

Format for Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A- Details of the Acquisition

| | | | |
|--|---|---|--|
| Name of the Target Company (TC) | Accelya Solutions India Limited (“Target Company”) | | |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | Aurora UK Bidco Limited (Acquirer) Vista Equity Partners Perennial, L.P. (PAC 1) Vista Equity Partners Perennial A, L.P. (PAC 2) Accelya Topco Limited (PAC 3) | | |
| Whether the acquirer belongs to Promoter/Promoter group | Yes | | |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed | 1. BSE Limited 2. The National Stock Exchange of India Limited | | |
| Details of the acquisition as follows | Number | % w.r.t. total share/voting capital wherever applicable (*) | % w.r.t. total diluted share/voting capital of the TC (**) |
| Before the acquisition under consideration, holding of Acquirer along with PACs of: | Nil [#] | Nil [#] | Nil [#] |
| <ul style="list-style-type: none"> a) Shares carrying voting rights b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) c) Voting rights (VR) otherwise than by equity shares d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) e) Total (a+b+c+d) | | | |
| Details of acquisition | | | |
| <ul style="list-style-type: none"> a) Shares carrying voting rights acquired by the Acquirer b) VRs acquired otherwise than by equity shares c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each | 2,181,773 | 14.62 | 14.62 |
| | -- | -- | -- |
| | -- | -- | -- |

| | | | |
|---|--|---------------------|---------------------|
| category) acquired | -- | -- | -- |
| d) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others) | 2,181,773 | 14.62 | 14.62 |
| e) Total (a+b+c+/-d) | | | |
| After the acquisition, holding of Acquirer along with PACs of: | | | |
| a) Shares carrying voting rights | 2,181,773 ^{##} | 14.62 ^{##} | 14.62 ^{##} |
| b) VRs otherwise than by equity shares | -- | -- | -- |
| c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition | -- | -- | -- |
| d) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others) | -- | -- | -- |
| e) Total (a+b+c+d) | 2,181,773 ^{##} | 14.62 ^{##} | 14.62 ^{##} |
| Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.) | Open market (pursuant to an open offer made by the Acquirer along with persons acting in concert with it, under Regulations 3, 4 and 5(1) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“ Open Offer ”)) | | |
| Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc. | 2,181,773 fully paid up equity shares representing 14.62% of the total share capital of the Target Company. | | |
| Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC. | November 2, 2020 | | |
| Equity share capital / total voting capital of the TC before the said acquisition | 14,926,261 fully paid-up Equity Shares having face value of Rs. 10/- each | | |
| Equity share capital/ total voting capital of the TC after the said acquisition | 14,926,261 fully paid-up Equity Shares having face value of Rs. 10/- each | | |
| Total diluted share/voting capital of the TC after the said acquisition | 14,926,261 fully paid-up Equity Shares having face value of Rs. 10/- each | | |

#The Acquirer's indirect subsidiary Accelya Holding World S.L.U, holds 11,143,295 Equity Shares of the Target Company, constituting 74.66% of the equity voting share capital and diluted voting share capital of the Target Company.

***Post completion of the Open Offer, the Acquirer directly holds 2,181,773 Equity Shares of the Target Company and indirectly holds 11,143,295 Equity Shares of the Target Company through its indirect subsidiary Accelya Holding World S.L.U, aggregating to 89.27% of the equity voting share capital and diluted voting share capital of the Target Company.*

For Aurora UK Bidco Limited



Anand Anbalagan

Director

Place: Austin, Texas (USA)

Date: November 3, 2020

Note:

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

(**) Diluted share/voting capital means the total number of shares in the Target Company assuming full conversion of the outstanding convertible securities/warrants into equity shares of the Target Company.

(***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.