

March 26, 2024

To,

The Listing Department National Stock Exchange on India Limited, Exchange Plaza, C-1, Block-G, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 Trading Symbol: SECMARK	Department of Listing Operations BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Scrip code: 543234
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Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'SEBI Listing Regulations'), we wish to inform you that the Company has entered into Software Purchase Agreement for purchase of following software applications including intellectual property rights along with all right, title and interest therein with Comtek Software Systems LLP ("Comtek") on March 26, 2024:

1. BusyWin Backoffice Share Accounting Software;
2. BusyCDSL - CDSL DP Backoffice Software;
3. BusyPFA - Personal Financial Accounting Software;
4. BusySign - Digital Signature Software;
5. BusySMS - Sending SMS using API;
6. Arbitrage Backoffice Software;
7. Sub Broker's Backoffice Software;
8. Document Management Software;
9. Domain name 'comtek.in'; and
10. any other software application, domain names of or belong to Comtek.

The Company has further entered into Consultancy Agreement for services with respect to further developing, maintaining and enhancing the software applications purchased from Comtek, similar services for applications of SecMark, developing migration software, maintaining client relationship and related services through agreement dated March 26, 2024 (herein after referred as "Consultancy Agreement").

The disclosure required under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 is given in the enclosed Annexure A and Annexure B.

Kindly take the above on record & oblige.

For SecMark Consultancy Limited

Sunil Kumar Bang
Company Secretary & Compliance Officer

Encl: A/a

Annexure A

Software Purchase Agreement

Sr. No.	Particulars	Details
1	Name(s) of parties with whom the agreement is entered.	Comtek Software Systems LLP
2	Purpose of entering into the agreement	<p>For purchase of following software applications including intellectual property rights along with all right, title and interest therein:</p> <ol style="list-style-type: none"> 1. BusyWin Backoffice Share Accounting Software; 2. BusyCDSL - CDSL DP Backoffice Software; 3. BusyPFA - Personal Financial Accounting Software; 4. BusySign - Digital Signature Software; 5. BusySMS - Sending SMS using API; 6. Arbitrage Backoffice Software; 7. Sub Brocker's Backoffice Software; 8. Document Management Software; 9. Domain name 'comtek.in'; 10. any other software application, domain names of or belong to Comtek.
3	Shareholding, if any, in the entity with whom the agreement is executed	Nil
4	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares. right to restrict any change in capital structure etc.	The consideration for purchase of software application including intellectual property rights along with all right, title and interest therein is INR 50,00,000 (Rupees Fifty Lakhs only).
5	Whether, the said parties are related to promoter/ promoter group/ group companies in any manner. If yes, nature of relationship.	No
6	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's	No

Sr. No.	Particulars	Details
	length".	
7	In case of issuance of shares to the parties, details of issue price, class of shares issued.	Not Applicable
8	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	No
9	In case of termination or amendment of agreement listed entity shall disclose additional details to the stock exchange(s): a) name of parties to the agreement; b) nature of the agreement; c) date of execution of the agreement; d) details of amendment and impact thereof or reasons of termination and impact thereof.	Not Applicable

Annexure B

Consultancy Agreement

Sr. No.	Particulars	Details
1	Name(s) of parties with whom the agreement is entered.	Comtek Software Systems LLP, Mr. Shailesh Dhanjibhai Patel and Mr. Rupam Rajanikant Patel (collectively referred as "Consultants").
2	Purpose of entering into the agreement	Consultancy services with respect to further developing, maintaining and enhancing the software applications purchased from Comtek Software Systems LLP (Comtek), similar services for applications of Company, developing migration software, maintaining client relationship and related services through agreement dated March 26, 2024.
3	Shareholding, if any, in the entity with whom the agreement is executed	Nil
4	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	<p>The appointment of the Consultants in terms of agreement shall commence from 1 April 2024 and shall continue till 30 June 2027.</p> <p>Company will pay the Consultants, fixed remuneration of INR 5,00,00,000 (Indian Rupees Five Crore only) for the entire term of agreement.</p> <p>The Company will pay Consultants a fixed remuneration of INR 2,00,00,000 (Indian Rupees Two Crore only) for completing the software development for automating migration process.</p> <p>The Consultants shall have a non-compete and non-solicitation for a period of 5 (five) years from the expiry or termination of this agreement.</p>
5	Whether, the said parties are related to promoter/ promoter group/ group companies in any manner. If yes, nature of relationship.	No

Sr. No.	Particulars	Details
6	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length".	No
7	In case of issuance of shares to the parties, details of issue price, class of shares issued.	Not Applicable
8	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	No
9	In case of termination or amendment of agreement listed entity shall disclose additional details to the stock exchange(s): a) name of parties to the agreement; b) nature of the agreement; c) date of execution of the agreement; d) details of amendment and impact thereof or reasons of termination and impact thereof.	Not Applicable