

CONFIRMATIONS FROM THE COMPANY AS PER THE PROVISIONS OF THE SEBI BUYBACK REGULATIONS AND THE ACT:

The Company confirms that:

7.1. All Equity Shares of the Company are fully paid up;

- The Company shall not issue and allot any shares or other specified securities including by way of bonus or convert any outstanding ESOPs/ outstanding instruments into Equity Shares from the date of resolution passed by the Shareholders approving the Buyback till the expiry of the Buyback period, i.e., the date on which the payment of consideration is made to the shareholders who have accepted the Buyback;
- 7.3. the Company shall not raise further capital for a period of one year from the expiry of the Buyback period, except in discharge of its subsisting obligations such as conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into Equity
- 7.4. the Company has not undertaken a Buyback of any of its securities during the period of one year immediately preceding the date of the Board Meeting;
- 7.5. the Company shall not Buyback its Equity Shares unless consequent reduction of its share capital is effected:
- 7.6. there are no defaults subsisting in the repayment of deposits accepted either before or after the commencement of the Act, interest payment thereon, redemption of debentures or interest payment thereon or redemption of preference shares or payment of dividend due to any shareholder, or repayment of any term loans or interest payable thereon to any financial institution or banking Company; In case any such default has ceased to subsist, a period of more than three years has lapsed.
- 7.7. the Company shall not use borrowed funds from banks or financial institutions in fulfilling its
- obligations under the Buyback: the Company shall not directly or indirectly purchase its Equity Shares through any subsidiary company including its own subsidiary companies, if any or through any investment company or group of investment companies;
- 7.9. the Company is in compliance with the provisions of Sections 92, 123, 127 and 129 of the Companies Act:
- 7.10. the Company shall not Buyback the locked-in Equity Shares and non-transferable Equity Shares till the pendency of the lock-in or till the Equity Shares become transferable
- 7.11. the Company shall not Buyback its Equity Shares from any person through negotiated deal whether on or off the Stock Exchanges or through spot transactions or through any private arrangement in the implementation of the Buyback;
- 7.12. the ratio of the aggregate of secured and unsecured debts owed by the Company shall not be more than twice the paid-up capital and free reserves after the Buyback, based on audited condensed standalone interim financial statements and audited condensed consolidated interim financial statements of the Company as on September 30, 2022, as prescribed under the Companies Act and rules made thereunder and SEBI Buyback Regulations;

Contd....

- 7.13. the consideration for the Buyback shall be paid only by way of cash;
- 7.14. the Buyback Size i.e., ₹1020,00,00,000 (Rupees One Thousand and Twenty Crore only) does not exceed 25% of the aggregate of the fully paid-up Equity Share capital and free reserves of the Company, as per audited condensed standalone interim financial statements and audited condensed consolidated interim financial statements of the Company as on September 30, 2022;
- 7.15. the Equity Shares proposed to be purchased under the Buyback i.e., 60,00,000 (Sixty Lacs) Equity Shares does not exceed 25% of the total number of Equity Shares in the paid-up Equity Share Capital of the Company as on the date of the Board meeting; bed under the Companies Act and rules made thereunder and SEBI Buyback Regulations;
- 7.16. the Buyback shall not result in delisting of the Equity Shares from the Stock Exchanges;
- 7.17. there is no pendency of any scheme of amalgamation or compromise or arrangement pursuant to the provisions of the Companies Act:
- 7.18. the Buyback would be subject to the condition of maintaining minimum public shareholding requirements as specified in Regulation 38 of the SEBI Listing Regulations and under the
- Securities Contracts (Regulation) Rules, 1957, as amended; 7.19. in the event of non-fulfilment of the obligations under the SEBI Buyback Regulations by the Company, the monies deposited in the escrow account in full or in part shall be forfeited and distributed pro rata amongst the security-holders who accepted the offer and balance, if any, shall
- be utilized for investor protection in accordance with SEBI Buyback Regulations 7.20. the Company shall not withdraw the Buyback after the draft letter of offer is filed with SEBI or public announcement of the Buyback is made
- 7.21. the Company shall not make any offer of buy back within a period of one year reckoned from the expiry of the Buyback period:
- 7.22. the buyback shall be completed within a period of one (1) year from the date of passing of the
- special resolution approving the buyback through postal ballot; 7.23. the Company shall comply with the statutory and regulatory timelines in respect of the Buyback in such manner as prescribed under the Companies Act and/or the SEBI Buyback Regulations and any other applicable laws;
- 7.24. the Company shall transfer from its free reserves or securities premium account and/or such sources as may be permitted by law, a sum equal to the nominal value of the Equity Shares bought back through the Buyback to the capital redemption reserve account and the details of such transfer shall be disclosed in its subsequent audited balance sheet;
- 7.25. the Equity Shares bought back by the Company will be extinguished and physically destroyed in the manner prescribed under the SEBI Buyback Regulations and the Act within 7 (seven) days of the expiry of the Buyback period;
- 7.26. as per Regulation 24(i)(e) of the SEBI Buyback Regulations, the Promoter(s), members of the Promoter Group and their associates, be advised that they shall not deal in the Equity Shares or other specified securities of the Company either through the stock exchanges or off-market transactions (including inter-se transfer of Equity Shares among the Promoter(s) and members of the Promoter Group) from the date of passing the resolution of the Shareholders till the closing of the Buyback offer

CONFIRMATIONS FROM THE BOARD

The Board of Directors of the Company hereby confirms that it has made full enquiry into the affairs and prospects of the Company and after taking into account the financial position of the Company including the projections and also considering all contingent liabilities, the Board has formed an opinion that:

- immediately following the date of the board meeting dated December 19, 2022 ("Board Meeting") and the date on which the results of the postal ballot including e- voting for the proposed Buyback will be announced, there will be no grounds on which the Company could be found unable to pay its
- 8.2. as regards the Company's prospects for the year immediately following the date of the Board Meeting and the date on which the results of the postal ballot including e-voting for the proposed Buyback will be announced, and having regard to the Board's intention with respect to the management of the Company's business during that year and to the amount and character of the financial resources which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from that date; and
- 8.3. in forming the opinion as aforesaid, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Companies Act or the Insolvency and Bankruptcy Code, 2016, as the case may be
- REPORT ADDRESSED TO THE BOARD OF DIRECTORS BY THE COMPANY'S STATUTORY 9. **AUDITORS**

The text of the report dated December 19, 2022 received from M/s. Haribhakti & Co. LLP. Chartered Accountants, the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below

Quote

"The Board of Directors

Hinduia Global Solutions Limited Hinduia House.

171, Dr. Annie Besant Road, Worli, Mumbai-400018

Independent Auditor's Report on the proposed buy-back of equity shares by Hinduja Global Solutions Limited pursuant to the requirements of Clause (xi) of Schedule I of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (the "SEBI Buy-Back Regulations")

- This report is issued in accordance with the terms of our engagement letter dated November 17, 2022 with Hinduja Global Solutions Limited (the 'Company').
- The Board of Directors of the Company, at its meeting held on December 19, 2022, have approved a proposal for buy-back of equity shares of the Company, in pursuance of the provisions of Sections 68, 69 and 70 of the Companies Act. 2013 (the "Act"), The Companies (Share Capital and Debentures) Rules, 2014 (as amended) and the SEBI Buy-Back Regulations. We have been requested by the Management of the Company to provide a report on the accompanying "Annexure A - Computation of amount of permissible capital payment towards buy-back of equity shares of the Company in compliance with Section 68(2)(c) of the Act and Regulation 4(i) of the SEBI Buy-Back Regulations (hereinafter referred to as the "Statement"), based on Special purpose condensed interim standalone and consolidated financial statements as at September 30, 2022" (collectively referred as 'interim financial statements'). This Statement has been prepared by the Management of the Company and has been initialled by us for identification purpose only.

Management's Responsibility

- The preparation of the Statement in accordance with section 68 (2) (c) of the Act and in compliance with SEBI Buy-Back Regulations, is the responsibility of the Management of the Company ('the Board of Directors' or 'the Management') including the computation of the amount of permissible capital payment, as aforesaid, the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design lementation and maintenance of 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.
- The Board of Directors of the Company is also responsible for ensuring that the Company complies with the requirement of SEBI Buy-Back Regulations, the relevant provisions of the Act, The Companies (Share Capital and Debentures) Rules, 2014 (as amended) and to make a full inquiry into the affairs and prospects of the Company and to form an opinion on reasonable grounds that the Company will be able to pay its debts and will not be rendered insolvent within a period of one year from the date of board meeting approving the buy-back of equity shares of the Company ('Board Meeting') and even from the date on which the results of the shareholders' resolution passed by way of a postal ballot including electronic voting will be declared (hereinafter referred to as the "date of the Postal Ballot Resolution") and in forming the opinion, they have taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Act or the Insolvency and Bankruptcy Code 2016. Further, a declaration is required to be signed by at least two directors of the Company in this respect in accordance with the requirements of the section 68 (6) of the Act and the SEBI Buy-Back

Regulations Auditor's Responsibility

- Pursuant to the requirements of the SEBI Buy-Back Regulations, it is our responsibility to provide reasonable assurance on the following:
 - whether we have inquired into the state of affairs of the Company in relation to the audited interim financial Statements as at and for the six months period ended September 30, 2022.,
 - whether the amount of permissible capital payment, as stated in the Statement, has been properly determined considering the interim financial statements, in accordance with section $68\,(2)\,(c)\,of\,the\,Act\,and\,Regulation\,4(i)\,of\,the\,SEBI\,Buy-Back\,Regulations; and$
 - whether the Board of Directors of the Company, in their meeting dated December 19, 2022, have formed the opinion, as specified in clause (x) of Schedule I to the SEBI Buy-Back Regulations, on reasonable grounds that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from date of the Board Meeting and even from the date of the Postal Ballot Resolution.
- The interim financial statements referred to in paragraph 2 above, which we have considered for the purpose of this report, have been audited by us, on which we have issued an unmodified audit opinion vide our reports dated December 19, 2022. Our audits of these financial statements were conducted in accordance with the Standards on Auditing, as specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India ('ICAI'), to the extent applicable. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.
- A reasonable assurance engagement involves performing procedures to obtain sufficient appropriate evidence on the point 5 above. The procedures selected depend on the auditor's judgment, including the assessment of the risks associated with the Reporting Criteria. Within the scope of our work, we have performed the following procedures:
 - a. Inquired into the state of affairs of the Company with reference to the interim financial
 - Examined draft minutes of the meetings of the Board of Directors of the Company held on December 19, 2022 and inquired if the Board of Directors of the Company, in the said meeting have formed the opinion, as specified in clause (x) of Schedule I to the SEBI Buy-Back Regulations, on reasonable grounds that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from the date of the Board Meeting and even from the date of the Postal Ballot Resolution.
 - Examined authorisation for buy-back from the Articles of Association of the Company; Examined that the amount of permissible capital payment for the buy-back as detailed in

the Statement is in accordance with the provisions of Section 68 (2) (c) of the Act and

- Traced the amounts of paid up equity share capital, retained earnings, securities premium and general reserves as mentioned in Statement from the interim financial statements;
- Verified the arithmetical accuracy of the amounts mentioned in the Statement; Examined that the ratio of secured and unsecured debt owed by the Company, if any, is not more than twice the capital and its free reserves after such buy-back of equity shares
- of the Company, as aforesaid: Examined that all the equity shares for buy-back are fully paid-up;

Regulation 4(i) of the SEBI Buy-Back Regulations;

Examined Directors' declarations for the purpose of buy-back and solvency of the

- Obtained appropriate representations from the Management of the Company
- We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) (the 'Guidance Note') issued by the ICAI. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued
- 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.

Opinion

- Based on our examination as stated above, and according to the information, explanations and representations provided to us by the Management, we report that:
- we have inquired into the state of affairs of the Company in relation to the interim financial
- the amount of the permissible capital payment towards the proposed buy-back of equity shares as computed in the Statement (attached as Annexure A), is properly determined considering the interim financial statements, in accordance with section 68(2)(c) of the Act and Regulation 4(i) of the SEBI Buy-Back Regulations; and
- the Board of Directors of the Company, in their meeting held on December 19, 2022 has formed the opinion, as specified in clause (x) of Schedule I to the SEBI Buy-Back Regulations, on reasonable grounds that the Company, having regard to its state of affairs, will not be rendered insolvent within a period of one year from the date of the Board Meeting and even from the date of the Postal Ballot Resolution.

Restriction on distribution or use

- Our work was performed solely to assist you in meeting your responsibilities with reference to compliance with the provisions of section 68, other applicable provisions of the Act read with The Companies (Share Capital and Debentures) Rules, 2014 (as amended) and the SEBI Buy-Back Regulations, pursuant to the proposed buy-back of equity shares of the Company, Our obligations in respect of this report are entirely separate from, and our responsibility and liability is in no way changed by, any other role we may have (or may have had) as auditors of the Company or otherwise. Nothing in this report, nor anything said or done in the course of or in connection with the services that are the subject of this report, will extend any duty of care we may have in our capacity
- This report is addressed to and provided to the Board of Directors of the Company solely for the purpose of enabling it to comply with the aforesaid requirements and to include this report, pursuant to the requirements of the SEBI Buy-Back Regulations in the (a) Postal ballot notice, including the explanatory statement to be annexed to the notice of the EGM pursuant to Section 102 of the Act which will be filed with the Registrar of Companies; (b) public announcement to be made to the shareholders of the Company, which will be filed with the Registrar of Companies as required by the SEBI Buy-Back Regulations, the National Securities Depository Limited and the Central Depository Services (India) Limited for the purpose of extinguishment of equity shares, the authorised dealer for the purpose of capital payment, the Securities and Exchange Board of India ('SEBI'), BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') and the Merchant Banker to the buy-back appointed by the Company, (c) draft letter of offer and the letter of offer to be filed with the Registrar of Companies, SEBI, BSE and NSE, as applicable (d) Letter of offer to be sent to the shareholders, (e) Form SH 9 as required by Section 68 and Section 70(1) of

Accordingly, this report may not be suitable for any other purpose, and therefore, should not be used, referred to or distributed for any other purpose or to any other party without our prior written consent. 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 report, or Public Announcement which includes our report, is shown or into whose hands it may come without our prior consent in writing. Haribhakti & Co. LLP shall not be liable to the Company or to any other concerned for any claims, liabilities or expenses relating to this Report, except to the extent of fees relating to this Report. We have no responsibility to update this Report for any events or circumstances occurring after the date of this Report.

For Haribhakti & Co. LLP

Chartered Accountants

ICAI Firm Registration No.103523W / W100048

Purushottam Nvati

Partner Membership No. 118970

UDIN: 22118970BFZKTS9582

Place: Mumbai Date: December 19, 2022

Enclosure:

Annexure A: Computation of amount of permissible capital payment towards buy-back of equity shares of the Company in compliance with Section 68(2)(c) of the Act and Regulation 4(i) of the SEBI Buy-Back Regulations based on Special purpose condensed interim standalone and consolidated financial statements as at September

Computation of amount of permissible capital payment towards buy-back of equity shares of the Company in compliance with Section 68 (2) (c) of the Act and Regulation 4(i) of the SEBI Buy-Back Regulations, based on Special purpose condensed interim standalone and consolidated financial statements as at September 30, 2022:

Annexure A

			All figures in ₹ cro
Particulars	Amount as per the Standalone Financial Statements	Amount as per the Consolidated Financial Statements	
a. Paid-up equity share capital as at September 30, 2022	{A}	41.80	41.80
 Free reserves as per Section 68 of Companies Act, 2013 			
Retained Earnings	{B}	3,618.57	7,128.15
General Reserve	{C}	538.98	538.98
Securities Premium	{D}	14.26	14.26
Foreign Currency Translation Reserve adjusted in retained earnings during IND AS adoption	{E}	(35.48)	(138.96)
Exchange Fluctuation on Loans	{F}	(40.27)	
Total Free Reserves as at September 30, 2022*	${G = B+C+D-E-F}$	4,096.06	7,542.43
c. Share Application Money Pending Allotment	{H}	10.69	10.69
Total of Equity paid-up capital and free reserves as at September 30, 2022	${I = A+G+H}$	4,148.55	7,594.92
Maximum amount permissible for buyback under Section 68(2)(c) of the Act read with Regulation 4 (i) of the SEBI Buy-Back Regulations, i.e., 25% of the total paid-up capital and free reserves	{J = I x 25%}	1,037.13	1,898.73

* Not Adjusted for unrealised foreign exchange gain/loss arising in the normal course of operating activities of the Company.

Notes: i. The Buy-back proposal is authorised by the article of association of the Company and has been approved by the Board of Directors at their meeting on December 19, 2022. The proposal is subject to the approval of the shareholders of the Company.

For and on behalf of the Board of Directors of Hinduja Global Solutions Limited

Authorised Signatory

Srinivas Palakodeti, Chief Financial Officer 19th December 2022

Mumbai

<u>Unquote</u>

10. RECORD DATE AND SHAREHOLDER'S ENTITLEMENT

- 10.1. As required under the SEBI Buyback Regulations, the Company has fixed Monday, March 06, 2023, as the record date (the "Record Date") for the purpose of determining the entitlement and the names of the equity shareholders who are eligible to participate in the Buyback i.e. Eligible Shareholders
- 10.2. In due course, Eligible Shareholders will receive a letter of offer in relation to the Buyback ("Letter of Offer") along with a Tender/ Offer Form indicating the entitlement of the Eligible Shareholder for participating in the Buyback. Even if the Eligible Shareholder does not receive the Letter of Offer along with a tender form, the Eligible Shareholder may participate and tender shares in the
- 10.3. The Equity Shares proposed to be bought back by the Company as part of the Buyback are divided
- i. Reserved category for Small Shareholders (defined hereinafter); and ii. General category for all other Eligible Shareholders
- 10.4. As defined in Regulation 2(i)(n) of the SEBI Buyback Regulations, a "Small Shareholder" is a shareholder of the Company who holds Equity Shares having market value, on the basis of closing price on BSE or NSE (as applicable, contingent on highest trading volume in respect of Equity Shares as on Record Date) as on the Record Date, of not more than ₹2,00,000 (Rupees Two Lakh Only).
- 10.5. In accordance with Regulation 6 of the SEBI Buyback Regulations, 15% of the number of Equity Shares which the Company proposes to buyback or number of Equity Shares entitled as per the shareholding of Small Shareholders as on the Record Date, whichever is higher, shall be reserved for the Small Shareholders as part of this Buyback.
- 10.6. On the basis of the shareholding on the Record Date, the Company will determine the entitlement of each shareholder, including Small Shareholders, to tender their Equity Shares in the Buyback. This entitlement for each Eligible Shareholder will be calculated based on the number of Equity Shares held by the respective Eligible Shareholder as on the Record Date and the ratio of the Buyback applicable in the category to which such Eligible Shareholder belongs to. The final number of Equity Shares that the Company shall Buyback from each Eligible Shareholder will be based on the total number of Equity Shares tendered by such Eligible Shareholder. Accordingly, the Company may not Buyback all of the Equity Shares tendered by an Eligible Shareholder.
- 10.7. After accepting the Equity Shares tendered on the basis of entitlement, the Equity Shares left to be bought back, if any in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in the offer by shareholders in that category, and thereafter from Eligible Shareholders who have tendered over and above their entitlem another category
- 10.8. In accordance with Regulation 9(ix) of the SEBI Buyback Regulations, in order to ensure that the same Eligible Shareholder with multiple demat accounts/ folios do not receive a higher entitlement under the small shareholder category, the Equity Shares held by such Eligible Shareholder with a common Permanent Account Number ("PAN") shall be clubbed together for determining the category (small shareholder or general) and entitlement under the Buyback. In case of joint shareholding, the Equity Shares held in cases where the sequence of the PANs of the joint

- shareholders is identical shall be clubbed together. In case of Eligible Shareholders holding physical shares, where the sequence of PANs is identical and where the PANs of all joint shareholders are not available, the Registrar to the Buyback will check the sequence of the names of the joint holders and club together the Equity Shares held in such cases where the sequence of the PANs and name of joint shareholders are identical. The shareholding of institutional investors like mutual funds, insurance companies, foreign institutional investors/ foreign portfolio investors etc. with common PAN are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are held for different schemes/ subaccounts and have a different demat account nomenclature based on information prepared by the Registrar to the Buyback as per the shareholder records received from the depositories. Further, the Equity Shares held under the category of "clearing members" or "corporate body margin account" or "corporate body - broker" as per the beneficial position data as on Record Date with common PAN are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are assumed to be held on behalf of clients.
- 10.9. The participation of the Eligible Shareholders in the Buyback is voluntary. Eligible Shareholders may opt to participate in part or in full, and receive cash in lieu of the Equity Shares accepted under the Buyback or they may opt not to participate and enjoy a resultant increase in their percentage shareholding, after the completion of the Buyback, without any additional investment. Eligible Shareholders also have the option of tendering additional shares (over and above their entitlement) and participate in the shortfall created due to non-participation of some other Eligible Shareholders, if any. If the Buyback entitlement for any shareholder is not a round number, then the fractional entitlement shall be ignored for computation of Buyback entitlement to tender Equity Shares in the
- 10.10. The maximum number of Equity Shares that can be tendered under the Buyback by any Eliqible Shareholder cannot exceed the number of Equity Shares held by such eligible shareholder as on the Record Date. In case the Eligible Shareholder holds Equity Shares through multiple demat accounts, the tender through a demat account cannot exceed the number of Equity Shares held in
- 10.11. The Equity Shares tendered as per the entitlement by the Eligible Shareholders as well as additional Equity Shares tendered, if any, will be accepted as per the procedure laid down in the SEBI Buyback Regulations. The settlement under the Buyback will be done using the mechanism notified under the SEBI Circulars.
- 10.12. Detailed instructions for participation in the Buyback (tender of Equity Shares in the Buyback) as well as the relevant timetable will be included in the Letter of Offer which will be sent in due course to the Eligible Shareholders. Eligible Shareholders which have registered their email ids with the depositories / the Company, shall be dispatched the Letter of Offer through electronic means. If Eligible Shareholders wish to obtain a physical copy of the Letter of Offer, they may send a request to the Company or Registrar to the Buyback at the address mentioned at para 13 or 14 below. Eligible Shareholders which have not registered their email ids with the depositories/ Company, the Letter of Offer shall be dispatched through physical mode

PROCESS AND METHODOLOGY FOR BUYBACK

The Buyback is open to all Eligible Shareholders / beneficial owners of the Company, i.e., the shareholders who on the Record Date were holding Equity Shares either in physical form ("Physical Shares") and the beneficial owners who on the Record Date were holding Equity Shares in the dematerialized form ("Demat Shares") (such shareholders are referred to as the ("Eligible Shareholders"). Any person who does not hold Equity Shares of our Company as on the Record Date will not be eligible to participate in the Buyback and Equity Shares tendered by such person(s) shall be rejected.

