

December 22, 2020

From

Hi5 Youth Foundation

(Member of Promoter Group, Majesco Limited)

Boomerang Co Op Premises Society Ltd.,

Wing B2, Unit 204, Boomerang, Chandivali Farm Road,

Andheri East, Mumbai – 400 072

Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai – 400 001 BSE Script Code: 539289	Listing Department The National Stock Exchange of India Limited Bandra Kurla Complex Bandra East Mumbai – 400 051 NSE Symbol: MAJESCO
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Dear Sir/ Madam,

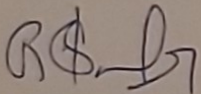
Sub: **DISCLOSURE UNDER REGULATION 29(2) OF THE SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

Please find enclosed herewith disclosure as per Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011, with regard to acquisition (by way of gift) of 6,01,000 equity shares of Majesco Limited, representing 2.10% of paid-up share capital of Majesco Limited on December 18, 2020, in the prescribed format.

You are requested to take the same on record and acknowledge the receipt.

Thanking you.

Yours faithfully,



Radhakrishnan Sundar

Director

Hi5 Youth Foundation

CC:

Mrs. Varika Rastogi

Company Secretary

Majesco Limited,

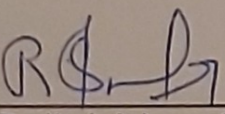
MNDC, MBP-P-136, Mahape,

Navi Mumbai 400710.

Encl.: As above

Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of Target Company (TC)	MAJESCO LIMITED		
Name(s) of the acquirer and Person Acting in Concert (PAC) with the acquirer	HI5 Youth Foundation, along with other promoters and members of the promoter group of the TC (as detailed in Annexure A)		
Whether the acquirer belongs to Promoter/ Promoter group	Yes, acquirer belongs to Promoter group		
Name of the Stock Exchanges(s) where the shares of TC are Listed	National Stock Exchange of India Limited BSE Limited		
Details of the acquisition/ disposal 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/disposal under consideration, holding of:			
a) Shares carrying voting rights			
- HI5 Youth Foundation	Nil	Nil	Nil
- Other promoters and members of the promoter group of the TC (#)	36,30,679	12.68	12.68
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by shares	Nil	Nil	Nil
d) Warrants/Convertible securities/any other Instrument that entitles the acquirer to receive shares carrying voting rights in TC	Nil	Nil	Nil
e) Total (a+b+c+d)	36,30,679	12.68	12.68
Details of sale/acquisition			
a) Shares carrying voting rights acquired			
- HI5 Youth Foundation	6,01,000	2.10	2.10
- Other promoters and members of the promoter group of the TC (#)	Nil	Nil	Nil
b) VRs acquired/ sold otherwise than by shares	Nil	Nil	Nil
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) acquired/sold	Nil	Nil	Nil
d) Shares encumbered/ invoked/ released by the acquirer/seller	Nil	Nil	Nil
e) Total (a+b+c+/-d)	6,01,000	2.10	2.10

After the acquisition/sale, holding of :			
a) Shares carrying voting rights			
- Hi5 Youth Foundation	6,01,000	2.10	2.10
-Other promoters and PAC(#)	36,30,679	12.68	12.68
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs otherwise than by shares	Nil	Nil	Nil
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)after acquisition/sale	Nil	Nil	Nil
e) Total (a+b+c+d)	42,31,679	14.78	14.78
Mode of acquisition/ sale (e.g. open market/ off market/ public issue/ rights issue/ preferential allotment/ inter-se transfer etc.)	Acquisition by way of gift, as per below details: i) 1,000 shares from Usha Sundar, member of Promoter Group; and ii) 6,00,000 shares from Radhakrishnan Sundar, Promoter		
Date of acquisition/ sale of shares/ VR or date of receipt of intimation of allotment of shares, whichever is applicable	18-December-2020		
Equity share capital/ total voting capital of the TC before the said acquisition/ sale	2,86,22,189 equity shares of Rs. 5/- each. (Rs. 14,31,10,945/-)		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	2,86,22,189 equity shares of Rs. 5/- each. (Rs. 14,31,10,945/-)		
Total diluted share/voting capital of the TC after the said acquisition	2,86,22,189 equity shares of Rs. 5/- each. (Rs. 14,31,10,945/-)		
(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.			
(**) Diluted shares/voting capital does not include ESOPs granted and outstanding			
#) please refer to Annexure A for details of other promoters and PACs			
 Radhakrishnan Sundar Director of Hi5 Youth Foundation			
Place: Mumbai			
Date: December 22, 2020			

Annexure A					
Sr. No.	Promoter Group Entity	Pre-Transaction Shareholding		Post-Transaction Shareholding	
		Number	Percentage	Number	Percentage
1	Ashank Desai	140	0.00	140	0.00
2	Ketan Mehta	21,60,661	7.55	21,60,661	7.55
3	Tanay K Mehta	6,400	0.02	6,400	0.02
4	Radhakrishnan Sundar	1,26,618	0.44	1,26,618	0.44
5	Usha Sundar	4,59,000	1.60	4,59,000	1.60
6	Varun Sundar	64,000	0.22	64,000	0.22
7	Shankar Sundar	64,000	0.22	64,000	0.22
8	Bhavitha Foundation	5,00,000	1.75	5,00,000	1.75
9	Avanshali Foundation	2,49,860	0.87	2,49,860	0.87
	TOTAL	36,30,679	12.68	36,30,679	12.68