

# **SAMEER LALIT KANODIA**

1201, RED ROSE APT, 44 POCHKHANWALA ROAD, WORLI SEA FACE, MUMBAI – 400025.

---

Date: 28-02-2024

To,  
BSE Limited  
Department of Listing  
P.J. Tower, Dalal Street,  
Mumbai 400001  
Scrip code : 532528

To  
National Stock Exchange of India Ltd.,  
Exchange Plaza, C-1, Block G, Bandra Kurla  
Complex,  
Bandra (E) Mumbai – 400 051  
Scrip code : DATAMATICS

**Sub: Disclosures under Regulation 10(6) read with Regulation 10(1)(d)(ii) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“SEBI Takeover Code”) - Report to Stock Exchanges in respect of acquisition made in reliance upon exemption provided for, in Regulation 10 of the SEBI Takeover Code.**

**Ref: Scheme of Amalgamation for the merger of Delta Infosolutions Private Limited (“Transferor Company”) with and into Datamatics Global Services Limited (“Transferee Company”) and their respective shareholders under Sections 230 to 232 and other applicable provisions of the Companies Act, 2013 (“Scheme”).**

Dear Sir/Ma’am,

This is with reference to the captioned subject and pursuant to Scheme as approved by the Hon’ble National Company Law Tribunal, Mumbai Bench, on February 13, 2024, enclosed is the disclosure as required under Regulation 10(6) of SEBI Takeover Code read with Regulation 10(1)(d)(ii) of SEBI Takeover Code Regulations.

Please note that there is no change in total share capital of Target Company i.e. Datamatics Global Services Limited before and after giving effect of the above Scheme it remains the same.

**Sameer L. Kanodia**  
**Acquirer**

**Place: Mumbai**

**Encl: A/a**

**Format for Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011**

1.	Name of the Target Company (TC)	Datamatics Global Services Limited CIN: L72200MH1987PLC045205 (BSE Script Code 532528, NSE Symbol DATAMATICS)
2.	Name of the acquirer(s)	Dr. Lalit S. Kanodia, Mr. Sameer L. Kanodia, M/s. Vikrant Trust
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited ('BSE') and National Stock Exchange of India Limited ('NSE').
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	<p>Delta Infosolutions Private Limited, the Transferor Company, is the promoter of Datamatics Global Services Limited, a company listed on BSE Limited and National Stock Exchange of India Limited, holding 54.40% of the total equity shares in the Transferee Company.</p> <p>Pursuant to the Scheme of Amalgamation for merger of Delta Infosolutions Private Limited ('Delta or 'the Transferor Company') with and into Datamatics Global Services Limited ('DGSL or 'the Transferee Company') and their respective Shareholders ('the Scheme') as approved by National Company Law Tribunal, Mumbai vide its order dated February 13, 2024 (which became effective on 24<sup>th</sup> February, 2024), 3,20,98,742 fully paid equity shares of INR 5/- each of Transferee Company to be issued and allotted to the Equity Shareholders of Transferor Company, in proportion to their holdings in Transferor Company.</p> <p>As a shareholder of Transferor Company, I am receiving 1,06,98,511 equity shares of Rs. 5 /- each.</p>
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(6) read with Regulation 10(1)(d)(ii) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, - whether disclosure was made and whether it was made within the timeline specified under the regulations. - date of filing with the stock exchange.	Not Applicable

7.	Details of acquisition		Disclosures required to be made under regulation 10(5)		Whether the disclosures under regulation 10(5) are actually made	
	a.	Name of the transferor / seller	Not Applicable		Not Applicable	
	b.	Date of acquisition	Not Applicable		Not Applicable	
	c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	Not Applicable		Not Applicable	
	d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	Not Applicable		Not Applicable	
	e.	Price at which shares are proposed to be acquired / actually acquired	Not Applicable		Not Applicable	
8.	Shareholding details		Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	a	Each Acquirer / <del>Transferee</del> (*)				
		Dr. Lalit S. Kanodia	16,39,765	2.78	1,23,38,276	20.91%
		Mr. Sameer L. Kanodia	20,44,875	3.47	1,27,43,386	21.60%
		Vikrant Trust	-	-	1,07,01,720	18.14%
	b	Each <del>Seller</del> / Transferor				
		Delta Infosolutions Private Limited	3,20,98,742	54.40	-	-

Note:

- (\*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers

**Sameer L. Kanodia**  
Acquirer

**Place: Mumbai**  
**Date: 28-02-2024**