

# ACCEL LIMITED

(Formerly known as Accel Transmatic Limited)



AL/NRP/BSE/66/2020-21

March 02, 2021

Manager – Corporate Relationship  
Dept of Corporate Services  
The Bombay Stock Exchange Limited  
Floor 25, P.J. Towers  
Dalal Street, Mumbai 400 001

Dear Sir,

**Sub: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015**

Re: SCRIP Code: 517494

In Compliance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, we wish to submit that the Board of Directors at their meeting held on 02<sup>nd</sup> March, 2021 has

1. Considered and accepted the recommendations of the Audit Committee, for the purchase of business of M/s. Ensure Support Services India Limited (ESSIL) and M/s. Computer Factory (India) Private Limited (CFIPL) wholly-owned subsidiary companies as a going concern, on a slump sale basis, pending their merger under Section 233 of the Companies Act, 2013, on such terms and conditions as contained in their respective Business Transfer Agreement (BTA)
2. The Audit Committee and Board of Directors have approved the execution of BTA between the Company and its wholly-owned subsidiary i.e. ESSIL and CFIPL

Information required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 is enclosed as Annexure A & Annexure B for M/s. Ensure Support Services India Limited (ESSIL) and M/s. Computer Factory (India) Private Limited (CFIPL) respectively.

Further, we wish to inform you that Dr. M. Ayyappan has relinquished his position as Chairman of the Board while he continues to be the Independent Director of the Company. Further the board has appointed Mr. N. R. Panicker as the Chairman of the Company.

We request you to take the above information on records.

Thanking You,

Yours faithfully,

For Accel Limited,

  
N R Panicker  
Chairman & Managing Director  
DIN: 00236198



Regd. Off. / Corp. Off. : 3rd Floor, SFI Complex, 178 , Valluvarkottam High Road, Nungambakkam, Chennai - 600 034. Phone : 044 - 28222262, 044 - 48652262

Factory : No. 34, SIDCO Electronics Complex, Thiru Vi. Ka. Industrial Estate, Guindy, Chennai - 600 032. Phone : 044 - 22500338

Animation Division : Drishya Building, KINFRA Film & Video Park, Sainik School PO, Kazhakuttam, Thiruvananthapuram - 695 585. Phone : 0471 - 2167859

Website : [www.acceltransmatic.com](http://www.acceltransmatic.com) / [www.accel-india.com](http://www.accel-india.com)

CIN : L30007TN1986PLC100219

**Annexure-A**

<b>Sr. No</b>	<b>Disclosure</b>	
A	Name of the Target entity, details in brief such as size, turnover etc.	Ensure Support Services (India) Limited Paid Up Capital Rs.4.5 Crore Turnover (Total Income) as at March 2020- Rs.105.75 Crore
B	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired?  If yes, nature of interest and details thereof and whether the same is done at "arm's length"	Ensure Support Services (India) Limited is wholly owned subsidiary of the Company. Accordingly the transaction is a Related Party Transaction and the transaction is undertaken at arm's length.  Promoter and promoter group does not have any interest in the proposed transaction
C	Industry to which the entity being acquired belongs	Repair of computers and communication equipment peripheral – NIC Code 951
D	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	Business synergy and expansion of business
E	Brief details of any governmental or regulatory approvals required for the acquisition;	NA
F	Indicative time period for completion of the acquisition	Immediate
G	Nature of consideration -whether cash consideration or share swap and details of the same;	Cash Consideration
H	Cost of acquisition or the price at which the shares are acquired;	Rs. 26.20 Crores
I	Percentage of shareholding / control acquired and / or number of shares acquired	No Change in Shareholding Pattern
J	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the	Ensure Support Services (India)Limited as a public limited company incorporated on 27 <sup>th</sup> June, 2013, having its registered office at III Floor SFI Complex, 178,Valluvar Kottam High Road, Nungambakkam Chennai -600034.



acquired entity has presence and any other significant information (in brief)	<p>It is in the business of providing after sales services in the nature of warranty fulfillment services, spare parts management, infrastructure management services, break-fix maintenance services in the nature of paid services, managed print services and e-waste management independently or on behalf of OEMs.</p> <p>Turnover for last three financial year are:-</p> <p>Turnover as at 31<sup>st</sup> March 2020 is Rs.105.75 Crores</p> <p>Turnover as at 31<sup>st</sup> March 2019 is Rs.107.55 Crores</p> <p>Turnover as at 31<sup>st</sup> March 2018 is Rs.122.86 Crores</p>
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A handwritten signature in black ink, appearing to be "S. Srinivasan", written over a horizontal line.

**Annexure-B**

Sr. No	Disclosure	
A	Name of the Target entity, details in brief such as size, turnover etc.	Computer Factory (India) Private Limited (CFIPL)  Paid Up Capital Rs.1.1 Crore  Turnover (Total Income) as at March 2020- Rs.9.27 Crores
B	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired?  If yes, nature of interest and details thereof and whether the same is done at "arm's length"	Computer Factory (India) Private Limited (CFIPL) is wholly owned subsidiary of the Company. Accordingly the transaction is a Related Party Transaction and the transaction is undertaken at arm's length.  Promoter and promoter group does not have any interest in the proposed transaction
C	Industry to which the entity being acquired belongs	Wholesale of Computers, Computer Peripheral Equipment & Software- NIC Code 4651
D	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	Business synergy and expansion of business
E	Brief details of any governmental or regulatory approvals required for the acquisition;	NA
F	Indicative time period for completion of the acquisition	Immediate
G	Nature of consideration -whether cash consideration or share swap and details of the same;	Cash Consideration
H	Cost of acquisition or the price at which the shares are acquired;	Rs. 1.75 Crores
I	Percentage of shareholding / control acquired and / or number of shares acquired	No Change in Shareholding Pattern



J	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>Computer Factory (India) Private Limited (CFIPL) is a private limited company incorporated on 15<sup>th</sup> November, 1993, having its registered office at III Floor SFI Complex, 178, Valluvar Kottam High Road, Nungambakkam Chennai -600034.</p> <p>It is in the business of IT Infrastructure Services offering design, implementation and management of comprehensive IT solutions including Networking, Hardware, Software, Security and Telecommunications.</p> <p>Turnover for last three financial year are:-</p> <p>Turnover as at 31<sup>st</sup> March 2020 is Rs.9.27 Crores</p> <p>Turnover as at 31<sup>st</sup> March 2019 is Rs.11.43 Crores</p> <p>Turnover as at 31<sup>st</sup> March 2018 is Rs 9.77 crores.</p>
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