

Date: February 14, 2020

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001

**Scrip Code: 517214**

**National Stock Exchange of India Limited**

Exchange Plaza, Plot No. C/1, G Block  
Bandra – Kurla Complex, Bandra (E)  
Mumbai – 400 051

**Scrip Code: DIGISPICE**

Sub.: **Cessation of associate company - Intimation under Regulation 30 of SEBI  
(Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

This is to inform you that Spice VAS (Africa) Pte. Ltd., ('SVA'), a step-down subsidiary of the Company, has executed a Share Purchase Agreement whereby SVA has agreed to sell its entire 49% stake in its associate company, Ziiki Media SA (Pty) Ltd. (formerly Spice Digital South Africa (Pty) Ltd.) ('Ziiki') to M/s. Karma Trust Group.

Consequently, Ziiki will cease to be an associate of SVA.

As required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the requisite information is enclosed herewith as Annexure 'A'.

You are requested to kindly take the above on record and oblige.

Thanking you.

Yours faithfully,  
for **DiGiSPICE Technologies Limited**  
(formerly Spice Mobility Limited)



**(M. R. Bothra)**  
Vice President - Corporate Affairs &  
Company Secretary



Encl.: as above

**DIGISPICE Technologies Limited**

(Formerly Spice Mobility Ltd.)

**CIN - L72900DL1986PLC330369**

**Regd. Office:** 622, 6 Floor, DLF Tower A, Jasola, Distt. Center, New Delhi - 110025, Tel: +91 11 41251965.

**Corp. Office:** Spice Global Knowledge Park, 19A & 19B, Sector - 125 Noida-201301, Uttar Pradesh, India - Tel: +91 120 3355131

**Email ID:** Complianceofficer@smobility.in | **Website:** www.digispice.com

**Details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

S. No.	Particulars	Details																		
a)	the amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year;	<p>Share of Ziiki Media SA (Pty) Ltd. (formerly Spice Digital South Africa (Pty) Ltd.) ('Ziiki') in the Profit/Loss of the listed entity during the last financial year ended on March 31, 2019:</p> <table border="1"> <thead> <tr> <th>Particulars</th> <th>As Subsidiary (1.4.2018 to 6.2.2019)</th> <th>As Associate (7.2.2019 to 31.3.2019)</th> </tr> </thead> <tbody> <tr> <td>Amount (Loss) in Rs. Lakhs</td> <td>(100.75)</td> <td>(70.41)</td> </tr> <tr> <td>Percentage</td> <td>16.64%</td> <td>11.63%</td> </tr> </tbody> </table> <p>Share of Ziiki in Total Comprehensive Income of the listed entity during the last financial year ended on March 31, 2019:</p> <table border="1"> <thead> <tr> <th>Particulars</th> <th>As Subsidiary (1.4.2018 to 6.2.2019)</th> <th>As Associate (7.2.2019 to 31.3.2019)</th> </tr> </thead> <tbody> <tr> <td>Amount (Loss) in Rs. Lakhs</td> <td>(100.75)</td> <td>(70.41)</td> </tr> <tr> <td>Percentage</td> <td>14.74%</td> <td>10.30%</td> </tr> </tbody> </table>	Particulars	As Subsidiary (1.4.2018 to 6.2.2019)	As Associate (7.2.2019 to 31.3.2019)	Amount (Loss) in Rs. Lakhs	(100.75)	(70.41)	Percentage	16.64%	11.63%	Particulars	As Subsidiary (1.4.2018 to 6.2.2019)	As Associate (7.2.2019 to 31.3.2019)	Amount (Loss) in Rs. Lakhs	(100.75)	(70.41)	Percentage	14.74%	10.30%
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b)	date on which the agreement for sale has been entered into;	Share Purchase Agreement dated February 13, 2020 entered into between M/s. Karma Trust Group, Mr. Arun Nagar and Spice VAS (Africa) Pte. Ltd. (hereinafter referred to as 'SPA').																		
c)	the expected date of completion of sale/disposal;	March 12, 2020 or such further date as the parties to SPA may mutually agree.																		
d)	consideration received from such sale/disposal;	USD 1,470,000/- (United States Dollar One Million Four Hundred and Seventy Thousand Only) payable by Karma Trust Group to Spice VAS (Africa) Pte. Ltd. for sale of 49% stake in Ziiki and to relinquish its rights to acquire 49% interest in Ziiki Group as per terms and conditions contained in the SPA.																		
e)	brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/group companies. If yes, details thereof;	Buyer is Karma Trust Group, Mauritius, a private trust created vide Declaration of Trust dated 9 <sup>th</sup> October 2015. At present the trustees of the trust are Mr. Arun Nagar, Ms. Nisha Nagar and M/s Juritax Ltd.																		
f)	whether the transaction would fall within related party transactions? If yes, whether the same is done at "arms length";	No.																		
g)	additionally, in case of a slump sale, indicative disclosures provided for amalgamation/merger, shall be disclosed by the listed entity with respect to such slump sale.	Not Applicable																		