- 11.2. The Buyback shall be implemented using the "Mechanism for acquisition of shares through Stock Exchange" notified by SEBI vide SEBI Circulars and following the procedure prescribed in the Act and the SEBI Buyback Regulations, and as may be determined by the Board (including the Buyback Committee authorized to complete the formalities of the Buyback) and on such terms and conditions as may be permitted by law from time to time.
- 11.3. For implementation of the Buyback, the Company has appointed Motilal Oswal Financial Services Limited as the registered broker to the Company (the "Company's Broker") to facilitate the process of tendering of Equity Shares through the stock exchange mechanism for the Buyback and through whom the purchases and settlements on account of the Buyback would be made by the Company. The contact details of the Company's Broker are as follows:

Motilal Oswal Financial Services Limited

Address: Motilal Oswal Tower, Rahimtullah Sayani Road, Opposite Parel S.T. Bus Depot, Prabhadevi, Mumbai - 400 025

Contact Person: Krishna Sharma; Tel. No.: +91 22 7198 5473;

Email: ksharma@motilaloswal.com

Website: www.motilaloswal.com; CIN: L67190MH2005PLC153397; SEBI Registration No.: INZ000158836

11.4. The Company will request BSE Limited ("BSE"), who shall be the designated stock exchange for the purpose of this Buyback, to provide the separate acquisition window ("Acquisition Window") to facilitate placing of sell orders by Eligible Shareholders who wish to tender Equity Shares in the Buyback. The details of the Acquisition Window will be as specified by BSE from time to time

11.5. In the event the Stock Broker(s) of any Eligible Shareholder is not registered with BSE as a trading

- member/stock broker, then that Eligible Shareholder can approach any BSE registered stock broker and can register themselves by using quick unique client code ("UCC") facility through the BSE registered stock broker (after submitting all details as may be required by such BSE registered stock broker to be in compliance with applicable law). In case the Eligible Shareholders are unable to register using UCC facility through any other BSE registered stock broker, Eligible Shareholders may approach Company's Broker to place their bids, by using UCC facility after submitting requisite
- 11.6. During the tendering period, the order for selling the Equity Shares will be placed in the Acquisition Window by Eligible Shareholders through their respective stock brokers during normal trading hours of the secondary market. The stock brokers ("Seller Member(s)") can enter orders for demat shares as well as physical shares. In the tendering process, the Company's Broker may also process the orders received from the Eligible Shareholders after Eligible Shareholders have completed their KYC requirements as required by the Company's Broker. 11.7. The Buyback from the Eligible Shareholders who are residents outside India including foreign
- corporate bodies (including erstwhile overseas corporate bodies), foreign portfolio investors, nonresident Indians, members of foreign nationality, if any, shall be subject to the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any, Income Tax Act, 1961 and rules and regulations framed thereunder, as applicable, and also subject to the receipt/provision by such Eligible Shareholders of such approvals, if and to the extent necessary or required from concerned authorities including, but not limited to, approvals from the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any, 11.8. The reporting requirements for Non-Resident Shareholders under Reserve Bank of India, Foreign
- Exchange Management Act, 1999, as amended and any other rules, regulations, guidelines, for remittance of funds, shall be made by the Eligible Shareholder and/or the Seller Member through hich the Equity Shareholder places the bids 11.9. Modification / cancellation of orders and multiple bids from a single Eligible Shareholder will be
- allowed during the tendering period of the Buyback. Multiple bids made by single Eligible Shareholder for selling the Equity Shares shall be clubbed and considered as "one" bid for the purposes of acceptance. 11.10. The cumulative quantity tendered shall be made available on the website of BSE throughout the
- trading sessions and will be updated at specific intervals during the tendering period 11.11. Further, the Company will not accept Equity Shares tendered for Buyback which are under restraint
- order of the court for transfer/ sale and/or the title in respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and the duplicate share certificates have not been issued either due to such request being under process as per the
- 11.12.Procedure to be followed by Eligible Shareholders holding Equity Shares in the dematerialised form:
- 11.12.1.Eligible Shareholders who desire to tender their Equity Shares held by them in dematerialised form under the Buyback would have to do so through their respective Seller Member by indicating to the concerned Seller Member, the details of Equity Shares they intend to tender under the Buyback.
- 11.12.2.The Seller Member(s) would be required to place an order/bid on behalf of the Eligible Shareholders who wish to tender Demat Shares in the Buyback using the Acquisition Window of the Designated Stock Exchange. For further details, Eligible Shareholders may refer to the circulars issued by BSE and Indian Clearing Corporation Ltd. ("Clearing Corporation")
- 11.12.3. The relevant details including the settlement number shall be informed in the issue opening circular that will be issued by the Designated Stock Exchange and/or the Clearing Corporation
- 11.12.4. The lien shall be marked in the demat account of the Eligible Shareholders for the Equity Shares tendered in the Buyback. The details of Equity Shares marked as lien in the demat account of the Eligible Shareholders shall be provided by the depositories to the Clearing Corporation.
- 11.12.5.In case, the demat account of the Eligible Shareholders is held in one depository and clearing member pool and Clearing Corporation account is held with other depository, the Equity Shares tendered under the Buyback shall be blocked in the shareholders demat account at the source depository during the tendering period. Inter Depository Tender Offer ("IDT") instructions shall be initiated by the shareholders at source depository to clearing member pool/ Clearing Corporation account at target depository. Source depository shall block the shareholder's securities (i.e., transfers from free balance to blocked balance) and sends IDT message to target depository for confirming creation of lien. Details of shares blocked in the shareholders demat account shall be provided by the target depository to the Clearing Corporation.
- 11.12.6.For custodian participant orders for demat Equity Shares, early pay-in is mandatory prior to confirmation of order by custodian participant. The custodian participant shall either confirm or reject the orders not later than the closing of trading hours on the last day of the tendering period. Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, order modification by the concerned Selling Member shall revoke the custodian confirmation and the revised order shall be sent to the custodian again for confirmation.
- 11.12.7.Upon placing the bid, the Seller Member(s) shall provide a Transaction Registration Slip ("TRS") generated by the exchange bidding system to the Eligible Shareholder on whose behalf the bid has been placed. The TRS will contain the details of order submitted such as bid ID number, application number, Depository Participant ID, client ID, number of Equity Shares tendered, etc. 11.12.8.It is clarified that in case of Demat Shares, submission of the tender form and TRS is not

mandatory. In case of non-receipt of the completed tender form and other documents, but receipt

- of Equity Shares in the accounts of the Clearing Corporation and a valid bid in the exchange bidding system, the bid for Buyback shall be deemed to have been accepted 11.12.9.The Eligible Shareholders will have to ensure that they keep the depository participant ("DP") account active and unblocked to receive credit in case of return of Equity Shares due to rejection or due to prorated Buyback decided by the Company. Further, Eligible Shareholders will have to ensure that they keep the bank account attached with the DP account active and updated to
- receive credit remittance due to acceptance of Buyback of shares by the Company 11.13 Procedure to be followed by Eligible Shareholders holding Equity Shares in the Physical
 - In accordance with the SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/144 dated July 31 2020, the physical shareholders are allowed to tender their shares in a buyback undertaken through the tender offer route. However, such tendering shall be as per the provisions of the SEBI
- 11.13.1.Eligible Shareholders who are holding physical Equity Shares and intend to participate in the Buyback will be required to approach their respective Seller Member along with the complete set of documents for verification procedures to be carried out before placement of the bid, including

Buyback Regulations and terms of Letter of Offer.

- 11.13.2.Based on the documents mentioned in the paragraph above, the concerned Seller Member shall place an order/ bid on behalf of the Eligible Shareholders holding physical Equity Shares who wish to tender Equity Shares in the Buyback, using the Acquisition Window of BSE. Upon placing the bid, the Seller Member shall provide a TRS generated by the exchange bidding system to the Eligible Shareholder. TRS will contain the details of order submitted like Folio No., Certificate No., Distinctive No., No. of Equity Shares tendered etc.
- 11.13.3.Any Seller Member/ Eligible Shareholder who places a bid for physical Equity Shares, is required to deliver the original share certificate(s) and documents (as mentioned above) along with TRS either by registered / speed post or courier or hand delivery to the Registrar to the Buyback (at the address mentioned at paragraph 14 below) on or before the Buyback closing date. The envelope should be super scribed as "Hinduja Global Solutions Limited Buyback 2023". One copy of the TRS will be retained by Registrar to the Buyback and it will provide acknowledgement of the same to the Seller Member/ Eligible Shareholder
- 11.13.4. Eligible Shareholders holding physical Equity Shares should note that physical Equity Shares will not be accepted unless the complete set of documents are submitted Acceptance of the physical Equity Shares for Buyback by the Company shall be subject to verification as per the SEBI Buyback Regulations and any further directions issued in this regard. The Registrar to the Buyback will verify such bids based on the documents submitted on a daily basis and till such verification, the Designated Stock Exchange i.e., BSE shall display such bids as 'unconfirmed physical bids'. Once Registrar to the Buyback confirms the bids, they will be treated as 'Confirmed Bids'.
- 11.13.5.In case any Eligible Shareholder has submitted Equity Shares in physical form for dematerialisation, such Eligible Shareholders should ensure that the process of getting the Equity Shares dematerialised is completed well in time so that they can participate in the Buyback before the closure of the tendering period of the Buyback.
- 11.13.6.An unregistered shareholder holding Equity Shares in physical form may also tender their Equity Shares in the Buyback by submitting the duly executed transfer deed for transfer of shares, purchased prior to the Record Date, in their name, along with the offer form, copy of their PAN card and of the person from whom they have purchased shares and other relevant documents as required for transfer, if any

12. METHOD OF SETTLEMENT

- Upon finalization of the basis of acceptance as per SEBI Buyback Regulations: 12.1. The settlement of trades shall be carried out in the manner similar to settlement of trades in the
- 12.2. The Company will pay the consideration to the Company's Broker who will transfer the $consideration\ pertaining\ to\ the\ Buyback\ to\ the\ Clearing\ Corporation's\ Bank\ account\ as\ per\ the$
- prescribed schedule. The settlement of fund obligation for Demat Shares shall be affected as per the SEBI circulars and as prescribed by BSE and the Clearing Corporation from time to time. For Demat Shares accepted under the Buyback, such beneficial owners will receive funds payout in their bank account as provided by the depository system directly to the Clearing Corporation and in case of Physical Shares, the Clearing Corporation will release the funds to the Seller Member(s) as per secondary market payout mechanism. If such shareholder's bank account details are not available or if the funds transfer instruction is rejected by the Reserve Bank of India ("RBI")/ bank(s), due to any reasons, then the amount payable to the concerned shareholders will be transferred to the Seller Member's settlement bank account for onward transfer to such shareholders.
- 12.3. In case of Eligible Shareholder where there are specific RBI and other regulatory requirements

- pertaining to funds pay-out, which do not opt to settle through custodians, the funds pay-out would be given to their respective Seller Members settlement bank account for onward transfer to the Eligible Shareholders. For this purpose, the client type details would be collected from the depositories
- 12.4. The Equity Shares bought back in demat form would be transferred directly to the demat escrow account of the Company opened for the Buyback (the "Company Demat Account") provided it is indicated by the Company's Broker or it will be transferred by the Company's Broker to the Company Demat Account on receipt of the Equity Shares from the clearing and settlement mechanism of BSE.
- 12.5. Eligible Shareholder will have to ensure that they keep their depository participant ("DP") account active and unblocked to receive credit in case of return of Equity Shares, due to rejection or due to non/partial acceptance of shares under the Buyback. Excess Equity Shares or unaccepted Equity Shares, in dematerialised form, if any, tendered by the Eligible Shareholders would be transferred by the Clearing Corporation directly to the respective Eligible Shareholder's DP account. If the securities transfer instruction is rejected in the depository system, due to any issue then such securities will be transferred to the Seller Member's depository pool account for onward transfer to such Eligible Shareholder.
- 12.6. In the case of inter-depository, the Clearing Corporation will cancel the excess or unaccepted shares in target depository. The source depository will not be able to release the lien without a release of Inter Depository Tender Offer message from target depository. Further, release of IDT message shall be sent by target depository either based on cancellation request received from the Clearing Corporation or automatically generated after matching with Bid accepted detail as received from the Company or the Registrar to the Buyback. Post receiving the IDT message from target depository, source depository will cancel/ release excess or unaccepted block shares in the demat account of the Eligible Shareholder. Post completion of tendering period and receiving the requisite details viz., demat account details and accepted bid quantity, source depository shall debit the securities as per the communication/ message received from target depository to the extent of accepted bid shares from Eligible Shareholder's demat account and credit it to Clearing Corporation settlement account in target depository on
- 12.7. Any excess Equity Shares, in physical form, pursuant to proportionate acceptance / rejection will be returned back to the Eligible Shareholders directly by the Registrar to the Buyback. The Company is authorized to split the share certificate and issue new consolidated share certificate for the unaccepted Equity Shares in case the Equity Shares accepted by the Company are less than the Equity Shares tendered in the Buyback by Eligible Shareholders holding Equity Shares in the physical form.
- 12.8. The Seller Member(s) would issue contract note for the Equity Shares accepted under the Buyback and pay the consideration for the Equity Shares accepted under the Buyback and return the balance unaccepted Equity Shares to their respective clients/ will unblock the excess unaccepted Equity Shares. The Company Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback.
- 12.9. Eligible Shareholders who intend to participate in the Buyback should consult their respective Seller Member(s) for details of any cost, applicable taxes, charges and expenses (including brokerage), etc. that may be levied by the Seller Member upon the selling Eligible Shareholders placing the order to sell the shares on behalf of the shareholders. The Buyback consideration received by the selling Eligible Shareholders, in respect of accepted Equity Shares, could be net of such costs, applicable taxes, charges and expenses (including brokerage) and the Manager to the Buyback and the Company accept no responsibility to bear or pay such additional cost, charges and expenses (including brokerage) levied by selling members and such costs will be incurred solely by the selling Eligible Shareholders
- 12.10. The Equity Shares accepted, bought and lying to the credit of the Company Demat Account and the Equity Shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the SEBI Buyback Regulations

COMPLIANCE OFFICER

The Board at their meeting held on December 19, 2022 appointed Mr. Narendra Singh, Company Secretary and Compliance Officer of the Company, as the compliance officer for the purpose of the Buyback ("Compliance Officer"). Investors may contact the Compliance Officer for any clarifications or to address their grievances, if any, during office hours i.e. 10.00 a.m. to 5.00 p.m. on all working days except Saturday, Sunday and public holidays till the closure of the Buyback, at the following address

Company Secretary and Compliance Officer: Mr. Narendra Singh

Hinduja Global Solutions Limited

Address: Hinduja House, 171, Dr. Annie Besant Road, Worli, Mumbai - 400018, Maharashtra. Tel. No .: +91 22 6136 0407

E-mail: investor.relations@teamhgs.com **Website:** www.hgs.cx CIN: L92199MH1995PLC084610

14. REGISTRAR TO THE BUYBACK / INVESTOR SERVICE CENTRE

In case of any queries, shareholders may also contact the Registrar to the Buyback during office hours i.e. 10.00 a.m. to 5.00 p.m. on all working days except Saturday, Sunday and

▲ KFINTECH

 $\textbf{Kfin Technologies Limited} \ (\text{formally known as Kfin Technologies Private Limited})$ Address: Selenium Tower B. Plot 31-32, Financial District, Nanakramouda. Serilingampally, Hyderabad - 500 032

Toll Free No.: 18003094001 Tel. No.: +91 40 6716 2222 Email: hgsl.buyback@kfintech.com Website: www.kfintech.com Investor Grievance Email: einward.ris@kfintech.com

Contact Person: Mr. M Murali Krishna Validity Period: Permanent Fax No.: +91 40 2343 1551 SEBI Registration No.: INR000000221 CIN: L72400TG2017PLC117649

15. MANAGER TO THE BUYBACK

MOTILAL OSWAL

Motilal Oswal Investment Advisors Limited

Address: 10th Floor, Motilal Oswal Tower, Rahimtullah Sayani Road, Opposite Parel ST Depot, Prabhadevi, Mumbai-400 025, Maharashtra, India

Tel. No.: +91 22 7193 4380 E-mail: hgsl.buyback@motilaloswal.com

Website: www.motilaloswalgroup.com Contact Person: Subodh Mallva/ Kirti Kanoria

CIN: U67190MH2006PLC160583 SEBI Registration No.: INM000011005

DIRECTOR'S RESPONSIBILITY

As per Regulation 24(i)(a) of the SEBI Buyback Regulations, the Board of Directors of the Company accepts responsibility for the information contained in this Public Announcement and confirms that such document contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of Hinduja Global Solutions Limited

Anil Harish Independent Director

DIN: 00001685

Sd/-Vvnslev Fernandes Whole-time Director DIN: 02987818

Narendra Singh Company Secretary & Compliance Officer ICSI Membership No.: F4853

Date: January 30, 2023 Place: Mumbai

FORM WIN 43

BEFORE THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL COURT – IV MUMBAI BENCH

IN THE MATTER OF SHRAMIK MULTITRADE PRIVATE LIMITED (Company incorporated under the Companies Act, 1956) Petition No. CP-250/MB-IV/2021

Advertisement of notice to creditors to prove their claim Notice is hereby given to the creditors of the above-named company that they are required to submit to the Company Liquidator proofs of their respective debts or claims against the bove-named company by delivering at the office of the Company Liquidator on or before the 13th day of February, 2023, or sending by post to the Company Liquidator so as to each him not later than the said date, an affidavit proving the debt or claim in FORM WIN-44 with their respective names, addresses and particulars of debt or claim, and any title to priority under section 326/327. Any creditor who fails to submit his affidavit of proof within the time limited as aforesaid will be excluded from the benefit of any distribution of dividence

pefore his debt is proved, or, as the case may be, from objecting to such distribution. Any creditor who has sent in his proof, if so required by notice in writing from the Company Liquidator, shall either in person or by his representative, attend the investigation of such debt or claim at such time and place as shall be specified in such notice and shall produce such further evidence of his debt or claim as may be required. Dated this 31st day of January, 2023

Lalit Kumar Dangi IBBI Regn. No: IBBI/IPA-001/IP-P01821/2019-2020/12859

In the matter of Shramik Multitrade Private Limited (In Liquidation Registered Address: - 104, M.K Bhavan, 300 Shahid Bhagat Singh Road, Fort Mumbai City - 400001, Maharashtra Correspondence Address: - B-526, Chintamani Plaza, Near W.E. Highway Metro

Station, Andheri Kurla Road, Andheri (East), Mumbai- 400099 Email: - liquidator.shramikmultitrade@gmail.com, lalitkumardangi@gmail.comContact No.: - +91-9769606009

IN THE NATIONAL COMPANY LAW TRIBUNAL

AT MUMBAI BENCH

NOTICE

I Adv. Roshan A. Baig my Client Late. Smt. NAJMUNISA GULAMNABI PATHAN, a Member of the RAZA CO-OPERATIVE HOUSING SOCIETY LTD., having address at Rafi Ahmed Kidwa Marg, Sewri (W), MUMBAI- 400 015 and holding Flat No. 408/A Wing in the building of the society, died on 18th July 2006, withou making any nomination.

On behalf of my client, I hereby invite claims and objections from the heir or heirs or other claimants/objector or objectors of the transfer of the said shares and interest of the deceased member in the capital property of the society within a period of 15 days from the publication of this notice, with copies of such documents and other proofs in support of his/her/their claims/objections for transfer of shares and nterest of the deceased member in the capital / property of the society If no claims/objections are received within the period prescribed above, the society shall be free to deal with the shares and interest of the deceased member in the capital/property of the society in such manner as is provided under the bye-laws of the society. The claims objections, if any, received by the society for transfer of shares and nterest of the deceased member in the capital / property of the society shall be deal with the manner provided under the bye-laws of the society. A copy of the registered bye-laws of the society is available for inspection by the claimants/objectors, in the office of the society with the Secretary of the Society between 6.00 P.M. to 9.00 P.M. from the date of publication of the notice till the date of expiry of its For and on behalf of

Place : Mumbai. Date: 31/01/2023 Adv. Roshan A. Baig

Public Notice: Loss of ID card

This is to bring to the notice of the general public that one ID Card of **Mr Harsh** Kandhari issued by ICICI Bank ltd. having ID card no. 2231764 has been found nissing and/or lost on 28-01-2023. Anyone, who finds the said ID card, is equested to return the said ID card to the Manager Debt Services & Management Group, ICICI Bank Limited

Therefore, all the customers of ICICI Bank Limited are hereby notified not to make any payment to any unauthorised person holding the said ID card no 2231764

Please take further notice that anybody making payment to any person holding the said ID card shall do so at his/her own costs, risk and peril and ICICI Bank shall not be bound and/or responsible for any payment.

Date: 30-01-2023

For ICICI Bank Limited Place : Mumbai

Mahindra **CIE**

MAHINDRA CIE AUTOMOTIVE LIMITED

[CIN: L27100MH1999PLC121285] **Registered Office**: Suite F9D, Grand Hyatt Plaza (Lobby Level), Off Western Express Highway, Santacruz (E), Mumbai - 400 055 Tel: +91 22 62411031 | Fax: +91 22 62411030 www.mahindracie.com | email: mcie.investors@cie-

NOTICE OF POSTAL BALLOT AND E-VOTING INFORMATION Notice is hereby given that in compliance with Section 110 and other applicable provisions if any o

ne Companies Act, 2013 ("the Act"), read with Rule 20 and Rule 22 of the Companies (Managen and Administration) Rules, 2014, ("the Rules"), General circular no. 11/2022 dated 28th Decembe 022 read with earlier circulars issued in this regard viz. 14/2020, 17/2020, 22/2020, 33/2020 19/2020, 10/2021, 20/2021 and 3/2022 by the Ministry of Corporate Affairs (collectively referred to the MCA Circulars), the Company has sought consent of the Members of the Company through Posta Ballot, which shall mean **voting only by electronic means through remote e-voting facility,** fo approval to change in name of the Company from "Mahindra CIE Automotive Limited" to "CIE utomotive India Limited" and amendment to the Clause I of the Memorandum of Association of the ompany and consequential matters .

The Company has completed the dispatch of the Notice of Postal Ballot comprising of the resolution oposed for approval of the members, the explanatory statement thereto and reasons there ong-with details of Login ID and password for remote e-voting, on Monday, 30th January, 2023, only purch electronic mode on the registered email addresses of the Members, whose names appe n the Register of Members / List of Beneficial Owners received from National Securities Depository imited ("NSDL") and Central Depository Services (India) Limited ("CDSL"), as on Friday, 27th January 2023 ("cut-off date"). A person, whose name is recorded in the Register of Members of the Company not/or in the List of Beneficial Owners maintained by the Depositories as on the cut-off date shall only be entitled to cast their vote through remote e-voting. Please note that, in accordance with the MCA Circulars, printed copy of the Notice of Postal Ballot along with Postal Ballot Form and p-paid business reply envelope will not be sent to the Members. Members are required to communicate eir assent or dissent only through the remote e-voting facility.

he remote e-voting facility to enable the members to cast their vote in electronic mode is provide y the Company through the Registrar and Share Transfer Agent of the Company i.e., KFir schnologies Limited ("KFn" or "RTA"), Further, pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/ IR/P/2020/242 dated 9th December, 2020 on "e-Voting facility provided by Listed Companies", all he individual shareholders holding shares in demat mode, may cast their vote through remote evoting by way of single login credential through their demat accounts / websites of Depositories epository Participants (DPs).

The remote e-voting will commence on Wednesday, 1st February, 2023 at 9:00 a.m. (IST) and will end on Thursday, 2nd March, 2023 at 5:00 p.m. (IST) and thereafter the remote e-voting module shall be abled/blocked. The remote e-voting will not be allowed beyond the aforesaid date and time.

anner of registering e-mail address:

For Members who have not registered their e-mail address and in consequence the Notice of Posta Sallot could not be serviced, may temporarily get their e-mail address registered with the RTA, by Slicking the link: https://ris.kfintech.com/clientservices/postalballot/registration.aspx and following the egistration process as guided thereafter.

Post successful registration of the e-mail, the Members will be sent an email with link to download th rous accession registration or in e-main, the winners will be sent an emain min of common copy of Notice of Postal Ballot and the procedure for remote e-voting. The members are requested to follow instructions mentioned at Note No. 8 (B) (III) (iii) of the Notice of Postal Ballot to reset/generate new password. In case of any queries, Members may write to the RTA at evoting@kfintech.com. is clarified that for permanent registration of e-mail address, Members are requested to register the Physical Holding: Send relevant documents to the RTA along-with duly filled Form ISR 1 (pleas

follow detailed instructions in Note No. 12 and Note No. 13 of Notice of Postal Ballot) Demat Holding: By contacting respective Depository Participant ("DP") and registering e-ma address and mobile number in demat account, as per the process advised by the DR

ne Notice of Postal Ballot is also available on the website of the Company, at www.mahindracie.com nd on the website of KFin at https://evoting.kfintech.com. The same is also available on the website f BSE Limited (<u>www.bseindia.com)</u> and National Stock Exchange of India Limited (<u>www.nseindia.com)</u> here the Equity Shares of the Company are listed.

case of any queries, you may refer the Frequently Asked Questions (FAQs) for Members are voting User Manual for Members available in the download section of https://evoting.kfintech.comr call on KFin's toll free number 1800-3094-001 or can send email to evoling@kfinlech.com. An rievances connected with the remote e-voting may be addressed to Ms. Sheetal Doba, Manager orporate Registry, KFin Technologies Limited, Unit: Mahindra CIE Automotive Limited, Selenium wer B, Plot 31- 32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500 032, Contact . 040 - 6716 1511, E-mail: <u>einward.ris@kfintech.com</u>. The grievances can also be addressed to Mr. Pankaj Goyal, Company Secretary and Compliance Officer of the Company by sending e-mail to mcie.investors@cie-india.com.

ndividual Shareholders holding securities in demat mode for any technical issues related to logir hrough Depository may contact (i) NSDL by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30 and (ii) CDSL by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43 .

