



Expleo Technology Germany GmbH, Stollwerckstraße 11, 51149 Köln

**BSE Limited**

Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai 400 001  
E-mail: [corp.relations@bseindia.com](mailto:corp.relations@bseindia.com)

**National Stock Exchange of India Limited**

Exchange Plaza,  
Bandra-Kurla-Complex, Bandra (East)  
Mumbai – 400 051  
Email: [takeover@nse.co.in](mailto:takeover@nse.co.in)

**Expleo Solutions Limited**

6A, Sixth Floor, Prince Infocity II,  
No. 283/3 & 283/4, Rajiv Gandhi Salai (OMR),  
Kandanchavadi, Chennai – 600 096.  
Email: [SampathKumar.Seshadri@expleogroup.com](mailto:SampathKumar.Seshadri@expleogroup.com)

Cologne, 10<sup>th</sup> May, 2023

Dear Sir/ Madam,

Subject: Disclosure under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations 2011 (“Takeover Regulations”).

Expleo Solutions Limited (“Target Company”) is a public listed company. Expleo Technology Germany GmbH is the promoter of the Target Company and presently holds 1,10,26,058 equity shares of the Target Company, representing 71.05% of the paid-up equity share capital of the Target Company, after considering the acquisition for which this disclosure is being made.

This is to inform you that the Hon’ble National Company Law Tribunal, Chennai Bench has passed an order dated 15<sup>th</sup> February, 2023, Hon’ble National Company Law Tribunal, Mumbai Bench has passed an order dated 17<sup>th</sup> February, 2023 and Hon’ble National Company Law Tribunal, Bengaluru Bench has passed an order dated 28<sup>th</sup> February, 2023 to approve the scheme of amalgamation of Expleo India Infosystems Private Limited and Expleo Technologies India Private Limited and Expleo Engineering India Private Limited and Silver Software Development Centre Private Limited with and into the Target Company (Scheme).

Appointed Date of the Scheme is 1<sup>st</sup> April, 2022 and Effective Date of the Scheme is 1<sup>st</sup> April, 2023.

Target Company has issued 52,67,254 Equity Shares (representing 33.94% of paid-up equity share capital post allotment) to Expleo Technology Germany GmbH pursuant to Scheme.  
In this regard, please find enclosed the requisite disclosure under Regulation 29(2) of the Takeover Regulations. Kindly take the information on record.

Thanking you

Yours faithfully

For and on behalf of Expleo Technology Germany GmbH

  
Name: Ralph Franz Gillessen  
Designation: Managing Director



**Expleo Technology Germany GmbH**  
Stollwerckstraße 11  
51149 Köln  
Germany  
T. +49 2203 91540

Expleo Technology Germany GmbH  
Stollwerckstraße 11 • 51149 Köln • Deutschland • T. +49 2203 9154-0

Sitz der Gesellschaft: Köln, Amtsgericht Köln, HRB 98200, USt-Id: DE123485348  
Vorsitzender des Aufsichtsrats: Lothar Pauly, Geschäftsführer: Marcus Ganguin, Ralph Gillessen  
Natixis Paris, IBAN: FR76 3000 7000 1100 0221 1490 497, Bank-ID-Code: NATXFRPPXXX

Cologne, 10<sup>th</sup> May, 2023

**Format for disclosure under Regulation 29(2) of  
SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

Name of the Target Company (TC)	Expleo Solutions Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Expleo Technology Germany GmbH ("Expleo" / "Acquirer")		
Whether the acquirer belongs to Promoter/Promoter Group	Yes. the Acquirer belongs to the Promoter Group of the Target Company.		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited BSE Limited		
<b>Details of the acquisition / <del>disposal</del> as follows:</b>	<b>Number</b>	<b>% w.r.t. total share / voting capital wherever applicable (*)</b>	<b>% w.r.t. total diluted share / voting capital of the TC (**)</b>
<b>Before the acquisition under consideration, holding of:</b>			
a) Shares carrying voting rights	57,58,804	37.11	37.11
b) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)	0	0	0

## ( expleo )

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expleogroup.com

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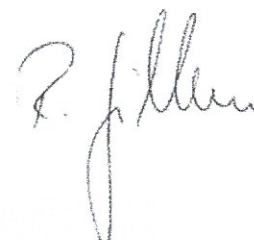
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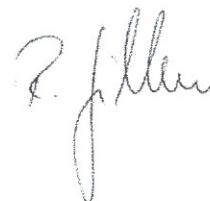
c) Voting rights (VR) otherwise than by shares	0	0	0
d) Warrants / convertible securities / any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	0	0	0
e) Total (a+b+c+d)	57,58,804	37.11	37.11
<b>Details of acquisition/sale:</b>			
a) Shares carrying voting rights acquired / <del>sold</del>	52,67,254	33.94	33.94
b) VRs acquired / <del>sold</del> otherwise than by shares	0	0	0
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	0	0	0
d) Shares encumbered / invoked / released by the acquirer	0	0	0
e) Total (a+b+c+/-d)	52,67,254	33.94	33.94
<b>After the acquisition /sale, holding of:</b>			
a) Shares carrying voting rights	1,10,26,058	71.05	71.05

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b) Shares encumbered with the acquirer	0	0	0
c) VRs otherwise than by shares	0	0	0
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	0	0	0
e) Total (a+b+c+d)	1,10,26,058	71.05	71.05
Mode of acquisition <del>/sale</del> (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer, etc.)	Allotment of 52,67,254 Equity Shares (representing 33.94% of paid up equity share capital post allotment) pursuant to Scheme of Amalgamation approved by Hon'ble National Company Law Tribunal.		
Date of acquisition <del>/sale of shares /</del> VR or date of receipt of intimation of allotment of shares, whichever is applicable	May 09, 2023		
Equity share capital / total voting capital of the TC before the said acquisition <del>/sale</del>	Rs. 10,25,24,850/-		
Equity share capital / total voting capital of the TC after the said acquisition <del>/sale</del>	Rs. 15,51,97,390/-		
Total diluted share / voting capital of the TC after the said acquisition	Rs. 15,51,97,390/-		



**( expleo )**

(\*) Target Company has issued 52,67,254 Equity Shares (representing 33.94% of paid-up equity share capital post allotment) to Expleo Technology Germany GmbH pursuant to Scheme of Amalgamation. % are calculated after considering allotment pursuant to the Scheme of Amalgamation in total voting capital of the Target Company.

(\*\*) 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.

**For and on behalf of Expleo Technology Germany GmbH**



**Ralph Franz Gillessen**  
**Managing Director**

**( expleo )**

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