

**Nexpact Limited**  
C/o ONS FinServ Ltd, 11<sup>th</sup> Floor, Bramer House, Hotel Avenue, Ebene, Mauritius  
Tel: +230 4609701

APPLICATION LETTER FOR CONVERSION OF WARRANTS

Date: 18.11.2023

To,  
The Board of Directors,  
Apollo Micro Systems Limited  
Hyderabad

Sub: Application for Conversion of 16,04,564 warrants into equity

Reference: Preferential Allotment of 19,00,000 warrants

Respected Sir/Madam

In exercise of my right as warrant holder(s), we hereby apply for conversion of 16,04,564 convertible warrant(s) out of total 19,00,000 warrants allotted by the Company on 5<sup>th</sup> December 2022 under preferential allotment.

With respect to above, We have remitted an amount of Rs. 22,38,36,678/- on 17.11.2023 through RTGS to the Bank Account No. 50200074979945 maintained by the Company and the payment reference no. is INDBR32023111700273193.

The details of the warrants and our request for conversion are as follows:

1. Warrant Holder's Name: Nexpact Limited, Mauritius
2. Number of Warrants held: 19,00,000
3. Number of Warrants already converted: Nil
4. Number of Warrants to be Converted: 16,04,564
5. Balance No. of Warrants after conversion: 2,95,436
6. Amount per Warrant: Rs. 186/-
7. Subscription Amount already paid for current conversion (25% i.e., Rs. 46.50): Rs. 7,46,12,226/-
8. Exercise Amount to be paid for current conversion (75% i.e., Rs. 139.5): Rs. 22,38,36,678/-

You are requested to allot the shares on conversion of warrants at the earliest.

We undertake that we will sign all such other documents and do all such other acts, if any, necessary on our part to enable us to acquire the shares that may be allotted to us. We hereby authorize you to place under our name in the Register of Members of the Company as the holder of Equity Shares that may be so allotted to me and authorise the Company to retain the money paid by us and allot the Equity Shares under the Offer in accordance with the provisions of the Memorandum and Articles of Association of the Company, the Companies Act, 2013 and such other laws as applicable for the time being and as may be amended from time to time.

Thanking You

Yours Faithfully  
For Nexpact Limited



Name: Rajiv Mangar  
(Authorized Signatory)



**Nexpact Limited**

C/o ONS FinServ Ltd, 11<sup>th</sup> Floor, Bramer House, Hotel Avenue, Ebene, Mauritius

Tel: +230 4609701

**APPLICATION LETTER FOR CONVERSION OF WARRANTS**

Date: 25.11.2023

To,  
The Board of Directors,  
Apollo Micro Systems Limited  
Hyderabad

Sub: Application for Conversion of 2,95,436 warrants into equity

Reference: Preferential Allotment of 19,00,000 warrants

Respected Sir/Madam

In exercise of my right as warrant holder(s), we hereby apply for conversion of balance 2,95,436 convertible warrant(s) out of total 19,00,000 warrants allotted by the Company on 5<sup>th</sup> December 2022 under preferential allotment.

With respect to above, We have remitted an amount of Rs. 4,12,13,322/- on 24.11.2023 through RTGS to the Bank Account No. 50200074979945 maintained by the Company and the payment reference no. is INDBR32023112400421059.

The details of the warrants and our request for conversion are as follows:

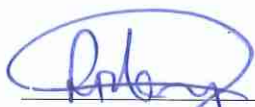
1. Warrant Holder's Name: Nexpact Limited, Mauritius
2. Number of Warrants held: 19,00,000
3. Number of Warrants already converted: 16,04,564
4. Number of Warrants to be Converted: 2,95,436
5. Balance No. of Warrants after conversion: Nil
6. Amount per Warrant: Rs. 186/-
7. Subscription Amount already paid for current conversion (25% i.e., Rs. 46.50): Rs. 1,37,37,774/-
8. Exercise Amount to be paid for current conversion (75% i.e., Rs. 139.5): Rs. 4,12,13,322/-

You are requested to allot the shares on conversion of warrants at the earliest.

We undertake that we will sign all such other documents and do all such other acts, if any, necessary on our part to enable us to acquire the shares that may be allotted to us. We hereby authorize you to place under our name in the Register of Members of the Company as the holder of Equity Shares that may be so allotted to me and authorise the Company to retain the money paid by us and allot the Equity Shares under the Offer in accordance with the provisions of the Memorandum and Articles of Association of the Company, the Companies Act, 2013 and such other laws as applicable for the time being and as may be amended from time to time.

Thanking You

Yours Faithfully  
For Nexpact Limited



Name: Rajiv Mangar  
Authorised Signatory



ANNEXURE-2

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

Name of the Target Company (TC)	APOLLO MICRO SYSTEMS LIMITED		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	NEXPACT LIMITED		
Whether the acquirer belongs to Promoter/Promoter group	NO		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	NATIONAL STOCK EXCHANGE OF INDIA LIMITED (NSE) and BSE LIMITED (BSE)		
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 (**)
<b>Before the acquisition under consideration, holding of:</b>			
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 shares	NIL	NIL	NIL
d) Warrants/ <del>convertible securities/any other instrument</del> that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category)	1,90,00,000 (***)	8.15	6.19
e) Total (a+b+c+d)	1,90,00,000	8.15	6.19
<b>Details of acquisition/sale</b>			
a) Shares carrying voting rights acquired/sold	1,60,45,640	6.88	5.23
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	NIL	NIL	NIL
e) Total (a+b+c+/-d)	1,60,45,640	6.88	5.23
<b>After the acquisition/sale, holding of:</b>			
a) Shares carrying voting rights	1,60,45,640	6.88	5.23

b) Shares encumbered with the acquirer	-	-	-
c) VRs otherwise than by 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) after acquisition	29,54,360 (***)	1.27	0.96
e) Total (a+b+c+d)	1,90,00,000	8.15	6.19
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Preferential allotment upon conversion of warrants		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	04 <sup>th</sup> December, 2023		
Equity share capital / total voting capital of the TC before the said acquisition / sale	Rs. 26,26,58,860 (Issued & Paid up equity share capital of the Company prior to the date of acquisition)		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	Rs. 27,94,04,500 (Issued & Paid up equity share capital of the Company after the date of acquisition)		
Total diluted share/voting capital of the TC after the said acquisition	Rs. 27,94,04,500 (Issued & Paid up equity share capital of the Company after the date of acquisition)		

(\*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement. Listed Equity share capital as on 30<sup>th</sup> September, 2023 i.e., Rs. 23,29,72,190

(\*\*) 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. i.e., Rs. 30,64,89,560

(\*\*\*) On 5<sup>th</sup> December, 2022, the company allotted a total of 98,85,070 warrants. Each of these warrants initially granted the holders the right to subscribe to 1 Equity Share of face value of Rs. 10/- per warrant before the Split of equity shares but the same is now convertible into 10 equity shares of face value of Re. 1/- each, pursuant to the approval of shareholders of the Company on 28<sup>th</sup> March 2023 for Sub - division / Split of every 1 (One) equity share of face value of Rs 10/- (Rupees Ten only) each into 10 (Ten) equity shares of the face value of Re 1/- (Rupee One only) each, with effect from the record date Thursday, 4<sup>th</sup> May 2023.



**Name: Rajiv Mangar**



Place: Ebene, Mauritius

Date: 06.12.2023