> For MAHINDRA CIE AUTOMOTIVE LIMITED Pankaj V. Goya Company Secretary & Compliance Office Membership No. - A29614

TATA POWER DELHI DISTRIBUTION LIMITED A Tata Power and Delhi Government Joint Venture

TATAPOWER-DDL Regd. Office: NDPL House, Hudson Lines, Kingsway Camp, Delhi 110 009 Tel: 66112222, Fax: 27468042, Email: TPDDL@tatapower-ddl.com CIN No.: U40109DL2001PLC111526, Website: www.tatapower-ddl.com

NOTICE INVITING TENDERS

TATA Power-DDL invites tenders as per following details:

Last Date & Time Estimated Availability Tender Enquiry No. of Bid Submission Cost/EMD Work Description Date and time of Documen (Rs.) Opening of bids TPDDL/ENGG/ENQ/200001506/22-23 1 76 Crs 23.02.2023:1500 Hrs 02.02.2023 Supply of Overhead Line items 2,21,000 23.02.2023;1530 Hrs TPDDL/ENGG/ENQ/200001500/22-23 31.01.2023 21.02.2023;1500 Hrs 21.02.2023;1530 Hrs Supply of Insulated Aerial Work Platform with Vehicle + Associated Tools and Training TPDDL/ENGG/ENQ/200001498/22-23 30 Lacs/ 75,000 02.02.2023 23.02.2023;1600 Hrs/ 23.02.2023;1630 Hrs

Procurement of HT & LT Hardware Items	6.68 Crs/ 6,02,000	03.02	.2023	24.02.2023;1500 Hrs/ 24.02.2023;1530 Hrs
CORRIGENDUM / TEI	NDER DA	ATE E	XTE	NTION
Tender Enquiry No. Work Description	Previou Publish Date	ned	of B	sed Due Date & Time id Submission/ Date ie of opening of bids
TPDDL/ENGG/ENQ/200001477/22-23 SITC of 66kV Switching Sub-stations alon with civil works at Narela, Bawana, Kanjhawala, Rohini-III & Rohini-IV, Delhi	9 07.11.2	022		02.2023 at 1600 Hrs/ 02.2023 at 1630 Hrs

Complete tender and corrigendum document is available on ou ebsite www.tatapower-ddl.com → Vendor Zone → Tender / Corrigendum Documents Contracts - 011-66112222

SUNIL HITECH ENGINEERS LIMITED (IN LIQUIDATION) Liquidator's Address- 106, 1st Floor, Kanakia Atrium 2, Cross Road A Behind Courtyard Marriott, Chakala, Andheri East, Mumbai - 400093

Contact: +91 9137058928: Email: auction.shel@gmail.con CORRIGEDUM TO NOTICE OF SALE DATED 29TH DECEMBER 2022 FOR EXTENSION OF E -AUCTION DATE FOR SALE OF ASSETS UNDER IBC, 2016

Extended Date and Time of Auction: O6th March 2023 (Monday)

(With unlimited extension of 5 minutes each)

Sale of Assets owned by **SUNIL HITECH ENGINEERS LIMITED (In Liquidation)** forming part o Liquidation Estate under sec 35(f) of IBC 2016 read with Regulation 33 of Liquidation Proces: Regulations. E-Auction will be conducted on "**AS IS WHERE IS", "AS IS WHAT IS BASIS"**

WHATEVER THERE IS BASIS" AND "NO RECOUSE BASIS". The Sale will be done by undersigned through e-auction service provider National E-Governance Services Limited via website https://nesl.co.in/auction-notices-under-ibc/ Amount in INF

Particulars 1 4 1 Reserve EMD Incremental price Option A: Sale of Corporate Debto Date and Time of Auction: 06th March 2023 at 11:30 A.M. to 12:30 P.M. Sale of Corporate Debtor as a whole on going concern basis including Land and Building, Plant & Machinery, Financial 24.60.00.000 2.46.00.000 50.00.000

Assets. Ongoing/upcoming Arbitration Matters Legal matters (Under regulatio 32(e) of Liquidation Regulations, 2016) Option B: Sale of Assets in parcels Date and Time of Auction: 06th March 2023 at 01:00 P.M. to 2:00 P.M. Assignment of not readily realisable assets - identified ongoing and upcoming 50,00,000 5.00.000 arbitration matters and other litigations with Hon'ble NCLT Assignment of not readily realisable Offers are invited from Bidders for assets- Contract Receivables with al

Litigation

 Bidding in both the options shall be allowed on submission of EMD for each Option/lot • If Highest bidder under Option A offers bid value as mentioned in point above, H1 bidder under Option A shall be declared as the successful bidder and E-auction under Option B shall stand cancelled. Else the Highest bidders in respective lots under Option B shall be declared as the successful bidders

ast date for Submission of : 20th February 2023 (Monday)

Rights and Interests including Rights of

02nd March 2023 (Thursday) Last date of EMD submission : 04th March 2023 (Saturday) up to 5:00 PM

Date and time of E-Auction : 06th March 2023 (Monday) at 11:30 A.M. to 2:00 P.M. Note : The detailed Terms & Conditions, E-Auction Bid Document, Declaration & other details o online auction sale are available on <u>https://nesl.co.in/auction-notices-under-ibc/</u> and website of Sunil Hitech Engineers Limited <u>https://sunilhitech.com</u>

In case of any clarifications, please contact the undersigned at auction.shel@gmail.com

Date: 31st January 2023 Place: Mumbai

As Liquidator of Sunil Hitech Engineers Limited vide order dated 25th June 2019 IP Registration No.IBBI/IPA-001/IP-P00017/2016-17/1004

Avil Meneze

assignment of not readily realizable

assets under Regulation 37A of The IBBI

Liquidation Process Regulations, 2016.

Authorization for Assignment valid till 08th December 2023 Address: 106, 1st Floor, Kanakia Atrium 2, Cross Road A, Behind Courtyard Marriott, Chakala, Andheri East, Mumbai - 400093 Email: auction.shel@gmail.com

COMPANY PETITON NO 196/MB/2022 CONNECTED WITH COMPANY SCHEME APPLICATION NO 50/MB/2022 In the matter of the Companies Act, 2013: AND

> In the matter of Section 230 to 232 of the Companies Act. 2013 and other applicable provisions of the Companies Act, 2013; AND In the matter of Scheme of Amalgamation and Arrangement between Mars Hotels And Resorts
> Private Limited ('First Petitioner Company' or

> 'Transferor Company 1' or 'MHRPL'), Vrihis Properties Private Limited ('Second Petitioner Company' or 'Transferor Company 2' or 'VPPL' and Kairos Property Managers Private Limited ('Third Petitioner Company' or 'Transfered Company' or 'Demerged Company' or 'KPMPL' and Striton Properties Private Limited ('Four Petitioner Company' or 'Resulting Company' or 'SPPL') and Aerobode One Private Limite ('Fifth Petitioner Company' or 'Resulting Company 2' or 'AOPL') and Parthos Properties Private Limited ('Sixth Petitioner Company' o Resulting Company 3' or 'PPPL')

Their Respective Shareholders Mars Hotels And Resorts Private Limited

CIN: U55101MH1994PTC081092 ... First Petitioner Company / Transferor Company No.1 /MHRP rihis Properties Private Limited

CIN: U70100MH2016PTC274219 .. Second Petitioner Company / Transferor Company No.2 / VPP Kairos Property Managers Private Limited CIN: U74999MH2017PTC292512

.Third Petitioner Company / Transferee Company / Demerged Company /KPMPI Striton Properties Private Limited

CIN: U70109MH2021PTC365237 Fourth Petitioner Company / Resulting Company 1 / SPPI

Aerobode One Private Limited CIN: U55209MH2020PTC339721 .. Fifth Petitioner Company / Resulting Company 2 / AOPI

Parthos Properties Private Limited CIN: U70109MH2021PTC365235 .Sixth Petitioner Company / Resulting Company 3 /PPP

NOTICE FOR HEARING OF PETITION

The Joint Petition under Sections 230 to 232 of the Companies Act, 2013 for the sanction of Merger and Demerger embodied in the Scheme of Arrangement and Amalgamation between Mars Hotels And Resorts Private Limited ('First Petitioner Company' or 'Transferor Company 1' or 'MHRPL'), Vrihis Properties Private Limited (Second Petitioner Company or Transferor Company 2' or VPPL) and Kairos Propert Managers Private Limited (Third Petitioner Company' or Transferee Company' o Demerged Company' or 'KPMPL') and Striton Properties Private Limited ('Fourth er Company or 'Resulting Company 1' or 'SPPL') and Aerobode One Privat imited ('Fifth Petitioner Company' or 'Resulting Company 2' or 'AOPL') and Partho: Properties Private Limited ('Sixth Petitioner Company' or 'Resulting Company 3' or PPPL') and their respective shareholders were presented by the said Petitioner Companies on 06th Day of October, 2022 and it was admitted by the National Compan aw Tribunal, Mumbai Bench (Hon'ble Tribunal) on 20th Day of January 2023 and xed for final hearing before the Hon'ble Tribunal taking Company matters on 24th February 2023 forenoon or soon thereafter.

Any one desirous of supporting or opposing the Joint Petition should send notice of his intention signed by him or his advocate not later than two days before the date fixed for the final hearing of the Joint Petition to the Petitioner's Advocate having his office situated at: Raiesh & Co., Advocate for Petitioners, office no-16. Oriental building 30, Nagindas Master Road, Opposite Welcome Hotel, Fort, Mumbai 400001 Maharashtra, India, the grounds of opposition or a copy of affidavit shall be furnished with the notice. A copy of the Joint Petition will be furnished by the Petitioner's dvocate to any person requiring the same on payment of the prescribed charges

Dated: 24th Day of January, 2023

Rajesh & Co. Advocate for petitioners

PUBLIC NOTICE

This Notice is hereb rease take notice that under an agreement to ermanent alternative accommodation dated 9.03.2016, Shri Jayant Jethalal Modi, Mr takesh Jayant Modi and Mr. Hitesh Jayan Modi as the owners agreed to allot Flat No. 502 admeasuring 1087.48 sq. feet carpet area or 5th Floor of Modi House, Bajaj Cross Road andivali West, Mumbai-400067 constructe n plot bearing plot No. 48-A, 48-B CTS No 37, 337/3 and 337/4 of village Poisar MSD to imt. Jayshree Jayant Modi as the tenant; he said Smt. Javshree J. Modi died o M/S. SHAN TRADERS.

14.02.2017 leaving behind Shri Jayant Jethala Modi, Mr. Rakesh Jayant Modi and Mr. Hites any right, title, benefit and /or interest ayant Modi as her only legal heirs an By and under release deed dated 16.05.2018 he said Shri Jayant Jethalal Modi and Mr Rakesh Javant Modi released their respectiv share, right, title and interest in the said flat of deceased Smt. Jayshree J. Modi in favour of Mr. litesh J. Modi; Jnder a supplement agreement dated 28.05.2018 executed between the said Shri Jayant Jethalal Modi, Mr. Rakesh Jayant Modi and Mr. Hitesh Javant Modi as the owners and

and wir. Thiesin Jayant wood as the owners and Mr. Hitesh J. Modi as the purchaser, the area o the said flat was amended from 1087.48 sq. fee carpet area to 1115 sq. feet carpet area; ly and under an agreement for sale dated 1.07.2019, the said Mr. Hitesh Jayant Modi as ne Vendor sold, assigned and transferred hi ight, title and interest in the said flat to Mr evant Jethalal Modi and Mrs. Bhavna Hites Modi as the purchasers on the terms and conditions and for the consideration therein

PUBLIC NOTICE

ontained; o public notice was/were issued with respe the said flat inviting claims and objection om the general public at that time: Now, the said Mr. Jayant J. Modi and Mrs Bhavna Hitesh Modi intend to sell, assign and

ransfer their right, title and interest in the said

at together with the shares issued by the ociety to proposed purchasers who intend to court the said flat by obtaining bank loan; Any person having any objection and/or claim n the said flat and/or the said shares whether by way of mortgage, charge, gift, trust possession, inheritance or otherwise owsoever is hereby required to make the ame known in writing together with supportin ocuments to the undersigned within 14 day om the date of publication hereof otherwise a such claims, if any, shall be considered as waived and my clients will complete the legal ormalities of sale of the said flat in favour of the roposed purchasers in accordance with lav ithout any further notice in this regard.

ated this 31st day of January 2023.

Adv. Mukesh M Thakkaı

Laxminaravan Lane

Mobile: 9892455255

Office: B/1, Ground Floor

Opp. Laxminaraya Temple

Email: advmmt@gmail.com

Kandivli West, Mumbai-400067

lients MR. SHAJAD FIROZALI MAMDANI & MR. NAWROZ FIROZALI MAMDANI, intends to Purchase the property more particularly mentioned in the schedule written hereunder and in that respect entering into Agreement with MR. NAUSHAD alias NAUSHAD ALI BAHADUR ALI BHAYANI Of

Any/all person's having or claimin

whatsoever in respect of the said property mentioned in the schedule any part thereof, by way of transfer convevance, sale, exchange mortgage, Hire Purchase agreement charge, gift, lease, trust, possession nheritance lien easement bequest by any order, judgment or decree of the court or tribunal or otherwise howsoever, is/ are hereby required to make the same known in writing along with notarized true copies of all the documents in support of the claim, to and at the office of the undersigned within a period of SEVEN(07) days from the date of publication hereof, failing which all such claims, right, title, benefits and/or interest, if any, considered, to have been waived and/or abandoned.

Schedule of Property: - Property peing "SHOP No. A/17 admeasuring 485 Sq. ft Built up on the Ground Floor in MANGAL ORCHID with all right, title and interest comprised in Share Certificate No.105 bearing Distinctive Nos. 521 to 525 (both inclusive) issued by MANGAL
ORCHID CO-OPERTATIVE HOUSING SOCIETY LTD. & SHOP No. A/18, admeasuring 35,35 Sq. mtr. Built up on the Ground Floor in MANGAL ORCHID with all right, title and interest comprised in Share Certificate No.106 bearing Distinctive Nos. 526 to 530 (both inclusive) issued by MANGAL ORCHID CO-OPERTATIVE HOUSING SOCIETY LTD..., situated at Plot no. 60/2, CTS No. 1115 of Village -Versova, Yari Road Andheri West Mumbai - 400 061 within the Registration Sub District of Mumbai Suburban Dated this 31st day of January, 2023.

Sd/-_awyalist Associates Advocates, High Court, Office No. 17. 3rd Floor, Hi-Life Mall, P.M. Road, Near Railway Station Santacruz (West) Mumbai- 400054 Tel. No.: 35972316. Mob.: 9892429892



■ Date : 30th January, 2023

Place : Pune















HINDUJA GLOBAL SOLUTIONS LIMITED

Corporate Identification Number: L92199MH1995PLC084610 Registered Office: Hinduja House, 171, Dr. Annie Besant Road, Worli, Mumbai - 400018, Maharashtra. Tel No.: +91 22 6136 0407 | E-mail: investor.relations@teamhgs.com | Website: www.hqs.cx | Contact Person: Narendra Singh, Company Secretary & Compliance Officer

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF HINDUJA GLOBAL SOLUTIONS LIMITED FOR THE BUYBACK OF EQUITY SHARES THROUGH THE TENDER OFFER ROUTE UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED, FROM TIME TO TIME

THIS PUBLIC ANNOUNCEMENT (THE "PUBLIC ANNOUNCEMENT") IS BEING MADE IN RELATION TO THE BUYBACK (AS DEFINED HEREINAFTER) OF EQUITY SHARES (AS DEFINED HEREINAFTER) OF HINDUJA GLOBAL SOLUTIONS LIMITED THROUGH THE TENDER OFFER PROCESS PURSUANT TO THE PROVISIONS OF REGULATION 7(I) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED (THE "SEBI BUYBACK REGULATIONS") AND CONTAINS THE DISCLOSURES AS SPECIFIED IN SCHEDULE II READ WITH SCHEDULE FOF THE SEBIBUYBACK REGULATIONS.

OFFER FOR BUYBACK OF UPTO 60.00.000 (SIXTY LAKH) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF ₹10 (RUPEES TEN ONLY) EACH OF HINDUJA GLOBAL SOLUTIONS LIMITED AT A PRICE OF ₹1,700 (RUPEES ONE THOUSAND AND SEVEN HUNDRED ONLY) PER EQUITY SHARE, PAYABLE IN CASH, ON A PROPORTIONATE BASIS THROUGH THE TENDER OFFER ROUTE USING THE STOCK EXCHANGE MECHANISM

Certain floures contained in this Public Announcement, including financial information, have been subject to rounding-off adjustments. All decimals have been rounded off to 2 (two) decimal points. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row.

- DETAILS OF THE BUYBACK OFFER AND BUYBACK PRICE The Board of Directors of Hinduja Global Solutions Limited (the "Company") at its meeting held on December 19, 2022. ("Board Meeting") has, subject to the approval of the Members of the Company by way of a special resolution and subject to such approvals of regulatory and/or statutory authorities as may be required under applicable laws, approved the buyback of up to 60,00,000 (Sixty Lakh) Equity Shares having face value of ₹10 each (Rupees Ten only) ("Equity Shares") from the equity shareholders/beneficial owners of Equity Shares including promoters and members of the promoter group of the Company as on March 06, 2023 (the "Record Date") (for further details in relation to the Record Date, refer to Paragraph 10 of this Public Announcement), on a proportionate basis, through the "Tender Offer" process, and in accordance with Article 84 of the Articles of Association of the Company and pursuant to the provisions of Sections 68, 69, 70, 108, 110 and all other applicable provisions, if any, of the Companies Act; 2013, as amended (the "Act" or "Companies Act") read with the Companies (Share Capital and Debentures) Rules, 2014, the Companies (Management and Administration) Rules, 2014 and other relevant rules made thereunder, each as amended from time to time, and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended (the "SEBI Listing Regulations") and in compliance with the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 as amended (the "SEBI Buyback Regulations"), and any statutory modification(s) or re-enactment thereof, for the time being in force and, subject to such other approvals, permissions, consents, sanctions and exemptions of Reserve Bank of India ("RBI"). Securities and Exchange Board of India ("SEBI"), the stock exchanges on which the Equity Shares of the Company are listed i.e. BSE Limited and National Stock Exchange of India Limited (the "Stock Exchanges"), Ministry of Corporate Affairs/ Registrar of Companies. Maharashtra at Mumbai (the "ROC") and/ or other authorities, institutions or bodies (together with RBI, SEBI, Stock Exchanges and ROC the "Appropriate Authorities"), as may be necessary and subject to such conditions, alterations, amendments and/or modifications as may be prescribed or imposed by the Appropriate Authorities while granting such approvals, permissions, consents, sanctions and exemptions which may be agreed by the Board of Directors of the Company, ("Board"), which term shall be deemed to include the Committee of the Board and/ or officials, which the Board may constitute/ authorize to exercise its powers, including the gowers conferred by this resolution), approved the Buyback by the Company of its fully paid-up equity shares having a face value of €10 (Rupees Ten only) each ("Equity Shares"), for an amount not exceeding ₹1,020 crore (Rupees One Thousand and Twenty Crore only), excluding any expenses incurred or to be incurred for Buy-back viz. brokerage costs, advisor's fees, intermediaries fees, public announcement publication fees, filing fees, printing and dispatch expenses, turnover charges, applicable taxes inter-alia including buyback taxes payable under the income Tax Act, 1961, securities transaction tax, goods and services tax (if any), stamp duty and other incidental and related expenses, and charges etc. ("Transaction Costs") (such amount hereinafter referred to as the "Buyback Size"), being 24,59% and 13,43% of the aggregate of the fully paid-up equity share capital and free reserves of the Company as per audited condensed standalone interim financial statements and audited condensed consolidated interim financial statements of the Company as on September 30, 2022 of the Company respectively, at a Buyback price not exceeding ₹1.700 (Rupees One Thousand and Seven Hundred only) per Equity Share ("Buyback Price"), payable in cash (hereinafter referred to as the "Buyback"); 1.2. Since the Buyback is more than 10% of the total paid-up equity share capital and free reserves of the Company, in terms
- of Section 68(2)(b) of the Act, the Board had sought approval of the shareholders of the Company for the Buyback, by way of a special resolution
- Postal ballot notice dated December 26, 2022 (the "Postal Ballot Notice") was sent to the shareholders of the Company for seeking approval by way of a special resolution
- The shareholders approved the proposal of Buyback of Equity Shares on January 25, 2023 and the results of the postal ballot were announced on January 27, 2023.
- 1.5. Subsequent to the approval by the shareholders through the postal ballot, a Committee of the Board, which the Board has constituted/authorized to exercise its powers in relation to the Buyback (the "Buyback Committee") in its meeting held on January 27, 2023 has determined the final Buyback price of ₹1,700 (Rupees One Thousand and Seven Hundred Only) per Equity Share ("Buyback Price"). The Company will Buyback upto 60,00,000 (Sixty Lakh only) Equity Shares. constituting 14.36% and 11.42% of the total number of the Equity Shares in the paid-up Equity Share capital of the Company as on September 30, 2022 and as on January 25, 2023 (being the date of the Shareholders' Resolution) respectively, at the Buyback Price for an amount of upto ₹1,020 crore (Rupees One Thousand and Twenty Crore only) excluding the Transaction Costs ("Buyback Size"), on a proportionate basis from the Eligible Shareholders through the ender offerroute, in accordance with Regulation 4(iv)(a) of the SEBI Buyback Regulations and the Act, as amended
- The Buyback is subject to receipt of any approvals, permissions, and sanctions of statutory, regulatory or governmental authorities as may be required under applicable laws, including SEBI and the Stock Exchanges.
- 1.7. The Buyback will be undertaken on a proportionate basis from the Eligible Shareholders as on the Record Date. provided that 15% (fifteen percent) of the number of Equity Shares proposed to be bought back or number of Equity Shares entitled as per the shareholding of small shareholders as defined in the SEBI Buyback Regulations ("Small Shareholders") as on the Record Date, whichever is higher, shall be reserved for the Small Shareholders.
- The Buyback Size is 24,59% and 13,43% of the total paid-up Equity Share capital and free reserves of the Company based on the audited condensed standalone interim financial statements and audited condensed consolidated interim financial statements of the Company respectively as at September 30, 2022 (being the date of the latest available audited standalone and consolidated financial statements of the Company).
- The Equity Shares of the Company are currently lixled on the Stock Exchanges.
- 1.10. The Buyback shall be undertaken on a proportionate basis from the Eligible Shareholders through the tender offer route prescribed under the SEBI Buyback Regulations. Additionally, the Buyback shall be implemented by the Company using the "Mechanism for acquisition of shares through Stock Exchange" as specified by SEBI vide circular bearing number CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with circular bearing number CFD/DCR2/CIR/P/2016/131 dated December 9, 2016 and read with circular CFD/DCR-II/CIR/P/2021/615 dated August 13, 2021 including any amendments thereof ("SEBI Circulars"). In this regard, the Company will request BSE Limited to provide a separate acquisition window to facilitate placing of sell orders by the Eligible Shareholders who wish to tender Equity Shares in the Buyback. For the purposes of the Buyback, BSE Limited is appointed as the designated stock exchange ("Designated Stock Exchange"). Once the Buyback is concluded, all Eguity Shares purchased by the Company in the Buyback will be extinguished in terms of the SEBI Buyback Regulations.
- 1.11. In terms of the SEBI Buyback Regulations, under tender offer route, the Promoters and Promoter Group have an option to participate in the Buyback. In this regard, Harsha Ashok Hinduja Jointly with Ashok Pamranand Hinduja, Ms. Harsha Ashok Hinduja, Ms. Ambika Ashok Hinduja, Mr. Shom Ashok Hinduja, Mr. Ashok Parmanand Hinduja - Karta of S.P. Hinduja HUF (Bigger), Mr. Ashok Panmanand Hinduja Jointly with Harsha Ashok Hinduja, Mr. Ashok Parmanand Hinduja, A.P. Hinduja - Karta of A.P. Hinduja (HUF), Hinduja Group Limited, Hinduja Group Ltd. Jointly with Hinduja Realty Ventures Ltd. (as demat A/c holder & Partners of Aasia Exports), Hinduja Realty Ventures Ltd., Aasia Corporation LLP and Hinduja Properties Limited, the Promoters/ Promoter Group of the Company, have expressed their intention to participate in the Buyback vide their letters dated December 26, 2022 and may tender such shares to the extent of their shareholding or such number of shares as may be permitted under applicable law.
- 1.12. The number of Equity Shares that can be bought back during the financial year shall not exceed 25% of the total number of Equity Shares in the paid up Equity Shares of the Company in terms of the Act. Accordingly, the number of Equity Shares that can be bought back during the financial year cannot exceed 1.31.30.071 Equity Shares being 25% of 5,25,20,285° Equity Shares of face value of ₹10 (Rupees Ten Only) each, being the outstanding number of fully paid-up Equity Shares of the Company as on January 25, 2023 (being the date of the Shareholders' Resolution). Since the Company proposes to buy back up to 60,00,000 Equity Shares, the same is within the aforesaid limit.
- "It may be noted that subsequent to the allotment of Equity Shares pursuant to the Scheme of Arrangement on November 25, 2022 and pursuant to exercise of Stock Options on December 21, 2022, the paid up equity capital of the Company increased to 5,25,20,285 Equity Shares.
- 1.13. Pursuant to the proposed Buyback and depending on the response to the Buyback, the voting rights of the Promoters in the Company may increase or decrease from their existing shareholding in the total equity capital and voting rights of the Company. The Promoters of the Company are already in control over the Company and therefore such further increase or decrease in voting rights of the Promoters will not result in any change in control over the Company.
- 1.14. Participation in the Buyback by Elioble Shareholders may trigger tax on distributed income in India and such tax is to be discharged by the Company as per the procedure laid down in the applicable provisions of the Income Tax Act, 1961 read with any applicable rules framed thereunder. The transaction of Buyback is subject to securities transaction tax in India. Participation in the Buyback by non-resident Eligible Shareholders may trigger capital gains tax in the hands of such shareholders in their country of residence. In due course, Eligible Shareholders will receive a letter of offer, which will contain a more detailed note on taxation. However, in view of the perfocularized nature of tax consequences, the Eligible Shareholders are advised to consult their own legal, financial and tax advisors prior to participating in the Buyback.
- 1.15. The Buyback from Eligible Shareholders who are persons resident outside India, including the foreign portfolio investors, anstwhile overseas corporate bodies and non-resident Indians, etc., shall be subject to such approvals if, and to the extent necessary or required from the concerned authorities including approvals from the RBI under the Foreign Exchange Management Act, 1999, as amended and the rules, regulations framed thereunder, if any and such approvals shall be required to be taken by such non-resident shareholders.
- 1.16. Acopy of this Public Announcement is available on the Company's website (www.hgs.cx) and is expected to be available on the website of the SEBI (www.sebi.gov.in) during the period of the Buyback and on the website of the Stock Exchanges at (www.bseindia.com) and (www.nseindia.com),
- NECESSITY FOR THE BUYBACK
 - The Buyback is being undertaken by the Company to return surplus funds to its equity shareholders, which are over and above its capital requirements and strategic plans in the medium term, in an expedient, efficient and cost effective manner. The Buyback is being undertaken with following objectives:
- The Buyback will help the Company to distribute surplus cash to its shareholders holding Equity Shares broadly in oportion to their shareholding, thereby, enhancing the overall return to the shareholders.
- The Buyback, which is being implemented through the 'tender offer' route as prescribed under the SEBI Buyback Regulations, would involve a reservation of 15% of the Buyback Offer Size for Small Shareholders. The Company believes that this reservation of 15% for Small Shareholders would benefit a large number of the Company's public shareholders, who would get classified as "Small Shareholders" as per Regulation 2(i)(n) of the SEBI Buyback Regulations;
- The Buyback would help in improving financial ratios like earnings per share, return on capital employed and return on equity, by reducing the equity base of the Company; and
- The Buyback gives the Eligible Shareholders the choice to either (i) participate in the Buyback and receive cash in lieu of their Equity Shares which are accepted under the Buyback or (ii) not to participate in the Buyback and get a resultant Increase in their percentage shareholding in the Company, post the Buyback, without additional investment.
- MAXIMUM AMOUNT REQUIRED UNDER THE BUYBACK, ITS PERCENTAGE OF THE TOTAL PAID-UP EQUITY SHARE CAPITAL AND FREE RESERVES AND THE SOURCES OF FUNDS FROM WHICH THE BUYBACK WOULD
- **BEFINANCED** The maximum amount required for Buyback will not exceed ₹1,020 crore (Rupees One Thousand and Twenty Crore only)

- excluding Transaction Costs incurred or to be incurred for the Buyback. The maximum amount mentioned aforesaid is 24,59% and 13,43% of the aggregate of the fully paid-up equity share capital and free reserves of the Company, based on the audited condensed standalone interim financial statements and audited condensed consolidated interim financial statements of the Company as at September 30, 2022, respectively (being the latest audited standarone and consolidated financial statements available as on the Board Meeting Date), which is within the prescribed limit of 25%.
- The Buyback would be financed out of Free Reserves of the Company. The Company shall transfer from its Free Reserves or securities premium account and/or such sources as may be permitted by law, a sum equal to the nominal value of the Equity Shares bought back through the Buyback to the Capital Redemption Reserve Account and the details of such transfer shall be disclosed in its subsequent audited balance sheet. The payments shall be made out of the Company's current surgius and/or cash balances and/or current investments and/or cash available from internal resources of the Company from time to time at its absolute discretion. The Company confirms that as required under Section 68(2)(d) of the Act, the ratio of the aggregate of secured and unsecured debts owed by the Company shall be not more than twice the paid-up Equity Share capital and Free Reserves after the Buyback and that it has got sufficient source to pay off the consideration towards the Buyback and would not borrow funds for the said purpose

BUYBACK PRICE AT WHICH SHARES ARE PROPOSED TO BE BOUGHT BACK AND BASIS OF DETERMINING THE BUY BACK PRICE

- The Equity Shares of the Company are proposed to be bought back at the price of ₹1,700/- (Rupees One Thousand and Seven Hundred only) per Equity Share. The Buyback Price has been arrived at after considering various factors including but not limited to (i) the share price benchmarks on the NSE, the stock exchange where the maximum volume of tracing in the Equity Shares is recorded, and BSE, the other stock exchange where the Company is listed (ii) the net worth of the Company, and (iii) impact of Buyback on the earnings per Equity Share.
- a premium of 28.87% and 29.61% over the volume weighted average market price of the Equity Shares on NSE and BSE, respectively, during the three months period preceding December 14, 2022 (being the date of intimation to the Stock Exchanges regarding Board Meeting date to consider the proposal of the Buyback ("Intimation Date");
- premium of 25.29% and 25.32% over the volume weighted average market price of the Equity Shares on NSE and BSE. respectively, during the two weeks preceding the Intimation Date; a premium of 25.53% and 25.64% over the closing prices of the Eguity Shares on NSE and BSE respectively as on
- December 14: 2022 being the Intimation Date: a premium of 21.19% and 20.91% over the closing prices of the Equity Shares on NSE and BSE respectively as on December 19, 2022 (being the date of Board of Directors meeting to approve the Buyback)
- MAXIMUM NUMBER OF SHARES THAT THE COMPANY PROPOSES TO BUY BACK

The Company proposes to buyback upto 60,00,000 (Sixty Lakh) fully paid up Equity Shares, which is within 25% of total number of outstanding Equity Shares of the Company, representing 14.36% and 11.42% of the total number of Equity Shares in the total paid up Equity Share capital of the Company as on September 30, 2022 and as on the date of this

- DETAILS OF SHAREHOLDING OF PROMOTER AND PROMOTER'S GROUP, DIRECTORS, KEY MANAGERIAL PERSONNEL AND PERSON ACTING IN CONTROL AND DETAILS OF TRANSACTIONS IN THE EQUITY SHARES OF THE COMPANY AND INTENTION TO PARTICIPATE IN THE BUYBACK
- 6.1. The aggregate shareholding of the Promoter and Promoter Group of the Company (the "Promoter and Promoter Group"), Directors, Key Managerial Personnel and person in control of the Company, in the Company as on the date of the Board Meeting (i.e. December 19, 2022) and as on the date of the postal ballot notice (i.e. December 26, 2022) is given below.

Details of shareholding of the Promoter and Promoter Group and person in control of the Company:

Sr. No.	Name of Shareholder	Category	Number of Equity Shares held	% of Shareholding
1	Harsha Ashok Hinduja Jointly with Ashon Parmanand Hinduja	Promoter	13,39,995	2.55
2	Harsha Ashok Hinduja	Promoter	41,340	0.08
3	Ambika Ashok Hinduja	Promoter Group	4,38,884	0.84
4	Shom Ashok Hinduja	Promoter Group	3,46,683	0.66
5	Ashok Parmanand Hinduja, Karta of S.P. Hinduja HUF (Bigger)	Promoter Group	13,01,625	2.48
6	Ashok Parmanand Hinduja Jointly with Harsha Ashok Hinduja	Promoter Group	1,12,203	0.21
7	Ashok Parmanand Hinduja	Promoter	78,247	0.15
8	A.P. Hinduja, Karta of A.P. Hinduja (HUF)	Promotes Group	1,34,523	0.26
9	Vince S. Hinduja	Promoter Group	1,41,515	0.27
10	Shance S. Mukhi	Promoter Group	2,213	0.00
11	Hinduja Group Limited	Promoter	1,86,00,791	35.44
12	Hinduja Group Ltd. Jointly with Hinduja Realty Ventures Ltd. (as demat A/c holder & Partners of Aasia Exports)	Promoter Group	20,14,490	3.84
13	Hinduja Realty Ventures Limited	Promoter Group	34.04.492	6.49
14	Aasia Corporation LLP	Promoter Group	4,17,809	0.80
15	Hinduja Properties Limited	Promoter Group	67,569	0.13
16.	Amas Mauritus Limited	Promoter Group	65,29,371	12.44
17	Hinduja Finance Limited	Promoter Group	3±3	0.00
	Total		3,49,71,750	66,63

Note: The Company has allotted 38790 Equity shares pursuant to usercise of ESOPs, on December 21, 2022 and accordingly, only percentage shareholding of Promitter and Promoter Group changed from 66,63% to 66,59%.

Details of shareholding of the Directors of Companies which are a part of the Promoter and Promoter Group, as on the date of the Board Meeting (i.e. December 19, 2022) and the date of Postal Ballot Notice (i.e. December 26, 2022):

Sr. No.	Name of Directors	Number of Equity Shares held	% of Shareholding	Name of the Company(les)
1.	Mr. Ashak Parmanand Hinduja*	1,90,450	0.36	Hinduja Group Limited Hinduja Realty Ventures Limited Hinduja Finance Limited

Held through multiple Demar Accounts as indicated in the table above. Mr. Ashok P. Hinduja is also a director in Hinduja Group Limited, Minduja Ready Ventures Limited and Hinduja Finance Limited, being companies forming part of the Promoter and Promoter Group.

Details of shareholding of the Directors and Key Managerial Personnel of the Company as on the date of the Board Meeting (i.e. December 19, 2022) and the date of Postal Ballot Notice (i.e. December 26, 2022):

Sr. No.	Name of Directors/ Key Managerial Personnel	Designation	Number of Equity Shares held	% of Shareholding
1,	Mr. Ashok Parmanand Hinduja	Chairman (Non- executive Director)	1,90,450	0.36
2	Dr. Ganesh Natarajan	Independent Director	1,158	0.00
3	Mr. Partha DeSarkar	Whole-time Director	1,00,836	0.19
4	Mr. Srinivas Palakodeti	Chief Financial Officer	38,474	0.07
П	Total		3.30,918	0.62

- 6.2. The persons mentioned in sub clause 6.1 or any other of the promoters; members of the promoter group, Directors, Key Managerial Personnel, directors of the promoters/ members of the promoter group, where such promoter is a Company and of persons who are in control of the Company have not purchased or sold any shares of the Company during a period of six months preceding the date of the Board Meeting at which the Buyback was approved (i.e. December 19, 2022) and the date of the postal ballot notice (i.e. December 26, 2022). However, pursuant to the Scheme of Arrangement between NXTDigital Limited ("NDL") and the Company and their respective shareholders, the person mentioned in sub-clause 6.1 who were holding Equity Shares of NDL have been allotted equity shares of the Company on November 25, 2022 in the ratio of 20.63 (i.e. 20 Equity Shares of the Company allotted for every 63 Equity Shares held in NDL) as approved by the Hon'ble National Company Law Tribunal.
- 6.3. In terms of SEBI Buyback Regulations, under tender offer route, the Promoters and Promoter Group have an option to participate in the Buyback. In this regard, Harsha Ashok Hinduja Jointly with Ashok Parmanand Hinduja, Ms. Harsha Ashok Hinduja, Ms. Ambika Ashok Hinduja, Mr. Shom Ashok Hinduja, Mr. Ashok Parmanand Hinduja - Karta of S.P. Hinduja HUF (Bigger), Mr. Ashok Parmanand Hinduja Jointly with Harsha Ashok Hinduja, Mr. Ashok Parmanand Hinduja, A.P. Hinduja - Karla of A.P. Hinduja (HUF), Hinduja Group Limited, Hinduja Group Ltd. Jointly with Hinduja Resity Ventures Ltd. (as demat A/cholder & Partners of Assia Exports), Hinduia Reality Ventures Ltd., Assia Corporation LLP and Hinduja Properties Limited, the Promoters/ Promoter group of the Company, have expressed their intention to participate in the Buyback vide their respective letters dated December 26, 2022 and may tender such shares to the extent of their shareholding or such number of shares as may be permitted under applicable law

The details of build-up of the Equity Shares that are currently held by the Promoters and Members of Promoter Group who intend to tender their equity shares in the buyback are set-out below, please refer to the notes at the end of all the

1. Ms. Harsha Ashok Hinduja; and Harsha Ashok Hinduja Jointly with Ashok Parmanand Hinduja

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
18/04/2007	Demergent	29,193	10	10	2,91,930	29,193
19/03/2015	Git	5,45,000	10	9 90	Other than cash	5,74,193
07/03/2022	Bonus Share	5,74,193	10		Other than cash	11,48,386
14/12/2022	Scheme of enangement ^a	2,32,949	10	271	6,31,49,067	13,81,335
	Total	12.64.226				

2. Ms. Ambika Ashok Hinduja

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no, of Equity Shares
18/04/2007	Demerger#	1,77,242	10	10	17,72,420	1,77,242
07/03/2022	Bonus share	1,77,242	10	27	Other than cash	3,54,484
14/12/2022	Scheme of arrangement^	84,400	10	271	2,28,79,573	4,38,884
	Total	4.18.884				

3. Mr. Shom Ashok Hinduia

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
18/04/2007	Demerger#	1,40,007	10	10	14,00,070	1,40,007
07/03/2022	Bonus Share	1,40,007	10		Other than cash	2,80,014
14/12/2022	Scheme of arrangement^	66,669	10	271	1,80,73,103	3,46,683
	Total	3.46.683				

4 Mr. Ashok Parmanand Hinduia - Karta of S.P. Hinduia HUF (Ringer)

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	(Cash, other than cash)	Cumulative no. of Equity Shares
18/04/2007	Demerger#	5,32,483	10	10	53,24,830	5,32,483
07/03/2022	Bonus Share	5,32,483	10	180	Other than cash	10,64,966
14/12/2022	Scheme of arrangement^	2,36,659	10	236	5,58,48,899	13,01,625
	Total	13,01,625				

5. Mr. Ashok Parmanand Hinduis: and Ashok Parmanand Hinduis Jointly with Harsha Ashok Hinduis

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
18/04/2007	Demerger#	76,913	10	10	7,69,130	76,913
07/03/2022	Bonus Share	76,913	10	189	Other than cash	1,53,826
14/12/2022	Scheme of arrangement^	36,624	10	271	99,28,424	1,90,450
	Total	1,90,450				

6 Mr. A. P. Hinduia - Karta of A.P. Hinduia (HUF)

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	(Cash, other than cash)	Cumulative no. of Equity Shares
18/04/2007	Demerger#	54,327	10/	10	5,43,270	54,327
07/03/2022	Bonus Share	54,327	10	141	Other than cash:	1,08,654
14/12/2022	Scheme of arrangement/	25,869	10	271	70,12,843	1,34,523
	Total	1,34,523				

7. Hinduja Group Limited

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
31/03/2001	Purchase	4,81,263	10	29.11	1,40,09,566	4,81,263
31/03/2001	Purchase	15,46,362	10	290.00	44,84,44,980	20,27,625
31/03/2003	Purchase	3,32,289	10	47.00	1,56,18,691	23,59,914
28/03/2006	Purchase	95,000	10	488.33	4,63,91,350	24,54,914
29/03/2006	Purchase	97,125	10	492.70	4,78,31,149	25,52,039
31/03/2006	Purchase	8,00,410	10	15.00	1,29,14,154	33,52,449
09/10/2006	Purchase	1,25,000	10	526.02	6,57,52,500	34,77,449
10/10/2006	Purchase	75,000	10	528.71	3,96,53,250	35,52,449
09/07/2009	Purchase	2,00,000	10	285.43	5,70,86,000	37,52,449
09/07/2009	Purchase	2,00,000	10	285.43	5,70,86,000	39,52,449
29/09/2009	Purchase	3,22,280	10	521.90	16,81,97,932	42,74,729
10/11/2009	Purchase	6,25,000	10	545.93	34,12,08,749	48,99,729
11/11/2009	Purchase	2,00,000	10	545.91	10,91,83,741	50,99,729
12/11/2009	Purchase	1,25,000	10	556.67	6,95,84,771	52,24,729
15/03/2013	Purchase	5,23,812	10	275.30	14,42,05,444	57,48,541
24/06/2019	Purchase	70,000	10	637.81	4,46,46,861	58,18,541
19/03/2021	Purchase	10,40,000	10	1,210.60	1,25,90,30,554	88,58,541
05/10/2021	Purchase	60,000	10	2,851.00	17,10,72,665	69,18,541
07/03/2022	Bonus Shares	69.18,541	10	14	NI	1,38,37,082
11/03/2022	Purchase	4,17,809	10	1,130.00	47,23,25,909	1,42,54,891
0 6/12/2022	Scheme of arrangement ⁴	43,45,900	10	797.00	3,46,15,78,283	1,86,00,791
	Total	1,86,00,791				

8. Hindula Group Ltd Jointly with Hindula Realty Ventures Ltd (as demat A/c holder & Partners of Aasia Exports)

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
07/03/2022	Bonus Shares	20,14,490	10	Ni	Nil	2014490
	Total	20,14,490				

9. Hinduja Realty Ventures Limited

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	issue price/ cost price (₹)	Consideration (Cash, other then cash)	Cumulative no. of Equity Shares
05/10/2021	Purchase	3,00,000	10	2,851.21	85,53,63,324	3,00,000
07/03/2022	Purchase	8,14,490	10	1,130.5	92,07,84,976	11,14,490
07/03/2022	Bonus Shares	3,00,000	10	16	Nil	14,14,490
11/03/2022	Purchase	6,00,000	10	1,130.48	67,82,89,709	20,14,490
21/03/2022	Purchase	6,00,000	10	1,090.46	65,42,79,454	26,14,490
06/12/2022	Scheme of arrangement^	7,90,002	10	877.63	69,33,33,601	34,04,492
	Total	34,04,492				

10 Apple Corporation LLP

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
07/03/2022	Bonus Shares	4,17,809	10	Nil	Nil	417809
	Total	4.17.809				

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	lasue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
06/12/2022	Scheme of arrangement^	67,569	10	1,007.62	6,80,84,211	67,569
	Total	67,569				

Equity Shares held pursuant to the Scheme of Amargement and Reconstruction under Sections 100, 391 to 394 and other applicable provisions of the Companies Act, 1956 between HTMT Global Solutions Limited and Hinduja TMT Limited and their respective Shaneholders and Creditors as sanctioned by the Honbie High Court of Judicature at Bombay vide Order dated February 23, 2007. * Equity Shares allotted pursuant to the Scheme of Arrangement between NXTDigital Limited and Hinduja Global Solutions Limited and their respective Shareholders as sanctioned by the Hon ble National Company Law Tribunal, Mumbai Bench vide Order dated November 11, 2022.

CONFIRMATIONS FROM THE COMPANY AS PER THE PROVISIONS OF THE SEBI BUYBACK REGULATIONS AND THE ACT:

The Company confirms that

All Equity Shares of the Company are fully paid up:

- 7.2. The Company shall not issue and allot any shares or other specified securities including by way of bonus or convert any outstanding ESOPs/ outstanding instruments into Equity Shares from the date of resolution passed by the Shareholders approving the Buyback till the expiry of the Buyback period, i.e., the date on which the payment of consideration is made to the shareholders who have accepted the Buyback
- 7.3. the Company shall not raise further capital for a period of one year from the expiry of the Buyback period, except in discharge of its subsisting obligations such as conversion of warrants, stock option schemes, sweat equity or conversion of preference shares or debentures into Equity
- 7.4. the Company has not undertaken a Buyback of any of its securities during the period of one year
- immediately preceding the date of the Board Meeting; 7.5. the Company shall not Buyback its Equity Shares unless consequent reduction of its share capital is effected:
- 7.6. there are no defaults subsisting in the repayment of deposits accepted either before or after the commencement of the Act, interest payment thereon, redemption of debentures or interest payment thereon or redemption of preference shares or payment of dividend due to any shareholder, or repayment of any term loans or interest payable thereon to any financial institution or banking Company; In case any such default has ceased to subsist, a period of more than three rears has lapsed.
- 7.7. the Company shall not use borrowed funds from banks or financial institutions in fulfilling its obligations under the Buyback;
- 7.8. the Company shall not directly or indirectly purchase its Equity Shares through any subsidiary company including its own subsidiary companies, if any or through any investment company or group of investment companies;
- 7.9. the Company is in compliance with the provisions of Sections 92, 123, 127 and 129 of the Companies Act:
- 7.10. the Company shall not Buyback the locked-in Equity Shares and non-transferable Equity Shares
- till the pendency of the lock-in or till the Equity Shares become transferable 7.11. the Company shall not Buyback its Equity Shares from any person through negotiated deal whether on or off the Stock Exchanges or through spot transactions or through any private arrangement in the implementation of the Buyback;
- 7.12. the ratio of the aggregate of secured and unsecured debts owed by the Company shall not be more than twice the paid-up capital and free reserves after the Buyback, based on audited condensed standalone interim financial statements and audited condensed consolidated interim financial statements of the Company as on September 30, 2022, as prescribed under the Companies Act and rules made thereunder and SEBI Buyback Regulations;

- 7.13. the consideration for the Buyback shall be paid only by way of cash;
- 7.14. the Buyback Size i.e., ₹1020,00,000 (Rupees One Thousand and Twenty Crore only) does not exceed 25% of the aggregate of the fully paid-up Equity Share capital and free reserves of the Company, as per audited condensed standalone interim financial statements and audited condensed consolidated interim financial statements of the Company as on September 30, 2022.
- 7.15. the Equity Shares proposed to be purchased under the Buyback i.e., 60,00,000 (Sixty Lacs) Equity Shares does not exceed 25% of the total number of Equity Shares in the paid-up Equity Share Capital of the Company as on the date of the Board meeting; bed under the Companies Act and rules made thereunder and SEBI Buyback Regulations;
- 7.16. the Buyback shall not result in delisting of the Equity Shares from the Stock Exchanges;
- 7.17. there is no pendency of any scheme of amalgamation or compromise or arrangement pursuant to the provisions of the Companies Act;
- 7.18, the Buyback would be subject to the condition of maintaining minimum public shareholding requirements as specified in Regulation 38 of the SEBI Listing Regulations and under the Securities Contracts (Regulation) Rules, 1957, as amended;
- 7.19. in the event of non-fulfilment of the obligations under the SEBI Buyback Regulations by the Company, the monies deposited in the escrow account in full or in part shall be forfeited and distributed pro rata amongst the security-holders who accepted the offer and balance, if any, shall be utilized for investor protection in accordance with SEBI Buyback Regulations:
- 7.20. the Company shall not withdraw the Buyback after the draft letter of offer is filed with SEBI or public announcement of the Buyback is made.
- 7.21. the Company shall not make any offer of buy back within a period of one year reckoned from the expiry of the Buyback period;
- 7.22. the buyback shall be completed within a period of one (1) year from the date of passing of the special resolution approving the buyback through postal ballot
- 7.23. the Company shall comply with the statutory and regulatory timelines in respect of the Buyback in such manner as prescribed under the Companies Act and/or the SEBI Buyback Regulations and any other applicable laws:
- 7.24, the Company shall transfer from its free reserves or securities premium account and/or such sources as may be permitted by law, a sum equal to the nominal value of the Equity Shares bought back through the Buyback to the capital redemption reserve account and the details of such transfer shall be disclosed in its subsequent audited balance sheet;
- 7.25. the Equity Shares bought back by the Company will be extinguished and physically destroyed in the manner prescribed under the SEBI Buyback Regulations and the Act within 7 (seven) days of the expiry of the Buyback period;
- 7.26. as per Regulation 24(i)(e) of the SEBI Buyback Regulations, the Promoter(s), members of the Promoter Group and their associates, be advised that they shall not deal in the Equity Shares or other specified securities of the Company either through the stock exchanges or off-market transactions (including inter-se transfer of Equity Shares among the Promoter(s) and members of the Promoter Group) from the date of passing the resolution of the Shareholders till the closing of the Buyback offer.

CONFIRMATIONS FROM THE BOARD

- The Board of Directors of the Company hereby confirms that it has made full enquiry into the affairs and prospects of the Company and after taking into account the financial position of the Company including the projections and also considering all contingent liabilities, the Board has formed an
- immediately following the date of the board meeting dated December 19, 2022 ("Board Meeting") and the date on which the results of the postal ballot including e-voting for the proposed Buyback will be announced, there will be no grounds on which the Company could be found unable to pay its debts:
- 8.2. as regards the Company's prospects for the year immediately following the date of the Board Meeting and the date on which the results of the postal ballot including e-voting for the proposed Buyback will be announced, and having regard to the Board's intention with respect to the management of the Company's business during that year and to the amount and character of the financial resources which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from that date; and
- 8.3. in forming the opinion as aforesaid, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Companies Act or the Insolvency and Bankruptcy Code, 2016, as the case may be.
- REPORT ADDRESSED TO THE BOARD OF DIRECTORS BY THE COMPANY'S STATUTORY **AUDITORS** The text of the report dated December 19, 2022 received from M/s. Haribhakti & Co. LLP, Chartered

Accountants, the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below:

Quote

"The Board of Directors

Hinduja Global Solutions Limited Hinduia House

171, Dr. Annie Besant Road, Worli, Mumbai-400018

Independent Auditor's Report on the proposed buy-back of equity shares by Hinduja Global Solutions Limited pursuant to the requirements of Clause (xi) of Schedule I of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (the "SEBI Buy-Back Regulations")

- This report is issued in accordance with the terms of our engagement letter dated November 17, 2022 with Hinduja Global Solutions Limited (the 'Company').
- The Board of Directors of the Company, at its meeting held on December 19, 2022, have approved a proposal for buy-back of equity shares of the Company, in pursuance of the provisions of Sections 68, 69 and 70 of the Companies Act, 2013 (the "Act"), The Companies (Share Capital and Debentures) Rules, 2014 (as amended) and the SEBI Buy-Back Regulations. We have been requested by the Management of the Company to provide a report on the accompanying "Annexure A - Computation of amount of permissible capital payment towards buy-back of equity shares of the Company in compliance with Section 68(2)(c) of the Act and Regulation 4(i) of the SEBI Buy-Back Regulations (hereinafter referred to as the "Statement"), based on Special purpose condensed interim standalone and consolidated financial statements as at September 30, 2022" (collectively referred as 'interim financial statements'). This Statement has been prepared by the Management of the Company and has been initialled by us for identification purpose only

Management's Responsibility

- The preparation of the Statement in accordance with section 68 (2) (c) of the Act and in compliance with SEBI Buy-Back Regulations, is the responsibility of the Management of the Company ('the Board of Directors' or 'the Management') including the computation of the amount of permissible capital payment, as aforesaid, the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design implementation and maintenance of 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.
- The Board of Directors of the Company is also responsible for ensuring that the Company complies with the requirement of SEBI Buy-Back Regulations, the relevant provisions of the Act. The Companies (Share Capital and Debentures) Rules, 2014 (as amended) and to make a full inquiry into the affairs and prospects of the Company and to form an opinion on reasonable grounds that the Company will be able to pay its debts and will not be rendered insolvent within a period of one year from the date of board meeting approving the buy-back of equity shares of the Company ('Board Meeting') and even from the date on which the results of the shareholders' resolution passed by way of a postal ballot including electronic voting will be declared (hereinafter referred to as the "date of the Postal Ballot Resolution") and in forming the opinion, they have taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Act or the Insolvency and Bankruptcy Code 2016. Further, a declaration is required to be signed by at least two directors of the Company in this respect in accordance with the requirements of the section 68 (6) of the Act and the SEBI Buy-Back

Regulations Auditor's Responsibility

- Pursuant to the requirements of the SEBI Buy-Back Regulations, it is our responsibility to provide
 - reasonable assurance on the following: whether we have inquired into the state of affairs of the Company in relation to the audited interim financial Statements as at and for the six months period ended September 30, 2022., whether the amount of permissible capital payment, as stated in the Statement, has been
 - 68(2)(c) of the Act and Regulation 4(i) of the SEBI Buy-Back Regulations; and whether the Board of Directors of the Company, in their meeting dated December 19, 2022, have formed the opinion, as specified in clause (x) of Schedule I to the SERI Buy-Back Regulations, on reasonable grounds that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from date of the Board Meeting and

properly determined considering the interim financial statements, in accordance with section

The interim financial statements referred to in paragraph 2 above, which we have considered for the purpose of this report, have been audited by us, on which we have issued an unmodified audit opinion vide our reports dated December 19, 2022. Our audits of these financial statements were conducted in accordance with the Standards on Auditing, as specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India ("ICAI"), to the extent applicable. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.

even from the date of the Postal Ballot Resolution.

- 7. A reasonable assurance engagement involves performing procedures to obtain sufficient appropriate evidence on the point 5 above. The procedures selected depend on the auditor's judgment, including the assessment of the risks associated with the Reporting Criteria. Within the scope of our work, we have performed the following procedures:
 - Inquired into the state of affairs of the Company with reference to the interim financial statements:
 - Examined draft minutes of the meetings of the Board of Directors of the Company held on December 19, 2022 and inquired if the Board of Directors of the Company, in the said meeting have formed the opinion, as specified in clause (x) of Schedule I to the SEBI Buy-Back Regulations, on reasonable grounds that the Company will not, having regard to its state of affairs, be rendered insolvent within a period of one year from the date of the Board Meeting and even from the date of the Postal Ballot Resolution.
 - Examined authorisation for buy-back from the Articles of Association of the Company; Examined that the amount of permissible capital payment for the buy-back as detailed in the Statement is in accordance with the provisions of Section 68 (2) (c) of the Act and Regulation 4(i) of the SEBI Buy-Back Regulations;
 - Traced the amounts of paid up equity share capital, retained earnings, securities premium and general reserves as mentioned in Statement from the interim financial statements;
 - Verified the arithmetical accuracy of the amounts mentioned in the Statement Examined that the ratio of secured and unsecured debt owed by the Company, if any, is
 - not more than twice the capital and its free reserves after such buy-back of equity shares of the Company, as aforesaid;
 - Examined that all the equity shares for buy-back are fully paid-up;

Company:

Examined Directors' declarations for the purpose of buy-back and solvency of the

- Obtained appropriate representations from the Management of the Company
- We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) (the 'Guidance Note') issued by the ICAL The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAL
- We have complied with the relevant applicable requirements of the Standard on Quality Control (SOC) 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.

Opinion

- 10. Based on our examination as stated above, and according to the information, explanations and representations provided to us by the Management, we report that:
 - a. we have inquired into the state of affairs of the Company in relation to the interim financial statements:
 - the amount of the permissible capital payment towards the proposed buy-back of equity shares as computed in the Statement (attached as Annexure A), is properly determined considering the interim financial statements, in accordance with section 68(2)(c) of the Act and Regulation 4(i) of the SEBI Buy-Back Regulations; and
 - the Board of Directors of the Company, in their meeting held on December 19, 2022 has formed the opinion, as specified in clause (x) of Schedule I to the SEBI Buy-Back Regulations, on reasonable grounds that the Company, having regard to its state of affairs, will not be rendered insolvent within a period of one year from the date of the Board Meeting and even from the date of the Postal Ballot Resolution.

Restriction on distribution or use

- 11. Our work was performed solely to assist you in meeting your responsibilities with reference to compliance with the provisions of section 68, other applicable provisions of the Act read with The Companies (Share Capital and Debentures) Rules, 2014 (as amended) and the SEBI Buy-Back Regulations, pursuant to the proposed buy-back of equity shares of the Company. Our obligations in respect of this report are entirely separate from, and our responsibility and liability is in no way changed by, any other role we may have (or may have had) as auditors of the Company or otherwise. Nothing in this report, nor anything said or done in the course of or in connection with the services that are the subject of this report, will extend any duty of care we may have in our capacity as auditors of the Company
- This report is addressed to and provided to the Board of Directors of the Company solely for the purpose of enabling it to comply with the aforesaid requirements and to include this report, pursuant to the requirements of the SEBI Buy-Back Regulations in the (a) Postal ballot notice, including the explanatory statement to be annexed to the notice of the EGM pursuant to Section 102 of the Act which will be filed with the Registrar of Companies; (b) public announcement to be made to the shareholders of the Company, which will be filed with the Registrar of Companies as required by the SEBI Buy-Back Regulations, the National Securities Depository Limited and the Central Depository Services (India) Limited for the purpose of extinguishment of equity shares, the authorised dealer for the purpose of capital payment, the Securities and Exchange Board of India ('SEBI'), BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE') and the Merchant Banker to the buy-back appointed by the Company, (c) draft letter of offer and the letter of offer to be filed with the Registrar of Companies. SEBI, BSE and NSE, as applicable (d) Letter of offer to be sent to the shareholders, (e) Form SH 9 as required by Section 68 and Section 70(1) of the Act.

Accordingly, this report may not be suitable for any other purpose, and therefore, should not be used, referred to or distributed for any other purpose or to any other party without our prior written consent. 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 report, or Public Announcement which ncludes our report, is shown or into whose hands it may come without our prior consent in writing Haribhakti & Co. LLP shall not be liable to the Company or to any other concerned for any claims. liabilities or expenses relating to this Report, except to the extent of fees relating to this Report. We have no responsibility to update this Report for any events or circumstances occurring after the date of this Report.

For Haribhakti & Co. LLP

Chartered Accountants

ICAI Firm Registration No. 103523W / W100048

Purushottam Nyati

Partner

Membership No. 118970 UDIN: 22118970BFZKTS9582

Place: Mumbai Date: December 19, 2022

Enclosure:

Annexure A: Computation of amount of permissible capital payment towards buy-back of equity shares of the Company in compliance with Section 68(2)(c) of the Act and Regulation 4(i) of the SEBI Buy-Back Regulations based on Special purpose condensed interim standalone and consolidated financial statements as at September

Computation of amount of permissible capital payment towards buy-back of equity shares of the Company in compliance with Section 68 (2) (c) of the Act and Regulation 4(i) of the SEBI Buy-Back Regulations, based on Special purpose condensed interim standalone and consolidated financial statements as at September 30, 2022;

Annexure A

		All figures in Eq.
	Amount as per the Standalone Financial Statements	Amount as per the Consolidated Financial Statements
(A)	41.80	41.80
(B)	3,618.57	7,128.15
(C)	538.98	538.98
(D)	14,26	14.26
(E)	(35.48)	(138.96)
(F)	(40.27)	
(G = B+C+D-E-F)	4,096.06	7,542,43
(H)	10.69	10.69
(I = A+G+H)	4,148.55	7,594.92
(3 = 6 x 25%)	1,037.13	1,898.73
	(B) (C) (D) (E) (F) (G = B+C+D-E-F) (H) (I = A+G+H)	(A) 41.80 (B) 3.618.57 (C) 538.98 (D) 14.26 (E) (35.48) (F) (40.27) (G = B+C+D-E-F) 4.096.06 (H) 10.69 (I = A+G+H) 4.148.55

* Not Adjusted for unrealised foreign exchange gain/loss arising in the normal course of operating activities of the Company

Notes: i. The Buy-back proposal is authorised by the article of association of the Company and has been approved by the Board of Directors at their meeting on December 19, 2022. The proposal is subject to the approval of the shareholders of the Company.

For and on behalf of the Board of Directors of Hinduja Global Solutions Limited

Sd/-

Authorised Signatory Srinivas Palakodeti, Chief Financial Officer

19th December 2022

Unquote

10. RECORD DATE AND SHAREHOLDER'S ENTITLEMENT

- 10.1. As required under the SEBI Buyback Regulations, the Company has fixed Monday, March 06, 2023, as the record date (the "Record Date") for the purpose of determining the entitlement and the names of the equity shareholders who are eligible to participate in the Buyback i.e. Eligible Shareholders.
- 10.2. In due course, Eligible Shareholders will receive a letter of offer in relation to the Buyback ("Letter of Offer") along with a Tender/ Offer Form indicating the entitlement of the Eligible Shareholder for participating in the Buyback. Even if the Eligible Shareholder does not receive the Letter of Offer along with a tender form, the Eligible Shareholder may participate and tender shares in the
- 10.3. The Equity Shares proposed to be bought back by the Company as part of the Buyback are divided into two categories
- i. Reserved category for Small Shareholders (defined hereinafter); and ii. General category for all other Eligible Shareholders
- 10.4. As defined in Regulation 2(i)(n) of the SEBI Buyback Regulations, a "Small Shareholder" is a shareholder of the Company who holds Equity Shares having market value, on the basis of closing price on BSE or NSE (as applicable, contingent on highest trading volume in respect of Equity Shares as on Record Date) as on the Record Date, of not more than ₹ 2.00,000 (Rupees Two Lakh Only).
- 10.5. In accordance with Regulation 6 of the SEBI Buyback Regulations, 15% of the number of Equity Shares which the Company proposes to buyback or number of Equity Shares entitled as per the shareholding of Small Shareholders as on the Record Date, whichever is higher, shall be reserved for the Small Shareholders as part of this Buyback.
- 10.6. On the basis of the shareholding on the Record Date, the Company will determine the entitlement of each shareholder, including Small Shareholders, to tender their Equity Shares in the Buyback. This entitlement for each Eligible Shareholder will be calculated based on the number of Equity Shares held by the respective Eligible Shareholder as on the Record Date and the ratio of the Buyback applicable in the category to which such Eligible Shareholder belongs to. The final number of Equity Shares that the Company shall Buyback from each Eligible Shareholder will be based on the total number of Equity Shares tendered by such Eligible Shareholder, Accordingly, the Company may not Buyback all of the Equity Shares tendered by an Eligible Shareholder.
- 10.7. After accepting the Equity Shares tendered on the basis of entitlement, the Equity Shares left to be bought back, if any in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in the offer by shareholders in that category, and thereafter from Eligible Shareholders who have tendered over and above their entitlement in another category.
- 10.8. In accordance with Regulation 9(ix) of the SEBI Buyback Regulations, in order to ensure that the same Eligible Shareholder with multiple demat accounts/ folios do not receive a higher entitlement under the small shareholder category, the Equity Shares held by such Eligible Shareholder with a common Permanent Account Number ("PAN") shall be clubbed together for determining the category (small shareholder or general) and entitlement under the Buyback. In case of joint shareholding, the Equity Shares held in cases where the sequence of the PANs of the joint

- shareholders is identical shall be clubbed together. In case of Eligible Shareholders holding physical shares, where the sequence of PANs is identical and where the PANs of all joint shareholders are not available, the Registrar to the Buyback will check the sequence of the name of the joint holders and club together the Equity Shares held in such cases where the sequence of the PANs and name of joint shareholders are identical. The shareholding of institutional investors like mutual funds, insurance companies, foreign institutional investors/ foreign portfolio investors etc. with common PAN are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are held for different schemes/ subaccounts and have a different demat account nomenclature based on information prepared by the Registrar to the Buyback as per the shareholder records received from the depositories. Further, the Equity Shares held under the category of "clearing members" or "corporate body margin account" or "corporate body - broker" as per the beneficial position data as on Record Date with common PAN are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are assumed to be held on behalf of clients
- 10.9. The participation of the Eligible Shareholders in the Buyback is voluntary. Eligible Shareholders may opt to participate in part or in full, and receive cash in lieu of the Equity Shares accepted under the Buyback or they may opt not to participate and enjoy a resultant increase in their percentage shareholding, after the completion of the Buyback, without any additional investment. Eligible Shareholders also have the option of tendering additional shares (over and above their entitlement) and participate in the shortfall created due to non-participation of some other Fligible Shareholders. if any. If the Buyback entitlement for any shareholder is not a round number, then the fractional entitlement shall be ignored for computation of Buyback entitlement to tender Equity Shares in the
- 10.10. The maximum number of Equity Shares that can be tendered under the Buyback by any Eligible Shareholder cannot exceed the number of Equity Shares held by such eligible shareholder as on the Record Date. In case the Eligible Shareholder holds Equity Shares through multiple demat accounts, the tender through a demat account cannot exceed the number of Equity Shares held in that demat account.
- 10.11. The Equity Shares tendered as per the entitlement by the Eligible Shareholders as well as additional Equity Shares tendered, if any, will be accepted as per the procedure laid down in the SEBI Buyback Regulations. The settlement under the Buyback will be done using the mechanism notified under the SEBI Circulars.
- 10.12. Detailed instructions for participation in the Buyback (tender of Equity Shares in the Buyback) as well as the relevant timetable will be included in the Letter of Offer which will be sent in due course to the Eligible Shareholders. Eligible Shareholders which have registered their email ids with the depositories / the Company, shall be dispatched the Letter of Offer through electronic means. If Eligible Shareholders wish to obtain a physical copy of the Letter of Offer, they may send a request to the Company or Registrar to the Buyback at the address mentioned at para 13 or 14 below. Eligible Shareholders which have not registered their email ids with the depositories/ Company, the Letter of Offer shall be dispatched through physical mode.

11. PROCESS AND METHODOLOGY FOR BUYBACK

- 11.1. The Buyback is open to all Eligible Shareholders / beneficial owners of the Company, i.e., the shareholders who on the Record Date were holding Equity Shares either in physical form ("Physical Shares") and the beneficial owners who on the Record Date were holding Equity Shares in the dematerialized form ("Demat Shares") (such shareholders are referred to as the ("Eligible Shareholders"). Any person who does not hold Equity Shares of our Company as on the Record Date will not be eligible to participate in the Buyback and Equity Shares tendered by such person(s) shall be rejected.
- 11.2. The Buyback shall be implemented using the "Mechanism for acquisition of shares through Stock Exchange" notified by SEBI vide SEBI Circulars and following the procedure prescribed in the Act and the SEBI Buyback Regulations, and as may be determined by the Board (including the Buyback Committee authorized to complete the formalities of the Buyback) and on such terms and conditions as may be permitted by law from time to time.
- 11.3. For implementation of the Buyback, the Company has appointed Motilal Oswal Financial Services Limited as the registered broker to the Company (the "Company's Broker") to facilitate the process of tendering of Equity Shares through the stock exchange mechanism for the Buyback and through whom the purchases and settlements on account of the Buyback would be made by the Company. The contact details of the Company's Broker are as follows

Motilal Oswal Financial Services Limited

Address: Motilal Oswal Tower, Rahimtullah Sayani Road, Opposite Parel S.T. Bus Depot. Prabhadevi, Mumbai - 400 025

Contact Person: Krishna Sharma; Tel. No.: +91 22 7198 5473;

Email: ksharma@motilaloswal.com

Website: www.motilaloswal.com: CIN: L67190MH2005PLC153397; SEBI Registration No.: INZ000158836

- 11.4. The Company will request BSE Limited ("BSE"), who shall be the designated stock exchange for the purpose of this Buyback, to provide the separate acquisition window ("Acquisition Window") to facilitate placing of sell orders by Eligible Shareholders who wish to tender Equity Shares in the Buyback. The details of the Acquisition Window will be as specified by BSE from time to time.
- 11.5. In the event the Stock Broker(s) of any Eligible Shareholder is not registered with BSE as a trading member/stock broker, then that Eligible Shareholder can approach any BSE registered stock broker and can register themselves by using quick unique client code ("UCC") facility through the BSE registered stock broker (after submitting all details as may be required by such BSE registered stock broker to be in compliance with applicable law). In case the Eligible Shareholders are unable to register using UCC facility through any other BSE registered stock broker, Eligible Shareholders may approach Company's Broker to place their bids, by using UCC facility after submitting requisite documents.
- 11.6. During the tendering period, the order for selling the Equity Shares will be placed in the Acquisition Window by Eligible Shareholders through their respective stock brokers during normal trading hours of the secondary market. The stock brokers ("Seller Member(s)") can enter orders for demat shares as well as physical shares. In the tendering process, the Company's Broker may also process the orders received from the Eligible Shareholders after Eligible Shareholders have completed their KYC requirements as required by the Company's Broker. 11.7. The Buyback from the Eligible Shareholders who are residents outside India including foreign
- corporate bodies (including erstwhile overseas corporate bodies), foreign portfolio investors, nonresident Indians, members of foreign nationality, if any, shall be subject to the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any, Income Tax Act, 1961 and rules and regulations framed thereunder, as applicable, and also subject to the receipt/provision by such Eligible Shareholders of such approvals, if and to the extent necessary or required from concerned authorities including, but not limited to, approvals from the Reserve Bank of India under the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder if any
- 11.8. The reporting requirements for Non-Resident Shareholders under Reserve Bank of India, Foreign Exchange Management Act, 1999, as amended and any other rules, regulations, guidelines, for remittance of funds, shall be made by the Eligible Shareholder and/or the Seller Member through which the Equity Shareholder places the bids.
- 11.9. Modification / cancellation of orders and multiple bids from a single Eligible Shareholder will be allowed during the tendering period of the Buyback. Multiple bids made by single Eligible Shareholder for selling the Equity Shares shall be clubbed and considered as "one" bid for the purposes of acceptance.
- 11.10. The cumulative quantify tendered shall be made available on the website of BSE throughout the trading sessions and will be updated at specific intervals during the tendering period 11.11. Further, the Company will not accept Equity Shares tendered for Buyback which are under restraint
- order of the court for transfer/ sale and/or the title in respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and the duplicate share certificates have not been issued either due to such request being under process as per the provisions of law or otherwise.
- 11.12.Procedure to be followed by Eligible Shareholders holding Equity Shares in the dematerialised form:
- 11.12.1.Eligible Shareholders who desire to tender their Egulty Shares held by them in dematerialised form under the Buyback would have to do so through their respective Seller Member by indicating to the concerned Seller Member, the details of Equity Shares they intend to tender under the Buyback.
- 11.12.2. The Seller Member(s) would be required to place an order/bid on behalf of the Eligible Shareholders who wish to tender Demat Shares in the Buyback using the Acquisition Window of the Designated Stock Exchange. For further details, Eligible Shareholders may refer to the circulars issued by BSE and Indian Clearing Corporation Ltd. ("Clearing Corporation")
- 11.12.3. The relevant details including the settlement number shall be informed in the issue opening circular that will be issued by the Designated Stock Exchange and/or the Clearing Corporation 11.12.4. The lien shall be marked in the demat account of the Eligible Shareholders for the Equity Shares tendered in the Buyback. The details of Equity Shares marked as lien in the demat account of the

Fligible Shareholders shall be provided by the denositories to the Clearing Corporation.

- 11.12.5.In case, the demat account of the Eligible Shareholders is held in one depository and clearing member pool and Clearing Corporation account is held with other depository, the Equity Shares tendered under the Buyback shall be blocked in the shareholders demat account at the source depository during the tendering period. Inter Depository Tender Offer ("IDT") instructions shall be initiated by the shareholders at source depository to clearing member pool/ Clearing Corporation account at target depository. Source depository shall block the shareholder's securities (i.e., transfers from free balance to blocked balance) and sends IDT message to target depository for confirming creation of lien. Details of shares blocked in the shareholders demat account shall be provided by the target depository to the Clearing Corporation.
- 11.12.6.For custodian participant orders for demat Equity Shares, early pay-in is mandatory prior to confirmation of order by custodian participant. The custodian participant shall either confirm or reject the orders not later than the closing of trading hours on the last day of the tendering period Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, order modification by the concerned Selling Member shall revoke the custodian confirmation and the revised order shall be sent to the custodian again for confirmation.
- 11.12.7.Upon placing the bid, the Seller Member(s) shall provide a Transaction Registration Slip ("TRS") generated by the exchange bidding system to the Eligible Shareholder on whose behalf the bid has been placed. The TRS will contain the details of order submitted such as bid ID number, application number, Depository Participant ID, client ID, number of Equity Shares tendered, etc.
- 11.12.8.It is clarified that in case of Demat Shares, submission of the tender form and TRS is not mandatory. In case of non-receipt of the completed tender form and other documents, but receipt of Equity Shares in the accounts of the Clearing Corporation and a valid bid in the exchange bidding system, the bid for Buyback shall be deemed to have been accepted.
- 11.12.9.The Eligible Shareholders will have to ensure that they keep the depository participant ("DP") account active and unblocked to receive credit in case of return of Equity Shares due to rejection or due to prorated Buyback decided by the Company. Further, Eligible Shareholders will have to ensure that they keep the bank account attached with the DP account active and updated to receive credit remittance due to acceptance of Buyback of shares by the Company
- 11.13 Procedure to be followed by Eligible Shareholders holding Equity Shares in the Physical form: In accordance with the SEBI circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/144 dated July 31,
- Buyback Regulations and terms of Letter of Offer. 11.13.1. Eligible Shareholders who are holding physical Equity Shares and intend to participate in the Buyback will be required to approach their respective Seller Member along with the complete set of documents for verification procedures to be carried out before placement of the bid, including

2020, the physical shareholders are allowed to tender their shares in a buyback undertaken

through the tender offer route. However, such tendering shall be as per the provisions of the SEBI

Contd..

बजट 2023-24

परदे के पीछे से बजट को साकार करने वाली टीम



निर्मला सीतारमण

अरूप रायचौधरी नई दिल्ली, 27 जनवरी

त्त मंत्री निर्मला सीतारमण अगले बधवार केंद्रीय बजट पेश करेंगी। साल 2024 के लोकसभा चुनाव से पहले यह आखिरी पूर्ण बजट होगा। वर्ष 2022 समाप्त हो चका है और वैश्विक अर्थव्यवस्था पर दण्टि डालें तो भारत ने वर्ष का समापन अपेक्षाकृत बेहतर ढंग से किया। इस बीच वित्तमंत्री एक ऐसा बजट पेश करने का प्रयास करेंगी जो भारतीय अर्थव्यवस्था को वैश्विक स्तर पर बनने वाले प्रतिकल प्रभावों और विकसित देशों में आने वाली मंदी से बचाए। इसके साथ ही उनका

सा दल मदद करता है। हालांकि इस बात से इनकार नहीं किया जा सकता है कि जेटली और शायद पी चिदंबरम तथा प्रणव मुखर्जी के रूप में उनके तीन पूर्ववर्तियों को अपने-अपने समय में 2008 के वित्तीय संकट और 2013 के टैपर टैंट्रम के बावजूद कहीं अधिक

यह प्रयास भी रहेगा कि अर्थव्यवस्था को राजकोषीय

सद्देविकरण की राष्ट्र पर ले जाया जा सके। इस परी

प्रक्रिया में उनके विश्वस्त सलाहकारों का एक छोटा

वित्त मंत्री के बजट भाषण का प्रारूप तय करने में प्रमुख भूमिका निभाने वाले भरोसेमंद सलाहकार

अनुकुल वैश्विक वृहद आर्थिक हालात

सीतारमण ने 2019 में जब देश की पहली पूर्णकालिक महिला वित्त मंत्री के रूप में काम संभाला तब अर्थव्यवस्था की गति धीमी होनी शुरू हो चकी थी। इसके बाद कोविड-19 महामारी ने दो सालों तक अर्थव्यवस्था की राह रोक दी। अगले ही साल यूरोप में छिड़े युद्ध ने खाद्य और जिंस आपूर्ति को बाधित कर दिया। भूरा-जनीतिक उतार-चढ़ाव के कारण केंद्र की खाद्य और उर्वरक सब्सिडी में भी उछाल आई। हालांकि इस अवधि में कर संग्रहण में भी सधार हुआ।

सीतारमण ने पिछले बजट में आधारभूत संरचना में निजी निवेश और लोकलुभावन हुए बिना जनकल्याण पर ध्यान केंद्रित किया था। इस दौरान सीतारमण ने मध्यम अवधि के राजकोषीय समेकन पर ध्यान केंद्रित किया था। उम्मीद की जा सकती है कि इससे अधिक 1 फरवरी को होगा।

सीतारमण ने जवाहर लाल नेहरू विश्वविद्यालय से अर्थशास्त्र की पढ़ाई की। उन्होंने नरेंद्र मोदी सरकार की पहली सरकार में वाणिज्य और रक्षा मंत्रालय का कार्यभार संभाला। उनके रक्षा मंत्री के कार्यकाल में 2019 के दौरान भारत-पाकिस्तान में झड़प हुई थी। सीतारमण को कर्नाटक से राज्यसभा सदस्य चुना गया।

टी वी सोमनाथन

तहिन कांत पांडे

परंपरा के अनुसार वित्त मंत्रालय के पांच सचिवों में सबसे वरिष्ठ को वित्त सचिव बनाया गया। अभी यह

दायित्व सोमनाथन संभाल रहे हैं। वह व्यय विभाग के प्रमख का दायित्व भी संभाल रहे हैं। वे सरकार में सबसे प्रभावशाली अफसरशाहीं में से एक हैं। सोमनाथन अर्थशास्त्र में पीएचडी हैं और वह 1987 बैच के तमिलनाडु कैडर के अधिकारी हैं। उन्होंने अप्रैल 2015 से अगस्त 2017 तक प्रधानमंत्री कार्यालय में

टीवी सोमनाथन

कार्य किया। यह माना जाता है कि मोदी उनकी बात सुनते हैं।

सोमनाधन को अर्थशास्त्र से ज़ड़े सभी मुद्दों के ज्ञान और स्पष्टता के बारे में जाना जाता है। पिछले कुछ बजट में उनका ध्येय बजट के बाहर उधारी को खत्म करने पर रहा। इस वित्त वर्ष के दौरान वित्त मंत्रालय ने विशेष तौर पर सब्सिडी और कल्याण योजनाओं में गैर जरूरी खर्च में कटौती करने की योजना पर गंभीरता से कार्य शुरू किया है। इस पर आने वाले बजट

पर भी ध्यान दिया जाएगा और खर्चे अजय सेठ को तार्किक किया जा सकता है।

अजय सेठ

वह 1987 बैच के अधिकारी हैं। वह लोकप्रियता से दूर रहने वाले अफसरशाह है। वह बेंगलरु मेटो के प्रबंध निदेशक (एमडी) थे। इसके बाद वह अप्रैल 2021 में आर्थिक मामलों के सचिव बने। वह पहले भी केंद्रीय वित्त मंत्रालय में संयक्त सचिव, बजट रहे थे।

उन्होंने आर्थिक मामलों के सचिव के रूप में पहल की। इनमें भारत के पहले सॉवरिन ग्रीन बॉन्ड जारी करना और आधारभूत वित्त सचिवालय का गठन है। वह भारत की अध्यक्षता में गठित समूह 20 (जी 20) के फाइनैंस ट्रैक के सचिव हैं। उनके मातहत बजट

डिवीजन है। बजट डिवीजन सभी इनपुट को एकत्रित करता है और बजट को तैयार करता है। उम्मीद यह है कि सीतारमण के बजट भाषण के प्रारूप के हिस्सों को तैयार करने में सोमनाथन और मुख्य आर्थिक

सलाहकार (सौईए) वी. अनंत नागेश्वरन के साथ सेठ भी मदद करेंगे। सेठ का विभाग पुंजी बाजार, निवेश और आधारभूत संरचना से जड़ी नीतियों के लिए नोडल डिवीजन है।

तहिन कांत पांडे

पांडे और उनके विभाग निवेश और सार्वजनिक संपत्ति प्रबंधन विभाग (दीपम) ने एयर इंडिया व नीलांचल इस्पात निगम के निजीकरण,

भारतीय जीवन बीमा निगम के आरंभिक सार्वजनिक निगम को जारी करने में महत्त्वपूर्ण भूमिका निभाई थी। हालांकि इस साल भी दीपम विनिवेश के लक्ष्य से कम हासिल कर सकता है-साल 2022-23 के लिए लक्ष्य 65,000 करोड रुपये है।

अगले वित्तीय वर्ष के लिए पांडे की प्राथमिकता लंबित कार्य होंगे। इनमें आई-डीबोआई बैंक की बिक्री के साथ-साथ शिपिंग कॉर्पोरेशन, कंटेनर कॉरपोरेशन, भारत अर्थ मुवर्स

और एनएमडीसी (पूर्व में राष्ट्रीय खनिज विकास निगम) के नगरनार स्टील संयंत्र का निजीकरण है।

संजय मल्होत्रा

वित्त मंत्रालय के सचिवालयों में आबंटन के हिसाब से सबसे कनिष्ठ संजय मल्होत्रा हैं। वह 1990 बैच के राजस्थान केंडर के अधिकारी हैं। राजस्व विभाग का दायित्व निभाने से पहले वह वित्तीय सेवाओं विभाग के प्रमुख

संजय मलहोत्रा थे। वह ग्रामीण विद्यतीकरण कॉरपोरेशन के चेयरमैन व प्रबंध निदेशक भी रह चुके हैं और उन्होंने कर्जा मंत्रालय में अपनी सेवाएं दी हैं। राजस्व सचिव के रूप में मल्होत्रा का ध्येय यह सनिश्चित करना होगा कि राजस्व लक्ष्य को फिर पार करे। यदि इस साल भी राजस्व लक्ष्य से अधिक रहता है तो यह यह लगातार तीसरा साल होगा। वह सीतारमण को बजट भाषण के दूसरे हिस्से बी का प्रारूप तय करने में मदद करेंगे।

विवेक जोशी

विवेक जोशी 1989 बैच के हरियाणा कैडर के अधिकारी हैं। जोशी जिनेवा यनिवर्सिटी से अंतरराष्ट्रीय अर्थशास्त्र में डॉक्टरेट है। जोशी वित्तीय सेवा सचिव नियुक्त किए जाने से पहले भारत के रजिस्ट्रर जनरल और जनगणना आयुक्त थे। बैंक की बैलेंस शीट मजबूत हुई है। ऐसे दौर में यदि राजनीतिक नेतृत्व निजीकरण के मार्ग पर आगे बदना चाहता है। साथ ही यह सुनिश्चित

विवेक जोशी करता है कि राज्य संचालित वित्तीय संस्थानों से खासा लाभांश संग्रहित होगा। ऐसे अवस्था में जोशी का कार्य दो राज्य संचालित बैंकों और एक जनरल इंश्योरेंस कंपनी के लंबित निजीकरण को आगे बढाना होगा। वे सार्वजनिक क्षेत्र के बैंकों में लाग योजनाओं पर भी नजर रखेंगे।

वी अनंत नागेश्वरन

मुख्य आर्थिक सलाहकार नागेश्वरन ने खुद को सीतारमण के सबसे भरोसेमंद सलाहकारों में एक के रूप में स्थापित कर लिया है। उम्मीद यह है कि वह सीतारमण को बजट भाषण में महत्त्वपूर्ण इनपुट देंगे। वह आर्थिक समीक्षा की प्रमुख बातों के बारे में

भी जानकारी देंगे। वह जी-20 के फाइनैंस ट्रैक से जुड़े हुए हैं। नागेश्वरन ने वित्त मंत्रालय के आंकड़ों को यथार्थ व तथ्यों पर पेश किया है। इसलिए अन्य अर्थशास्त्री उन्हें सम्मान की नजर से देखते हैं। नागेश्वरन ने भारतीय प्रबंध संस्थान, अहमदाबाद से एमबीए किया है। उन्होंने आइजनबर्ग स्कुल ऑफ मैनेजमेंट. युनिवसिंटी ऑफ मैसाच्युसेट्स एमहर्स्ट से डॉक्टेस्ट की उपाधि प्राप्त की है। उन्होंने निजी क्षेत्र में यूबीएस, क्रेडिट सुइस और जुलियस बेयर में अपनी सेवाएं दी हैं।

वी अनंत नागेश्वरन

(i) the tender form duly signed by all Eligible Shareholders (in case shares are in joint names. in the same order in which they hold the shares), (ii) original Equity Share certificate(s), (iii) valid share transfer form(s)/ Form SH-4 duly filled and signed by the transferors (i.e. by all registered Eligible Shareholders in the same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favour of the Company, (iv) self-attested copy of the PAN card of all the Eligible Shareholders (v) any other relevant documents such as, but not limited to, duly attested power of attorney, corporate authorization (including board resolution/specimen signature), notarized copy of death certificate and succession certificate or probated will, if the original Eligible Shareholder has deceased, etc., as applicable. In addition, if the address of the Eligible Shareholder has undergone a change from the address registered in the Register of Members of the Company, the Eligible Shareholder would be required to submit a selfattested copy of address proof consisting of any one of the following documents: valid Aadhar Card, Voter Identity Card or Passport.

11.13.2.Based on the documents mentioned in the paragraph above, the concerned Seller Member shall place an order/ bid on behalf of the Eligible Shareholders holding physical Equity Shares who wish to tender Equity Shares in the Buyback, using the Acquisition Window of BSE. Upon placing the bid, the Seller Member shall provide a TRS generated by the exchange bidding system to the Eligible Shareholder. TRS will contain the details of order submitted like Folio No., Certificate No., Distinctive No., No. of Equity Shares tendered etc.

11.13.3 Any Seller Member/ Eligible Shareholder who places a bid for physical Equity Shares, is required to deliver the original share certificate(s) and documents (as mentioned above) along with TRS either by registered / speed post or courier or hand delivery to the Registrar to the Buyback (at the address mentioned at paragraph 14 below) on or before the Buyback closing date. The envelope should be super scribed as "Hinduja Global Solutions Limited Buyback 2023". One copy of the TRS will be retained by Registrar to the Buyback and it will provide acknowledgement of the same to the Seller Member/ Eligible Shareholder

11.13.4, Eligible Shareholders holding physical Equity Shares should note that physical Equity Shares will not be accepted unless the complete set of documents are submitted Acceptance of the physical Equity Shares for Buyback by the Company shall be subject to verification as per the SEBI Buyback Regulations and any further directions issued in this regard. The Registrar to the Buyback will verify such bids based on the documents submitted on a daily basis and till such verification, the Designated Stock Exchange i.e., BSE shall display such bids as 'unconfirmed physical bids'. Once Registrar to the Buyback confirms the bids, they will be treated as 'Confirmed Bids'.

11.13.5.In case any Eligible Shareholder has submitted Equity Shares in physical form for dematerialisation, such Eligible Shareholders should ensure that the process of getting the Equity Shares dematerialised is completed well in time so that they can participate in the Buyback before the closure of the tendering period of the Buyback.

11.13.6.An unregistered shareholder holding Equity Shares in physical form may also tender their Equity Shares in the Buyback by submitting the duly executed transfer deed for transfer of shares, purchased prior to the Record Date, in their name, along with the offer form, copy of their PAN card and of the person from whom they have purchased shares and other relevant documents as required for transfer, if any,

12. METHOD OF SETTLEMENT

Upon finalization of the basis of acceptance as per SEBI Buyback Regulations. 12.1. The settlement of trades shall be carried out in the manner similar to settlement of trades in the

12.2. The Company will pay the consideration to the Company's Broker who will transfer the consideration pertaining to the Buyback to the Clearing Corporation's Bank account as per the prescribed schedule. The settlement of fund obligation for Demat Shares shall be affected as per the SEBI circulars and as prescribed by BSE and the Clearing Corporation from time to time. For Demat Shares accepted under the Buyback, such beneficial owners will receive funds payout in their bank account as provided by the depository system directly to the Clearing Corporation and in case of Physical Shares, the Clearing Corporation will release the funds to the Seller Member(s) as per secondary market payout mechanism. If such shareholder's bank account details are not available or if the funds transfer instruction is rejected by the Reserve Bank of India ("RBI")/ bank(s), due to any reasons, then the amount payable to the concerned shareholders will be transferred to the Seller Member's settlement

bank account for onward transfer to such shareholders. 12.3. In case of Eligible Shareholder where there are specific RBI and other regulatory requirements pertaining to funds pay-out, which do not opt to settle through custodians, the funds pay-out would be given to their respective Seller Members settlement bank account for onward transfer to the Eligible Shareholders. For this purpose, the client type details would be collected from the

12.4. The Equity Shares bought back in demat form would be transferred directly to the demat escrow account of the Company opened for the Buyback (the "Company Demat Account") provided it is indicated by the Company's Broker or it will be transferred by the Company's Broker to the Company Demat Account on receipt of the Equity Shares from the clearing and settlement mechanism of BSE.

12.5. Eligible Shareholder will have to ensure that they keep their depository participant ("DP") account active and unblocked to receive credit in case of return of Equity Shares, due to rejection or due to non/partial acceptance of shares under the Buyback. Excess Equity Shares or unaccepted Equity Shares, in dematerialised form, if any, tendered by the Eligible Shareholders would be transferred by the Clearing Corporation directly to the respective Eligible Shareholder's DP account. If the securities transfer instruction is rejected in the depository system, due to any issue then such securities will be transferred to the Seller Member's depository pool account for onward transfer to such Eligible Shareholder.

12.6. In the case of inter-depository, the Clearing Corporation will cancel the excess or unaccepted shares in target depository. The source depository will not be able to release the lien without a release of Inter Depository Tender Offer message from target depository. Further, release of IDT message shall be sent by target depository either based on cancellation request received from the Clearing Corporation or automatically generated after matching with Bid accepted detail as received from the Company or the Registrar to the Buyback. Post receiving the IDT message from target depository, source depository will cancel/ release excess or unaccepted block shares in the demat account of the Eligible Shareholder. Post completion of tendering period and receiving the requisite details viz., demat account details and accepted bid quantity source depository shall debit the securities as per the communication/ message received from target depository to the extent of accepted bid shares from Eligible Shareholder's demat account and credit it to Clearing Corporation settlement account in target depository on settlement date

12.7. Any excess Equity Shares, in physical form, pursuant to proportionate acceptance / rejection will be returned back to the Eligible Shareholders directly by the Registrar to the Buyback. The Company is authorized to solit the share certificate and issue new consolidated share certificate for the unaccepted Equity Shares in case the Equity Shares accepted by the Company are less than the Equity Shares tendered in the Buyback by Eligible Shareholders holding Equity Shares in the physical form.

12.8. The Seller Member(s) would issue contract note for the Equity Shares accepted under the Buyback and pay the consideration for the Equity Shares accepted under the Buyback and return the balance unaccepted Equity Shares to their respective clients/ will unblock the excess unaccepted Equity Shares. The Company Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback.

12.9. Eligible Shareholders who intend to participate in the Buyback should consult their respective Seller Member(s) for details of any cost, applicable taxes, charges and expenses (including brokerage), etc. that may be levied by the Seller Member upon the selling Eligible Shareholders placing the order to sell the shares on behalf of the shareholders. The Buyback consideration received by the selling Eligible Shareholders, in respect of accepted Equity Shares, could be net of such costs, applicable taxes, charges and expenses (including brokerage) and the Manager to the Buyback and the Company accept no responsibility to bear or pay such additional cost, charges and expenses (including brokerage) levied by selling mbers and such costs will be incurred solely by the selling Eligible Shareholders.

12.10. The Equity Shares accepted, bought and lying to the credit of the Company Demat Account and the Equity Shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the SEBI Buyback Regulations.

13. COMPLIANCE OFFICER

The Board at their meeting held on December 19, 2022 appointed Mr. Narendra Singh, Company Secretary and Compliance Officer of the Company, as the compliance officer for the purpose of the Buyback ("Compliance Officer"). Investors may contact the Compliance Officer for any clarifications or to address their grievances, if any, during office hours i.e. 10.00 a.m. to 5.00 p.m. on all working days except Saturday, Sunday and public holidays till the closure of the Buyback, at the following address:

Company Secretary and Compliance Officer: Mr. Narendra Singh Hinduja Global Solutions Limited

Address: Hinduja House, 171, Dr. Annie Besant Road, Worli, Mumbai - 400018, Maharashtra. Tel. No.: +91 22 6136 0407

E-mail: investor.relations@teamhgs.com Website: www.hgs.cx

CIN: L92199MH1995PLC084610

REGISTRAR TO THE BUYBACK / INVESTOR SERVICE CENTRE

In case of any queries, shareholders may also contact the Registrar to the Buyback during office hours i.e. 10.00 a.m. to 5.00 p.m. on all working days except Saturday, Sunday and public holidays, at the following address:

KFINTECH

Kfin Technologies Limited (formally known as Kfin Technologies Private Limited) Address: Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally, Hyderabad - 500 032

Tel. No.: +91 40 6716 2222 Email: hgsl.buyback@kfintech.com Investor Grievance Email: einward.ris@kfintech.com Contact Person: Mr. M Murali Krishna

Toll Free No.: 18003094001 Website: www.kfintech.com Validity Period: Permanent

SEBI Registration No.: INR000000221 CIN: L72400TG2017PLC117649

MANAGER TO THE BUYBACK

Fax No.: +91 40 2343 1551



Motifal Oswal Investment Advisors Limited

Address: 10" Floor, Motifal Oswal Tower, Rahimtullah Sayani Road, Opposite Parel ST Depot, Prabhadevi, Mumbai-400 025, Maharashtra, India Tel. No.: +91 22 7193 4380

E-mail: hgsl.buyback@motilaloswal.com Website: www.motilaloswalgroup.com Contact Person: Subodh Mallya/ Kirti Kanoria

SEBI Registration No.: INM000011005 CIN: U67190MH2006PLC160583

DIRECTOR'S RESPONSIBILITY

As per Regulation 24(i)(a) of the SEBI Buyback Regulations, the Board of Directors of the Company accepts responsibility for the information contained in this Public Announcement and confirms that such document contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of Hinduja Global Solutions Limited

Anil Harish Independent Director DIN: 00001685

3d/-Vynsley Fernandes Whole-time Director DIN: 02987818

Narendra Singh Company Secretary & Compliance Officer ICSI Membership No.: F4853

Date: January 30, 2023 Place: Mumbai

HINDUJA GLOBAL SOLUTIONS LIMITED

Corporate Identification Number: 123 (1994) 1997/C.004610 |

Corporate Identification Number:

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF HINDUJA GLOBAL SOLUTIONS LIMITED FOR THE BUYBACK OF EQUITY STENDER OFFER ROUTE UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED, FROM TIME TO TIME.

MINISHEDULLEUP IN ERBEID DITAKA KRUULAIMASI. OPEREPROB BUTSAKE, OP IPUTS BUKANO SERVIT JAMIS PULLY PAID-UP EQUITY SHARES OF FACE WALUE OF TH (RUPERS TEN OMNY) EACH OF HINDIUM GLOBAL SOLUTIONS LIMITED AT A PROCE OF TI, 700 (RUPERS ONE THOUSIAND AND SEVEN HINDIEDE OMLY) PEROUTIY SHARE, PAVALE IN CASH, ON A PROPORTIONATE BASIS THROUGH THE TENDER OFFER ROUTE USING THE STOCK EXCHANGE MECHANISM.

- INCRESS THE OWAY, BACH OF INFOLMA GLOBAL SOLUTIONS LIMITED AT A PRICE OF YLYTO (INCRESS ONE TOKIOSANA DAI OR SEVEN HANDERD OWAY, PERCE OUTFLYSHAR, PANGER IN CASE, NOT A PRICE OF YLYTO (INCRESS ONE TOKIOSANA DAI OR SEVEN HANDERD OWAY, PERCE OUTFLYSHAR, PANGER INCRESS). THE CONTRIBUTION OF THE TOKIOSANA DAI OR SEVEN HANDERD OWAY, PERCENTING AND A CONTRIBUTION OF THE TOKIOSANA DAIL OF THE TOKIOSA

- respectively, at a Bybanic year and researching T, Tray D Ripsens from Thousand and Spore Headand only jour Equily Disse ("Ripselan" Prior," projection coult horiselant from the tribing belief on the Project of the State of the Company in the Bybanic is now than 10% of the bilb priority appeals your operation and her manners of the Company in the Bybanic is decision (8(2)) of the Act, are Bload and search grown and the selected and the Company in the Bybanic is your and the State of the Company in the Bybanic is your and the State of the Company in the Bybanic is your and the search of the Company in the Bybanic is your and the State of the Company in the Bybanic is your and the State of the State of the Company in the Bybanic is an activated and the State of th

- Exchanges of levers beneficial control and (newswelds cont).

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 The Displack is being undertaken by the Company to return surplus funds to be egilly shareholders, which are over an exchange of the control of

- unit required for Buyback will not exceed ₹1,020 crore (Rupees One Thousand and Twenty Crore only, ion Costs incurred or to be incurred for the Buyback. The maximum amount mentioned aforesaid is

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- worth of the Company, and (iii) impact of sub-plack on the earthing per Equily Share.

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 2. The bulguesh Chine represents:

 4. The bulguesh Chine represents:

 5. Exempedation of the Equily Shares on NSE and Section 1.

 5. Exempedation of the place in the Section register of the Section Chine Representation to the Social Chine Representation that the Social Represe

- Documber 19, 2022 (Design be date of Security Conference meeting to approve the Displaced).

 8. MANIGHM MURRAEOF SHAMES THAT THE COMMANY PROPESSES TO BEYFLACK.

 The Company proposes to bupdate upon 60,000,000 (Singl) sably flag platible (pailly Shames, which is within 25% of the lat marker of calculationing Equily Shames in the battle pail to (pailly Shames and the Company area on September 30, 2022 and so no the date of the Palack-Porconoment, respectively.

 6. DETALLS OF SHAMESHOLDINGS OF PROMOTER AND PROMOTER'S GROUP, DIRECTIONS, KEY MANAGERAL. PRESONNELS AND PERSON ACTIVES IN CONTROL AND CETTALS OF TRANSACTIONS IN THE CEUTY SHAMES.

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Sr. No.	Name of Shareholder	Category	Number of Equity Shares held	% of Shareholding
1	Harsha Ashok Hinduja Jointly with Ashok Parmanand Hinduja	Promoter	13,39,995	2.55
2	Harsha Ashok Hinduja	Promoter	41,340	0.08
3	Ambika Ashok Hinduja	Promoter Group	4,38,884	0.84
4	Shom Ashok Hinduja	Promoter Group	3,46,683	0.66
5	Ashok Parmanand Hinduja, Karta of S.P. Hinduja HUF (Bigger)	Promoter Group	13,01,625	2.48
6	Ashok Parmanand Hinduja Jointly with Harsha Ashok Hinduja	Promoter Group	1,12,203	0.21
7	Ashok Parmanand Hinduja	Promoter	78,247	0.15
8	A.P. Hinduja, Karta of A.P. Hinduja (HUF)	Promoter Group	1,34,523	0.26
9	Vinco S. Hinduja	Promoter Group	1,41,515	0.27
10	Shanoo S. Mukhi	Promoter Group	2,213	0.00
11	Hinduja Group Limited	Promoter	1,86,00,791	35.44
12	Hinduja Group Ltd. Jointly with Hinduja Realty Ventures Ltd. (as demat Alc holder & Partners of Assia Exports)	Promoter Group	20,14,490	3.84
13	Hinduja Realty Ventures Limited	Promoter Group	34,04,492	6.49
14	Assis Corporation LLP	Promoter Group	4,17,809	0.80
15	Hinduja Properties Limited	Promoter Group	67,569	0.13
16	Amas Mauritius Limited	Promoter Group	65,29,371	12.44
17	Hinduja Finance Limited	Promoter Group	19	0.00
	Total		3,49,71,750	66.63

Preson Adarg in Content as derined under SED (Substation Adjustment on States and Intervens) regulations, 2011.

Note: The Company has allieful \$3795 Equity shares pursuant to exercise of ESOPs, on December 21, 2022 and accordingly, only percentage shareholding of Promoter and Promoter Group changed from 66.63% to 66.59%.

Sr. No.	Name of Directors	Number of Equity Shares held	% of Shareholding	Name of the Company(ies)
1.	Mr. Ashok Parmanand Hinduja*	1,90,450	0.36	Hinduja Group Limited Hinduja Realty Ventures Limited Hinduja Finance Limited

If Held through multiple Demat Accounts as indicated in the table above.
Mr. Ashok P. Hindyla is also a director in Hindyla Group Limited, Hindyla Realty Ventures Limited and Hindyla Finance Limited, being companies forming part of the Promoter and Promoter Group.

Sr. No.	Name of Directors/ Key Managerial Personnel	Designation	Number of Equity Shares held	% of Shareholding
1.	Mr. Ashok Parmanand Hinduja	Chairman (Non- executive Director)	1,90,450	0.36
2	Dr. Ganesh Natarajan	Independent Director	1,158	0.00
3	Mr. Partha DeSarkar	Whole-time Director	1,00,836	0.19
4	Mr. Srinivas Palakodeti	Chief Financial Officer	38,474	0.07
	Total		3.30.918	0.62

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Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
18/04/2007	Demergen#	29,193	10	10	2,91,930	29,193
19/03/2015	Gift	5,45,000	10		Other than cash	5,74,193
07/03/2022	Bonus Share	5,74,193	10		Other than cash	11,48,386
14/12/2022	Scheme of arrangement*	2,32,949	10	271	6,31,49,067	13,81,335
	Total	13.81.335				

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
18/04/2007	Demerger#	1,77,242	10	10	17,72,420	1,77,242
07/03/2022	Bonus share	1,77,242	10	- 1	Other than cash	3,54,484
14/12/2022	Scheme of arrangement^	84,400	10	271	2,28,79,573	4,38,884

3. Mr. Shom Ashok Hinduja

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	issue price/ cost price (₹)	(Cash, other than cash)	Cumulative no. of Equity Shares
18/04/2007	Demerger#	1,40,007	10	10	14,00,070	1,40,007
07/03/2022	Bonus Share	1,40,007	10		Other than cash	2,80,014
14/12/2022	Scheme of arrangement^	66,669	10	271	1,80,73,103	3,46,683
	Total	3,46,683				

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
18/04/2007	Demerger#	5,32,483	10	10	53,24,830	5,32,483
07/03/2022	Bonus Share	5,32,483	10		Other than cash	10,64,966
14/12/2022	Scheme of arrangement^	2,36,659	10	236	5,58,48,899	13,01,625
	Total	13,01,625				

5. Mr. Ashok Parmanand Hinduja; and Ashok Parmanand Hinduja Jointly with Harsha Ashok Hi

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
18/04/2007	Demerger#	76,913	10	10	7,69,130	76,913
07/03/2022	Bonus Share	76,913	10		Other than cash	1,53,826
14/12/2022	Scheme of arrangement^	36,624	10	271	99,28,424	1,90,450
	Total	1,90,450				

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
18/04/2007	Demerger#	54,327	10	10	5,43,270	54,327
07/03/2022	Bonus Share	54,327	10		Other than cash	1,08,654
14/12/2022	Scheme of arrangement^	25,869	10	271	70,12,843	1,34,523
	Total	1.34.523				

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	(Cash, other than cash)	Cumulative no. of Equity Shares
31/03/2001	Purchase	4,81,263	10	29.11	1,40,09,566	4,81,263
31/03/2001	Purchase	15,46,362	10	290.00	44,84,44,980	20,27,625
31/03/2003	Purchase	3,32,289	10	47.00	1,58,18,691	23,59,914
28/03/2006	Purchase	95,000	10	488.33	4,63,91,350	24,54,914
29/03/2006	Purchase	97,125	10	492.70	4,78,31,149	25,52,039
31/03/2006	Purchase	8,00,410	10	15.00	1,20,14,154	33,52,449
09/10/2006	Purchase	1,25,000	10	526.02	6,57,52,500	34,77,449
10/10/2006	Purchase	75,000	10	528.71	3,96,53,250	35,52,449
09/07/2009	Purchase	2,00,000	10	285.43	5,70,86,000	37,52,449
09/07/2009	Purchase	2,00,000	10	285.43	5,70,86,000	39,52,449
29/09/2009	Purchase	3,22,280	10	521.90	16,81,97,932	42,74,729
10/11/2009	Purchase	6,25,000	10	545.93	34,12,08,749	48,99,729
11/11/2009	Purchase	2,00,000	10	545.91	10,91,83,741	50,99,729
12/11/2009	Purchase	1,25,000	10	556.67	6,95,84,771	52,24,729
15/03/2013	Purchase	5,23,812	10	275.30	14,42,05,444	57,48,541
24/06/2019	Purchase	70,000	10	637.81	4,46,46,861	58,18,541
19/03/2021	Purchase	10,40,000	10	1,210.60	1,25,90,30,554	68,58,541
05/10/2021	Purchase	60,000	10	2,851.00	17,10,72,665	69,18,541
07/03/2022	Bonus Shares	69,18,541	10	-	Nil	1,38,37,082
11/03/2022	Purchase	4,17,809	10	1,130.00	47,23,25,909	1,42,54,891
06/12/2022	Scheme of arrangement ^a	43,45,900	10	797.00	3,46,15,78,283	1,86,00,791
	Total	1,88,00,791				

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
07/03/2022	Bonus Shares	20,14,490	10	Nil	Nil	2014490
	Total	20,14,490				

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
05/10/2021	Purchase	3,00,000	10	2,851.21	85,53,63,324	3,00,000
07/03/2022	Purchase	8,14,490	10	1,130.5	92,07,84,976	11,14,490
07/03/2022	Bonus Shares	3,00,000	10		NII	14,14,490
11/03/2022	Purchase	6,00,000	10	1,130.48	67,82,89,709	20,14,490
21/03/2022	Purchase	6,00,000	10	1,090.46	65,42,79,454	26,14,490
06/12/2022	Scheme of arrangement^	7,90,002	10	877.63	69,33,33,601	34,04,492
	Total	34,04,492				

0. Aasia Corporation LLP									
Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares			
07/03/2022	Bonus Shares	4,17,809	10	Nil	Nil	417809			
1	Total	4.17.809							

Date of the Acquisition	Nature of transaction	No. of equity shares	Nominal value (₹)	Issue price/ cost price (₹)	Consideration (Cash, other than cash)	Cumulative no. of Equity Shares
06/12/2022	Scheme of arrangement^	67,569	10	1,007.62	6,80,84,211	67,569
	Total	67,569				

- extends blanchoines assurdowed by reliar behaltent Company Lan Historia, Municipliench ride Order dated howester 11, 2022.

 CONFIRMATIONS FROM THE COMPANY AS PER THE PROVISIONS OF THE SEBI BUYBACK REGULATIONSAND THEACT:
 Company confirms that.

 A Equily Shares are obtained and the service of the specified securities including by way of a feet of securities and the security of the

- is officed.

 7.6. there are no defaults subsisting in the repoyment of deposits accepted either before or effect the commencement of the Act, interest payment thereor, redemption of deheniums or interest payment thereor, or redemption of deheniums or interest payment thereor, or redemption of preference shares or payment of dividend due to any or bearing Company; In case any such default has ceased to subsist, a period of more than three years has lapsed.

 7. the Company shall not use borrowed funds from banks or financial institutions in fulfilling its obligations under the Buyback;

 7.8. the Company shall not disselved funds from banks or financial institutions in fulfilling its obligations under the Buyback;

 7.8. the Company shall not directly or indirectly purchase its Equity Shares through any subsidiary company including its own subsidiary companies, if any or through any investment company or group of investment company.

- Ompany induces a some second of the control of the control of the control of the company is in compliance with the provisions of Sections 92, 123, 127 and 129 of the Companies Act;
 7.10. the Company shall not Buyback the locked-in Equity Shares and non-transferable Equity Shares



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- 7.13. the consideration for the Buyback shall be paid only by way of cash:
 7.14. the Buyback Size I.e., 17020,00,000 (Rupess One Thousand and Twenty Crore only) does not second 25% for the agregated for the Ray peal due Egully Shane capital and free reserves of the Company, as per audited condensed standalone instern financial statements and audited condensed condensed condensed standalone instern financial statements for Company as one September 30, 2022.
 7.15. the Equity Shares proposed to be purchased under the Buyback I.e., 00,00,000 (Sixty Luca) Equity Shares the one conceded 50% of the botal number of Equity Shares the polarious Equity Shares the solar exceed 25% of the botal number of Equity Shares the Shares Capital of the Company as on the date of the Board meeting bed under the Companies Act and rules made the remoder and SEEI Blay black Regulations.
 7.16. the Buyback shall not result in deliating of the Equity Shares from the Slock Exchanges;

- Shares does not exceed 25% of the total number of Equity Shares in the paid-up Equity Shares
 Capital of the Company so not he total of the Board meetingbad under the Companies Act and
 Capital of the Company so the detail of the Board meetingbad under the Companies Act and
 Title the Bulgwads hain creasult in delaing of the Equity Shares from the Stock Exchanges.
 Title there is no pendency of any scheme of amalgametion or compromise or amargament pursuant to
 Title the Bulgwads hain creasult in delaing of the Equity Shares from the Stock Exchanges.
 Title the Bulgwads would be subject to the condition of maintaining minimum pablic shareholding
 requirements as specified in Regulation. 30 of the SEBI Listing Regulations and under the
 Sacurilles Contracts (Regulation) Blaves, 1967, as amendinating minimum pablic shareholding
 requirements as specified in Regulation. 30 of the SEBI Bulgwads. Regulations and under the
 Sacurilles Contracts (Regulation) Blaves, 1967, as a manufacture of the Sebi Bulgwads. Regulations by the
 Company, the nonice deposited in the accrows account in full or in part that be forfeited and
 Tourished prior rate amongst the security-holders who accepted the often and basinos, if any, shall
 distributed prior rate amongst the security-holders who accepted the often and basinos, if any, shall
 distributed by the Company the Security Shares which is period of one specified the first and basinos, if any shall not make any offer of buly back within a period of one specified the specified or specified the specified of the specified the specified or spec
- pinion that: mmediately following the date of the board meeting dated December 19, 2022 ("Board Meeting") and the date on which the results of the postal ballot including e-voting for the proposed Buyback vill be announced, there will be no grounds on which the Company could be found unable to pay its
- debte: as regards the Company's prospects for the year immediately following the date of the Board Meeting and the date on which the results of the postal ballot including a-voting for the prospect Subjects. Will be amounced, and having regard to the Board's interfice with respect to the Subjects. Will be amounced, and having regard to the Board's interfice with respect to the Subjects. Will be amounced, and the property regard to the Board's interfice with respect to the financial resources which will, in the Board's view, be available to the Company during that year, the Company with be able to meet it is liabilities as and when they fall due and will not be rendered insolvent within a period of one year from that date, and in forming the opinion as altereased, the Board has taken into account the liabilities (including prospective and configurate liabilities) as if the Company were being wound up under the provisions of the Companies Arc of the Interview or admittance of the Companies Arc, as the beas may less of the Companies Arc of the Interview or admittance or an account the liabilities (including prospective and configurate liabilities) as if the Company were being wound up under the provisions of the Companies Arc of the Interview or admittance of the Southern Arc of the Interview or admittance or an account the liabilities (including prospective and configurate and the Arc of the Companies Arc of the Interview or admittance or account the liabilities (including prospective and configurate and the Arc of the Interview or admitted to the Arc of the Interview or account th
- REPORT ADDRESSED TO THE BOARD OF DIRECTORS BY THE COMPANY'S STATUTORY
 AUDITORS
 The text of the report dated December 19, 2022 received from M/s. Haribhaktil & Co. LLP, Chartered

 - Hinduja House, 171 Dr. Annie Besant Road, Worli, Mumbai-400018

- Independent Auditor's Report on the proposed buy-back of equity shares by Hinduja Global Solutions. Limited pursuant to the requirements of Clause (rt) of Schedula I of the Securities and Exchange Board of India (Suy-Back of Securities) Regulations, 2015, as amended (rthe Securities and Exchange Board of India (Suy-Back of Securities) Regulations, 2015, as amended (rthe Securities) Regulations, 2015, as amended (rthe Securities) Regulations, 2015, as a maneded (rthe Securities) Regulations, 2015, as a seminated (report of the Securities) Regulations, 2015, as a seminated (report of the Securities) Regulations, 2015, as a seminated (report of the Securities) Regulations, 2015, as a seminated (report of the Securities) Regulations, 2015, as a seminated (report of the Securities) Regulations, We have been capacited by the Management of the Company to provide a report of the accompanyly Annexure A-Companision of amount of permissible capital injuries to the Securities Regulations, which is a seminated to the Securities Regulations, which is a separate to the Securities Regulations, the Regulations (Revisitation referred to a the Statement), based on Special purpose confinence interin standalone and consolidated financial statements, 1-3. Statement has been propared by the Management of the Company and has been intitiated by us for identification purpose only.

 Management Responsibility
- referred as 'Interin financial statementa', This Statement has been propaged by the Management of the Compayar (has been initiated by user friendfiction) propose only.

 Management Responsibility

 Management Responsibility

 The Statement of Statement in accordance with seadors 68 (2) (c) of the Act and in compliance of the propagation of the Statement in accordance with seadors 68 (2) (c) of the Act and in compliance of the Statement of the Management (including the computation of the amount of permissible capital payment, as adressald, the preparation and maintenance of statement of the Statement and spolying an appropriate besis of proparation; and making estimates that are accordance to the Compliance of the Compliance of the Statement of SEBI Buy-Back Regulations, the relevant provisions of the Act, The Companies (Shere Capital and Debentum) Pulses, 25 of its centuring that the Company compliance of the Company and to form an opinion on masonable grounds that the Company will be able to pay its debta on within the result of sead of the Company was provided in the Statement of the Act, The Company and one was then the Statement of the Act and the Statement

- Persuant to the regulements of the SEBI Buy-Back Regulations, it is our responsibility to provide reasonable assurance on the following:

 a) whether we have inquired into the state of affairs of the Company in relation to the audited interim financial statements are for of the six morthles priced ended September 30, 2022, b) whether the amount of permissible capital payment, as stated in the Statement, has been properly determined considering the interim financial statements, in accordance with section properly determined considering the interim financial statements, in accordance with section properly determined considering the interim financial statements, in accordance with section properly determined considering the interim financial statements, in accordance with section and the properly of the section of the properly of the section of the properly of the state of Directors of the Company, in their meeting dated December 19, 2022, have formed the opinion, as specified in disease; (or) of Schodule I to the SEBI Buy-Back Regulations, on reasonable grounds that the Company will not, having regard to its state of affairs, be rendered included within a period of one year from date of the Board withering and even from the date of the Prostal failed Presculture.

 The Interim financial statements referred to paymage 3,2 above, which we have considered experiments as the conducted in accordance within the Standards require the Interior and Certain Confidence and conducted in accordance within the Standards require that we plan and perform the audit to obtain researches assurance about whether the financial statements are feel of measurement.
- secretaria.

 secure of the procedure selected depend on the auditorial secure of the point of the procedures selected depend on the auditor's ing the assessment of the risks associated with the Reporting Criteria. While, we have performed the following procedures:

 to the state of affairs of the Company with reference to the interim financial of the Company with reference to the interim financial.
- Incigured not the date of definite of the Company with reference to the Interferent financial sentences.
 Incident resistances of the meeting of the Board of Directors of the Company had on
 Boernheer 15, 2022 and incigared if the Board of Directors of the Company, in the sale
 meeting have formed the opinion, as specifical incluses (o) of Schodule Is to the SEBI
 Buy-Back Regulations, on reasonable grounds that the Company will not, having regard
 to be state of affairs, be rendered insolvent within a period or the Postal Ballot Resolution;
 Teamined authorisation to toy-back them the Active of Association of the Company,
 Camined authorisation to toy-back them the Active of Association of the Company,
 Camined authorisation to toy-back them the Active of Association of the Company,
 Teamined authorisation to toy-back them the Active of Association of the Company,
 Teamined authorisation to toy-back them the Active of Association of the Company,
 Teamined authorisation to toy-back them the Active of Association of the Company,
 Traced the amounts of paid up equity share capital, relatined earning, securities premium
 and general reserves as amendoned in Statement from the Interferent financial statement;
 Verified the authorisation of paid up equity share capital, relatined earning, securities premium
 and general reserves as amendoned in Statement from the Interferent financial statement;
 Verified the authorisation accounts of the Company, as of execution
 and the Company, as a foresaid.

- pany, as accressic, hat all the equity shares for buy-back are fully paid-up; Directors' declarations for the purpose of buy-back and solvency of the

- We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes (Revised 2016) (the 'Guidance Note') issued by the ICAI. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the ICAI.

- rendered insolvent within a period of one year from the date of the Board Meeting and even from the date of the Potalal Ballot Resolution.

 Restriction on distribution or use

 Our work was period solicity to assist you in meeting your responsibilities with reference to compliance with the provisions of section (8, other applicable provisions of the Act read with The Companies (Shree Capital and Destructions) Rules, 2011 (e.g. carried and Shree Potal Resolutions, pursuant to the processed buy-back of equity shares of the Company, Our obligations changed by, any other role we may have for may have been also auditors of the Company or obherviers. Nothing in this experience of the Company or otherwise, Nothing in this expect of their spect, will extend any day of care we may have no us capacity as auditors of the Scorpany. This report is addressed to any provided to the Board of Directors of the Company solely for the purpose of mabing this comply with the attensact requirements and to include this report, pursuant in the requirements of the SEBB Up-Back Regulations in the QP Potata Ballot rocker, louding the explanately statement to be a reviewed to the rocker of the ECM pursuant to Section 102 of the Act to the requirements of the Company, which will be laid with the Register of Companies or capacity by terms, the satisfact object of the report of the Depository Limited and the Central Begolatory for the purpose of right justiment, the Securities and Exchange Board of Indica SEBB. Section (field) Limited for the purpose of online Limited (NSE) and the Marchael Banies to the buy-back appointed Section (field) Limited for the Period of India Limited (NSE) and the Marchael Banies to the buy-back appointed by the Company, SEBB. Section (field) Limited for the Period of India Limited (NSE) and the Marchael Banies to the buy-back appointed by the Company, SEBB. Section (field) Limited for the Period of India Limited (NSE) and the Marchael Banies to the buy-back appointed by the Company, SEBB. Section (field) Limited fo
- (Setb.), and the control of the boy-back representations of the control of the co
- For Haribhakti & Co. LLP Chartered Accountants ICAI Firm Registration No.103523W/W100048
- Partner Membership No. 118970 UDIN: 22118970BFZKTS9582

Computation of amount of permissible capital payment towards buy-back of equity shares of the compliance with Section 68(2)(c) of the Act and Regulation 4(i) of the SEBI Buy-Back Regulations cells runness condingered in

Particulars	Amount as per the Standalone Financial Statements	Amount as per the Consolidated Financial Statements	
a. Paid-up equity share capital as at September 30, 2022	(A)	41.80	41.80
Free reserves as per Section 68 of Companies Act, 2013			
Retained Earnings	{B}	3,618.57	7,128.15
General Reserve	(C)	538.98	538.98
Securities Premium	{D}	14.26	14.26
Foreign Currency Translation Reserve adjusted in retained earnings during IND AS adoption	(E)	(35.48)	(138.96)
Exchange Fluctuation on Loans	(F)	(40.27)	-
Total Free Reserves as at September 30, 2022*	(G = B+C+D-E-F)	4,096.06	7,542.43
c. Share Application Money Pending Allotment	(H)	10.69	10.69
Total of Equity paid-up capital and free reserves as at September 30, 2022	{I = A+G+H}	4,148.55	7,594.92
Maximum amount permissible for buyback under Section 68(2)(c) of the Act read with Regulation 4 (1) of the SEBI Buy-Back Regulations, i.e., 25% of the total paid-up capital and free reserves	{J = 1 x 25%}	1,037.13	1,898.73

- * Not Adjusted for unrealised foreign exchange gain/loss arising in the normal course of operating activities of the Company.

 Notes: I The Budy-side proposal is authorised by the article of association of the Company and has been approved by the Budy of the Budy of Company and has been approved by the Budy of Company.

 Supposed the sharpholders of the Company.

- participating in the Biophack. Even if the Biophac Shareholder obes not receive the Latter of Offer along with a trader form, the Eligible Shareholder may participate and index the tares in the Biophack.

 In Eigelity Sharea proposed to be bought back by the Company as part of the Biophack are divided and the Company as part of the Biophack are divided.

 In Eigenity Sharea proposed to be bought back by the Company as part of the Biophack are divided and the Company as part of the Biophack are divided and the Company as part of the Biophack are divided and the Eligible Shareholder.

 In Research category for disma Shareholder (edited for the Company as part of the Biophack Regulations, a. "Small Shareholder" in a data the Eligible Shareholder.

 A sc defined in Regulation 2(10) of the SEBI Biophack Regulations, a. "Small Shareholder" in a characteristic of the State of the Company proposes to buyback or number of Equity Shares evilent the Eligible Shareholder and the Shareholder as the American Shareholder as the Shareholder and the S

shareholders are not available, the Registrar to the Buyback will check the sequence of the name of the join holders and dub together the Equity Shares held in such cases where the sequence of the name of the John Shareholder of the Shareh

मुंबई, मंगळवार, ३१ जानेवारी २०२३ | ११

- accounts, the tender through a demat account cannot exceed the number of Equity Shares held in that domat account.

 1. The Equity Shares tendered as por the entitlement by the Eligible Shareholders as well as additional Equity Shares tendered, a flaw, will be accepted as per the procedure indid down in the SEBI Buyaback Regulations. The settlement under the Buyback will be down using the mechanism conflicted under the SEBI Elicinalism.

 2. Detailed instructions for participation in the Buyback (lender of Equity Shares in the Buyback) as well as the relevant intendals will be included in the Letter of Offer which will be sent in due occurse to the Eligible Shareholders. Eligible Shareholders which have registered their email is with the Eligible Shareholders within the control of the through electrical reasons. If Eligible Shareholders within the ordinary of the Letter of Offer, they may send a request Eligible Shareholders which have one gladgered their demail of the through electrical reasons. If Eligible Shareholders which have one registered their email is with the depositories? Company, the Letter of Offer which the expension reasons. If

- Letter of Offer shall be dispatched through physical mode.

 PROCESSA NOM ENTRODIC CONFTON ENTRODICS.

 The Buyback is open to all Eligible Shareholders / Beneficial owners of the Company, i.e., the shareholders who on the Record Date were holding Equity Shares either in physical form ("Physical Shares") and the beneficial owners who on the Record Date were holding Equity Shares in the dementalizated form ("Emerical Shares") and the beneficial owners who on the Record Date were holding Equity Shares in the dementalizated form ("Emerical Shares") in the shareholders are referred to as the ("Eligible Shareholders"). Any person who does not hold Equity Shares of our Company as on contribution of the Shares of the Company and the shares of the Company and the referred to the contribution of the Shares of the Company and the referred to the Company of the Shares of the Company of the Shares of the Company of the Company of the Shares of the Company of the Shares of the Share

- and the SEB Buyback Regulations, and as may be determined by the Board (including the Buyback Commission and the Buyback Commission as may be permitted by the Action of the Buyback Commission of the Buyback would be made by the Company The context details of the Company Betware as follows:

 Motified Devel Flores September 10 of the Buyback Commission of the Buyback would be made by the Company The context details of the Company Betware as follows:

 Motified Devel Flores September 10 of the Buyback would be made by the Company The context details of the Company Betware as follows:

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 Motified Devel Flores September 10 of the Buyback would be made by the Company and Betware 10 of the Buyback Commission of the Buyback Company Betware 10 of the Buyback Company Betware 10
- stock brower to be normalisation with applicatels law!) In case the significe shareholders are unable to register step in Configured Charthy from Jan 19 with the Still registered block broker; pigule 6 shareholders in equality of the stock of the configured block broker; pigule 6 shareholders from the configured block broker; pigule 6 shareholders from the configured block of the configu

- 11.12.1 Eligible Shareholdens who desires to tender heric Equity Shares held by them in dematerialised from under the Unifsective of the Unifsective Shares have respective Sealth Verimeter by indicating the the concentral Sealer Member, the desired of Equity Shares have interest to tender under the behavior of the Comment of the Comme

- form:
 In accordance with the SEBI circular no. SEBIHOCFD/CMOM 1/CIRP/P22001/44 dated July 31, 2020, the physical shareholders are allowed to lender their shares in a buybest, undertaken through the Intender offer route. However, such undertaken plant be as per the provisions of the SEBI subjects. Regulations and terms of Letter of Offer.

 11.13.1.Eiglieb Sembedders who are folding physical. Eigliy Shares and intend to participate in the Buybsack will be required to approach their respective Seller Member along with the complete set of occuments for verification procedures to be carried out before placement of the bid, including (i) the lender form duly signed by all Eligible Shareholders (in case shares are in joint names, in the same order in which they phote the shares), (or) quality Europe Seller (in case shares are in joint names, in



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महाराष्ट्र

मुंबई, मंगळवार, ३१ जानेवारी २०२३

transfer form(s) Form SH-4 duly filled and signed by the transferors (i.e. by all registered Eligible Shareholden in the same order and as per the specimes nignature registered with the Company) and duly wilnessed at the appropriate places authorizing the transfer in featur of the Company; (vi) self-attested copy of the PAN card of all the Eligible Shareholders () any other relevant documents such as, but not limited to, duly attested power of attorney, corporate surborization (including board resolution/specimen signature), notarcade copy of death excellental and succession certificates or proteided will, if the address of the Eligible Shareholder has deceased, etc., as applicable, in addition, if the address of the Eligible Shareholder has managing on a change from the address angitised in the Register of Manhera of the Company, consisting of any one of the following documents: valid Aachter Card, Voter Identity Card or Pressort.

the Eligible Shareholder would be required to submit a self-attented copy of address proof occasions of any one of the following documents: valid Anther Card, Valor Interfly Card or Perspect.

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- 12.1. The selferment of three base of acceptance as per-Schill bullyack (regulations):
 12.1. The selferment of three shall be carried out in the manner similar to selferment of trades in the activation of three shall be carried out in the manner similar to selferment of trades in the 12.2. The Company will pay the consideration to the Company's Broker who will transfer the consideration presenting to the Bullyack to the Clearing Corporation's Bank secount as per the prescribed schedule. The selferment of fund obligation for Dernat Shares shall be affected as per the SEEI circulates and as prescribed by SEE and the Clearing Corporation from time to time. For Dernat Shares accepted under the Bulyack, such beneficial owners will nockey fund as payed in the shall be accepted to the prescribed size of the company o

iven to their respective Seller Members settlement bank account for onward transfer to the ble Shareholders. For this purpose, the client type details would be collected from the

on goen to that response select valent desirations desirated and account or drawler stander for the Eligibit Shimerobloum. For this purpose, the client lyage details would be codecided from the 12.4. The Equity Shares bought back in demail form would be transferred directly to the demail secrow excount of the Company operand for the Bulyade (the "Company Membra Account") provided it is indicated by the Company's Broker or it will be transferred by the Company's Broker to the Company beam Account on receipt of the Equity Shares from the clearing and selflement mechanism of BSE.

12.5. Eligibit Sharesholder will have be seen that they knop that depository participant ("DPI") (12.5. Eligibit Sharesholder will have be seen that they knop that depository participant ("DPI") (13.6. Eligibit Sharesholder would be seen that they knop that depository participant ("DPI") (14.6. Eligibit Sharesholder would be care that they knop that depository participant ("DPI") (14.6. Eligibit Sharesholder should be considered from the Equity Shares, due to rejection or due to non-ignitial acceptance of thaters under the Buyback, Ecoses Equity Shares or unaccepted Equity Shares, in General control of the Equity Sharesholders would be transferred by the Clearing Corporation or directly to the respective Member's depository part of count of review of team the sunt Figure Harmsferred to the Selective Member's depository part of count of review of team the sunt Figure Harmsferred to the Selective (15.6. The season of the Company of the Resignary of the Resignary of the Resignary of the Resignary of the Team of the Equity of the Counter to the Counter of the Company of the Resignary of the Resignary of the Resignary of the Resignary of the Team of the Equity of the Counter of the Equity of the Selective of the Resignary of the Team of the Equity of the Selective of the Team of the Counter of the Equity of the Resignary of the Resignary of the Resignary of the Team of the Equity of the Selective of the Team of the Resignary o

target depository to the extent of accopted told shares from Eligible Shareholder's demail account at margin certail it to Clearing Corporation settlement account in target depository on a continuation of continuation of the c

mntug srobal Solutions Limited Address: Hinduja House, 171, Dr. Anile Besant Road, Worli, Mumba Maharashira. Tel. No.: +91 22 8136 0407 E-mail: investor:relations@lbamhga.com Website: www.hgs.cx CIN: L92199MH99SPLC098610

RARTO THE BUYBACK / INVESTOR SERVICE CENTRE
of any queries, shareholders may also contact the Registrar to the Buyback during
urs i.e. 10.00 a.m. to 5.00 p.m. on all working days except Saturday, Sunday and
officiance at the Central Conductor of the Central Cent

KFINTECH

Kfin Technologies Limited (formally know Address: Selenium Tower B, Plot 31-32, Find Commonly, Hyderabad - 500 032

ntech.com Validity Period: Permanent

0000221 CIN: L72400TG2017PLC117649



त्रंबकेश्वर : जन्मोत्सवानिमित्त गंगा गोदावरी मूर्तीची झालेली पूजा.

गंगा गोदावरीचा जन्मोत्सव साजरा त्र्यंबकेश्वर, (जि.नाशिक) : ब्रह्मगिरी पर्वतावरील मूळ स्थानी गंगा गोदावरी जन्मोत्सव साजरा करण्यात आला. गंगा गोदावरी मंदिर विश्वस्त मंडळातर्फे जनात्वय साजरा परण्याता जाठा, नमा गांवावरा नादा, वरचला मञ्जाणत्व हा कार्यक्रम झाला, गंगाद्वार येथे गोंवावरीची पूजा आणि जन्मोत्स्वाची आरती करण्यात आली, दक्षिणवाहिनी गोंदावरीचा जन्मोत्स्व २ फेब्रुवारीपर्यंत विविध उपक्रमांनी साजरा होणार आहे.

मुख्यमंत्री सचिवालय कक्षाची दुरवस्था

ु नाशिकः मागील महिन्यात मोठा गाजावाजा करत जिल्हाधिकारी स्तरावर मुख्यमंत्री सचिवालय कक्ष सुर करण्यात आला. मात्र कक्ष सुरु होऊन महिना झाला नाही तोच कार्यालयातील कर्मचान्यांची बदली होऊन संगणकही गायब झाले आहेत. परिणामी, हा कक्ष म्हणजे केवळ दिखावा उरला आहे.

दोन चिमुकल्यांचा नदीपात्रात बुडून मृत्यू बळापूर (जे.अकोळा) बळापूर शहरतून वाहणाचा मननदी पात्रत बुडून दोन पिमुक्त्वांचा दुर्दी मृत्यु हाल्यांची घटना घडली. पारत सेवींक ऑफिक बीजमित्ती केट्या अधिकाचीया हरणात्रीणायुक्त पिक्क्वांचा जीव मेळा असल्याचा आरोप नागरिकांनी केळा आहे. गणावांची स्थिती निर्माण झाली होती.

व्यावसायिक मधमाशीपालन व मध प्रक्रिया

पावसायिक मंद्रमाशीपालने व मंद्र प्राप्ति स्वाप्ति स्वापति स्वाप्ति स्वापति स्वाप्ति स्वाप्ति स्वापति स्वा

करावा, मध उत्पादन घेण्यापासन ते मधमाशीपालनात उद्योजक कसे व्हावे. करावा, मध उत्पादन घेण्यामासून ते मध्यामाणीयालाग उग्रोजक कसे वहाते वार्याययां मार्गस्तंत्रस्य कार्यस्तात्रा ३, ४ व ६ भक्तुवारी रोजी आसोकिली आहे. जवात मध्यासांचे महत्त्व, विविध जाती, जीवनचळ, वबाहातीचे व्यवस्थारन, मध्यासां हाताव्यां, काळजो, मध्यासांचे प्रत्यक्षात्र उत्पर्यार्थ, मध्य प्रक्रिया, मध्यासांचे हाताव्यांचे, अकार्यां, मध्यासांचे व्यवस्थात्वा अस्त्राय्वा अस्त्रायं त्राच्या अस्त्रायं त्राच्यां अस्त्रायं त्राच्यां अस्त्रायं त्राच्यां कार्यायं कार्यं कार्यायं कार्यं कार्यं

व्यावसायिक बंदिस्त शेळी-मेंढी पालन

मटणाचा व्यवसाय करणाऱ्यांना बोकड, मैंक्या (बोल्हाई) विक्री, जातिवंत बोकड तयार करून त्यांची विक्री असे आर्थिक उत्पन्न वावविण्याचे विविध पर्याय यात्रार अरुव्यत्न होंड अरुवतात. या व्यवसायावायाव माहितो करून देणारी कर्मयाव्या ४ व ५ पेटा के जाति का जाति का जाति का कर्मायाव्या विश्व जाती, निवड, कराडांचे व रोठो-मेदीचे शास्त्रोकत संगोपन, गोठा व्यवस्थानन, व्यवसायाचे अर्थशास्त्र, आजार व उपाययोजना, लसीकरण, शासकीय योजना व अनुदान इ.विषयांचा समावेश आहे. प्रात्यक्षिक अनुभवासाठी उत्तम व्यवस्थापन असलेल्या शेळी व मेंढी फार्मला शिवार फेरीचे आयोजन आहे. जेवण, चहा

असलरण्या राळा व मधा भागला शतावा भराव आवाजन आह. जवज, च प्रमाणपत्रासह प्रतिव्यक्ती शुल्क ४५०० रुपये. नावनोंदणीसाठी संपर्क : ११४६०३८०३१ (ठिकाण : सकाळ मीडिया सेंटर, सकाळनगर, गेट नं. १, बाणेर रोड, ऑंध, पुणे)

सर्वाधिक महाग वीज महाराष्ट्रात!

तरीही दरवाढीचा अट्टहास : सर्वसामान्यांचे मोडणार कंबरडे

औरगाबाद, ता. ३० :
महावितरणचा प्रष्ट करभार आणि
नाकरोणमापुळे देशातीच कुरुव्याही प्राथ्यपेक्षा सर्वात क्राम्याच्या प्राथ्यपेक्षा सर्वात क्राम्याच्या वा स्व महाराष्ट्राहा आहे. देशातीच सर्व राज्यान स्वस्त बोंच देशा येत तर महावितरणव्य का देशा येत नाही, असा प्रस्न आशा सर्वयामान्यांतृत विचारक जात आहे. ६७ कृतर कोळे स्थाप्त चुट भक्त

काढण्याच्या नावाखाली वीज नियामक आयोगाकडे वीज दरवार्ढसाठी याचिका आयागाकड वाज दरवादसाठा याजिका सादर केव्ही आहे. माध्यमांमध्ये बाताच्या येताच महावितरणने खुल्लासा केव्हा. सहा वर्षातील महसूली तृट भरून काढण्यासाठी दरवाढ प्रसावित केली असून ही सरासरी प्रस्तावित दरवाढ एक रुपयाच्या जवळपास आहे, असा दावा महावितरणचे स्वतंत्र संचालक विश्वास पाठक यांनी केला आहे. मात्र,

पगप जाह	arream:				रुपयात		
राज्य	सुरवातीचा दर (१०० युनिटपर्यंत)	अधिक दर (५०० युनिट पुढे)	राज्य	सुरवातीचा दर (१०० युनिटपर्यंत)	अधिक दर (५०० युनिट पुढे)		
महाराष्ट्र	4.38	१५.५६	कर्नाटक	8.89	۲.٦		
आंध्रप्रदेश	8.9	9.09	केरळ	3.24	6.9		
गुजरात	3.04	4.2	मध्य प्रदेश	8.28	8.08		
झारखंड	६.२५	६.२ ५	नागालॅण्ड	8.6	6.00		
बिहार	६. १	6.09	ओडिशा	3.00	ξ.?		
चंडीगड	2.9	४.६५	पंजाब	3.89	6.4		
छत्तीसगड	3.30	6.9	राजस्थान	8.69	6.99		
जम्मू काश्मीर	8.89	3.42	सिक्कीम	2.00	8.00		
दिल्ली	3.00	۷.00	तमिळनाडू	8.9	88.00		
गोवा	१.६	8.9	तेलंगण	8.99-8.0	4.8-80		
हरियाना	2.00	6.8	उत्तर प्रदेश	4.4	0,00		
हिमाचल प्रदेश	8.84	4.64	उत्तराखंड	2.9	६. ५५		

नियोजनाच्या अभावामळे सर्वसामान्य वीजग्राहकांना भुदैंड सहन करावा लागत आहे. वीज हानी कमी लागत आह. वाज हाना कमा करण्यासाठी वीज नियामक आयोगाने घालून दिलेल्या मयदिचे पालन होत नाही. त्यामुळे वीजहानीचा

भार सामान्य ग्राहकांना सोसावा

वीज खरेदीमध्ये शिस्तबद्धता आणावी लागेल तरच राज्यातील वीजग्राहक संतुष्ट होईल. अदाणी पॉवर कंपनीला सर्वोच्च न्यायालयाच्या विर्णयाप्रमाणे २२,३७४ कोटी रुपये द्वावे लागतील. तिजोरीतन दिली पाहिजे. सातत्याने वीज दरवाढ होत राहिली तर राज्यात नवीन उद्योग येणार नाहीत..

कर्जा श्रेत्रातील तन्त्र

बाजार समित्यांच्या निवडणुकीतही आचारसंहिता

जायास्माहसा
नाशिक, ता. ३० : लोकसभा,
विधानसभा तसेच स्थानिक स्वराज्य
संस्थांच्या निवडणुकांना असणाऱ्या
आचारसंहिता आता कृषी उत्पन्न
बाजार समित्यांच्या निवडणुकांना
देखील राहणार आहे. बाजार समितीच्या निवडणकांना यंदा प्रथमच आचारसंहिता लावण्यात येणार आहे

आचारसाहता लाक्य्यात यणार आहे.
निवडणूक खर्चाचा हिशोबही
उमेदवारांना देण्याचे बंधन देखील
लग्न होण्याची शक्यता आहे. बाजार
समिती निवडणूक नियमावलीमधील
बदलाचा याबाबतचा प्रस्ताव पणन संचालनाल्याने मंत्राल्यात विधी व न्याय विभागावके तपासण्यास पाठवण्यात आला आहे. त्यावर येत्या आठवड्यात निर्णय होण्याची येत्या आठवडात निर्णय होण्याची शास्त्रका आहे. त्यानंतर राज्य सहस्करी निवडणुक प्राक्तिरणाकट्टा निवडणुकांची आचारसंहिता निरिचत केरते जाहरू. आता विधी व न्याय विधाग काय निर्णय देत याकडे सर्वाचे सरक्य राज्य हेण्य देत याकडे सर्वाचे सरक्य राज्य हेण्य सर्वाचे सरक्य राज्य हेण्य तेत्व याकडे त्याव होण्य होण्य होण्य स्वाचित्र सर्वाचे सरक्य राज्य होण्य सर्वाचे सरक्य राज्य होण्य सर्वाचे सरक्यांच्या हिस्त्रणाक्यांच्यांक क्या व्याव्य सर्वाच्या निवडणुकाप्रमाणेच कृषी उत्पन्न बाजार समित्यांच्या निवडणुकांना

पुण्यात अल्पवयीन मुलांचा धुडगूस; कोयत्याने वार

पुणे, ता. ३० : अल्पवयीन मुलांनी कोयते आणि बांबूने केलेल्या हल्ल्यात दोघेजण गंभीर जखमी झाले. त्यानंतर रिक्षांची तोडफोड करून परिसरात धुडगूस चालत दहशत माजवली.

युड्यूस पाठत पहरता माजपठा. यरबङ्यातील लक्ष्मीनगर परिसरात शनिवारी (ता. २८) रात्री हा प्रकार घडला, याप्रकरणी अब्दल्ला अमीरउल्ला खान (वय १९, रा. लक्ष्मीनगर, येरवडा) याने तक्रार दिली लक्ष्मानगर, बरवडा) यान तक्रार ादला आहे. त्यावरून येरवडा पोलिसांनी तीन अल्पवयीन मुलांबर गुन्हा दाखल केला आहे. पोलिसांनी दिलेल्या

माहताशुसार, अब्दुस्ता आण श्रार मुलांमध्ये सहा महिन्यांपूर्वी फुटबॉल खेळण्यावरून वाद झाला होता. अब्दुस्ता हा त्याच्या दोन मित्रांसोबत रात्री अकराच्या मुमारास लक्ष्मीनगर येथील गल्लीतून दुचाकीवरून जात होता. त्यावेळी या अल्पवयीन मुलांनी दुचाकी अडवून अब्दुल्लावर कोयत्याने वार केले. तसेच, त्याचा मित्र महेश मिश्रा याला बांबूने मारहाण केली. त्यानंतर दोन रिक्षांची तोडफोड करून धुडगूस घालत परिसरात दहशत निर्माण केली.

माथाडी कामगारांचा एक फेब्रुवारीला संप

नवी मुंबई, ता. ३० : महाराष्ट्र सरकारच्या विविध विभागोमध्ये प्रतिविध अस्तरेल्या प्रशांची श्रीऽवण्युक करण्यासाठी आणि संबंधितांच रुख वेषण्यासाठी राज्यातील माणाडी कामागादाचा बुष्टवारी (ता. १ रेक्ट्रवारी) राज्यांचिक संपास विकास महामंडळांचे अध्यक्ष (मंत्री त्यां) नरेंद्र महामंडळांचे अध्यक्ष (मंत्री त्यां) नरेंद्र अण्णासाहेब पाटील यांनी सांगितले. माथाडी भवन येथे आयोजित केलेल्या पत्रकार परिषदेत ते बोलत होते. राज्यात इ६ माथाडी मंडळे आहेत. बृह-मुंबई, ठाणे, रायगड व पालघर जिल्ह्याकरिता एकूण ११ माथाडी मंडळे आहेत.

नागपूर, ता. ३० : विदर्भ साहित्य संघाच्या शताब्दी वर्षानिमित्त वर्षा येथे ३, ४ आणि ५ फेब्रुवारी या कालावधीमध्ये आयोजित ९६ च्या अखिल भारतीय मराठी साहित्य संमेलनाच्या नियोजित कार्यक्रमात पुस्तक प्रकाशन व्यासपीठ उपलब्ध करून देण्यात आले आहे. यामुळे, प्रतिभावंत साहित्यिकांसह नव साहित्यिकांना मानाचा मंच उपलब्ध

साहित्य संमेलनात पुस्तक प्रकाशनाला व्यासपीठ रंगमंचाला माङखोलकर यांचे नाव; नवसाहित्यकांना मानाचा मंच

साहित्यकांना आपके साहित्य प्रकाशित करता यावे मृणून यंदाच्या साहित्य संमेलनामध्ये या विशेष व्यासपीठाचे नियोजन करण्यात आले आहे. या मंचावर १२५ पेक्षा जास्त पुस्तके प्रकाशित होण्याची शक्यता आहे.
- विकास मानेकर, प्रमुख कार्यवाह, अ. भा. मराठी साहित्य संमेलन

नाव देण्यात आले आहे. या ठिकाणी सुमारे ५०० श्रोते बसू शकतील अशी व्यवस्था करण्यात येणार आहे. मावळते संमेलनाध्यक्ष भारत सासणे यांच्या हस्ते पुस्तक प्रकाशन करीत व्यासपीठाचे उद्घाटन होणार आहे. या व्यासपीठावरून लेखक, कर्वीना आपल्या लिखाणाचा खजिना वाचकांना

शुल्क आकारण्यात आले आले आहे राष्ट्रपिता महात्मा गांधी साहित्यनगरीतील राष्ट्रापता महात्मा गांधा साहरवनगरताल या मंचावर गुरुवारी (ता. २) अखिल भारतीय साहित्य महामंडळातर्फे प्रकाशित करण्यात येणाऱ्या 'अक्षयधारा' या अंकाच्या प्रकाशनाने हा मंच साहित्यकांसाठी खुला होणार आहे.



स्वरगंधर्व अवतरणार मोठ्या पडद्यावर

पुणे, ता. ३० : प्रत्येक मराठी ग्रसाच्या हृदयावर कोरलेलं संगीतविश्वातलं भारदस्त नाव म्हणजे सुधीर फडके. आता म्हणां सुधार फडक. आता त्यांच्या आयुष्यावर लेखक-दिग्दर्शक योगेश देशमांडे हे चरित्रपट (बायोपिक) करीत आहेत. त्यामुळे 'स्वरगंधवं सुधीर फडके अर्थात बाबूजी' यांच्या आठवर्णींना उजाळा मिळणार आज इतक्या कारुखंडानंतरही जाणवर्त की, बाबूजींचा संगीत क्षेत्रातला ठसा किती मोठा आणि गडद आहे. नव्या पिदीला ती सुमधुर गणी गावीशी वाटतात, आणि म्हणून नवनवीन गायक कलाकार प्रेक्षकांच्या पसंतीस उतरतात, ही खरंतर बाबूजींच्या कारकिर्दींची जादू आहे, हेच निर्विवाद सत्य. योगेश देशपांडे, लेखक-दिग्दर्शक

आहे, तसेच चित्रपटगीतं, पावगीतं, गीतरामायण्, देशाभक्तीचा जागर करणारे पैलुदार आयुज्य प्रेक्षकांना अनुभवता येणार आहे. ल्प्रहानपणापासून सुधीर फडके, त्यांची गाणी, त्यांचं संगीत, कायमचं

मनात बसले आगण आज इतक्या वर्षातंत्तरही ते अबाधित आहे. म्हणून खरेतर 'बाबूजी' या प्रेमक नावानी सुधीर फडके अगदी जवळचे वाटतात. बाबूजीविषयी मनात असलेले अनेक रंग, पोत आणि स्वभावाचे पैलू

अधिक कुतूहरू ानमाण करणार आण रंजकता वाढवणारे आहेत. त्यांचा अभ्यास करून दर्जेदार, कसदार संहिता करायत्या सुरुवात केळी आणि दिग्दर्शक म्हणून चित्रपटाच्या चित्रीकरणास मार्चमध्ये सुरुवात होणार असल्याचे देशपांडे यांना सांगितले

असल्याच दशपाड याना सागातल. संगीतकार श्रीधर फडके यांच्याकडून बाबूजींचा जीवनप्रवास जाणून अधिक जवद्भून समजून घेतला आणि एक विलक्षण कुतूहल निर्माण झाल्याचे देशपांडे यांना सांगितले.

पडद्यामागची कहाणी या सगळ्याची दुसरी बाजू मला प्रकर्षानं जाणवत राहते, ती म्हणजे प्रकर्षान जाणवत राहते, ती म्हणजे सुधीर फड़के फक्त त्यांच्या सुमधुर गाण्यांमुळेच प्रेक्षकांच्या लक्षात असतात का? त्यांचं कर्तृत्व, यश, ते कसे मोठे गायक-संगीतकार होते, लहानपणीचे राम फड़के, मोठेपणीचे सुधीर फडके आणि प्रसिद्ध संगीतकार बाबजी, हा प्रवास नेमका कसा झाला? याची पडद्यामागची कहाणी मिळवायचा पड्डामागया कहाणा मळवावया प्रयत्न केला आणि त्यामधून तो प्रवास किती खडतर आहे है उमगले आणि चित्रपटाचे काम सुरू करायचे ठरवले, असे योगेश देशपांडे यांनी सांगितले.