



LCC[®] Infotech Limited

Enriching Lives 

Date: 24.07.2024

To,

Corporate Relationship department,
BSE Limited,
Dalal Street,
Mumbai – 400001
BSE CODE: 530705

National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E),
Mumbai – 400 051
Scrip Name: LCC Infotech

Dear Sirs,

Sub: Intimation under Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI LODR Regulations”) by LCC Infotech Limited (“Company”).

Pursuant to regulation 30 of the SEBI LODR Regulations, we wish to inform you that Kirti Lakhota (“**Seller 1**”), Sidharth Lakhota (“**Seller 2**”), Pratik Lakhota (“**Seller 3**”) and Prashant Lakhota (“**Seller 4**”) the promoters of the Company (Collectively referred to as “**Sellers**”), Shreeram Bagla (“**Acquirer 1**”) and Rachna Suman Shaw (“**Acquirer 2**”) are collectively referred as (“**Acquirers**”) and LCC Infotech Limited (“**Target Company**”) have entered into a Share Purchase Agreement dated 24th July, 2024 (“**SPA**”) whereby the Acquirers have agreed to purchase 5,80,33,582 (Five Crore Eighty Lakh Thirty Three Thousand Five Hundred And Eighty Two) fully paid-up equity shares of face value of Rs. 2/- each, constituting 45.84% of the fully diluted voting share capital of the Company, from the Sellers, at a price of Rs. 3.51/- per equity share (“**Proposed Transaction**”). The Company is also a party to the SPA and the execution of the same was authorised by its Board of Directors (“**Board**”) at their meeting held on 24th July, 2024.

The Proposed Transaction is subject to certain conditions precedent in the SPA. Further, pursuant to execution of the SPA, the Acquirers are required to make an Open Offer to the public shareholders of the Company in terms of the applicable provisions of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (“**SEBI (SAST) Regulations, 2011**”). The disclosure in accordance with SEBI Circular no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 (“**SEBI Circular**”), are attached hereto as “**Annexure A**”.

Meeting Commenced on 4 P.M. and concluded on 4.45 P.M
Kindly take the above information on record.

Yours sincerely,
For LCC Infotech Limited

Sidharth Lakhota
Whole Time Director & CEO
DIN. 00057511

ANNEXURE – A
DISCLOSURE IN ACCORDANCE WITH THE SEBI CIRCULAR

Sr. No	Particulars	Description																																																																																		
1.	Name(s) of parties with whom the agreement is entered	The Share Purchase Agreement (“SPA”) dated 24th July, 2024 was entered into by/ between the following parties: 1. Kirti Lakhotia (“ Seller 1 ”), Sidharth Lakhotia (“ Seller 2 ”), Pratik Lakhotia (“ Seller 3 ”) and Prashant Lakhotia (“ Seller 4 ”) (Collectively referred to as “ Sellers ”) 2. Shreeram Bagla (“ Acquirer 1 ”) and Rachna Suman Shaw (“ Acquirer 2 ”) (“ Acquirers ”) and 3. LCC Infotech Limited (“ Target Company ”)																																																																																		
2.	Purpose of entering into the agreement	To sell 5,80,33,582 (Five Crore Eighty Lakh Thirty Three Thousand Five Hundred And Eighty Two) equity shares held by the Sellers, representing 45.84% of the paid-up and voting equity share capital of the company, to the Acquirers, pursuant to SPA (“SPA”)																																																																																		
3.	Shareholding, if any, in the entity with whom the agreement is executed	<p>Shareholding of the Sellers prior to the SPA Transaction:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th rowspan="3" style="text-align: center;">Sr. No.</th> <th rowspan="3" style="text-align: center;">Name</th> <th rowspan="3" style="text-align: center;">Part of Promoter / Promoter Group</th> <th colspan="4" style="text-align: center;">Details of shares/voting rights held by the Seller</th> </tr> <tr> <th colspan="2" style="text-align: center;">Pre SPA Transaction</th> <th colspan="2" style="text-align: center;">Post SPA Transaction</th> </tr> <tr> <th style="text-align: center;">No. of Shares</th> <th style="text-align: center;">%</th> <th style="text-align: center;">No. of Shares</th> <th style="text-align: center;">%</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td>Kirti Lakhotia</td> <td style="text-align: center;">Promoter</td> <td style="text-align: right;">3,62,21,235</td> <td style="text-align: right;">28.61</td> <td style="text-align: center;">-</td> <td style="text-align: center;">-</td> </tr> <tr> <td style="text-align: center;">2</td> <td>Sidharth Lakhotia</td> <td style="text-align: center;">Promoter</td> <td style="text-align: right;">71,30,000</td> <td style="text-align: right;">5.63</td> <td style="text-align: center;">-</td> <td style="text-align: center;">-</td> </tr> <tr> <td style="text-align: center;">3</td> <td>Pratik Lakhotia</td> <td style="text-align: center;">Promoter</td> <td style="text-align: right;">74,88,205</td> <td style="text-align: right;">5.92</td> <td style="text-align: center;">-</td> <td style="text-align: center;">-</td> </tr> <tr> <td style="text-align: center;">4</td> <td>Prashant Lakhotia</td> <td style="text-align: center;">Promoter</td> <td style="text-align: right;">71,94,142</td> <td style="text-align: right;">5.68</td> <td style="text-align: center;">-</td> <td style="text-align: center;">-</td> </tr> <tr> <td colspan="3" style="text-align: center;">Total</td> <td style="text-align: right;">5,80,33,582</td> <td style="text-align: right;">45.84</td> <td style="text-align: center;">Nil</td> <td style="text-align: center;">Nil</td> </tr> </tbody> </table> <p>Shareholding of the Acquirers post the SPA Transaction:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th rowspan="3" style="text-align: center;">Sr. No.</th> <th rowspan="3" style="text-align: center;">Name</th> <th colspan="4" style="text-align: center;">Details of shares/voting rights held by the Seller</th> </tr> <tr> <th colspan="2" style="text-align: center;">Pre SPA Transaction</th> <th colspan="2" style="text-align: center;">Post SPA Transaction</th> </tr> <tr> <th style="text-align: center;">No. of Shares</th> <th style="text-align: center;">%</th> <th style="text-align: center;">No. of Shares</th> <th style="text-align: center;">%</th> </tr> </thead> <tbody> <tr> <td style="text-align: center;">1</td> <td>Shreeram Bagla</td> <td style="text-align: center;">-</td> <td style="text-align: center;">-</td> <td style="text-align: right;">2,90,16,791</td> <td style="text-align: right;">22.92</td> </tr> <tr> <td style="text-align: center;">2</td> <td>Rachna Suman Shaw</td> <td style="text-align: center;">-</td> <td style="text-align: center;">-</td> <td style="text-align: right;">2,90,16,791</td> <td style="text-align: right;">22.92</td> </tr> <tr> <td colspan="2" style="text-align: center;">Total</td> <td style="text-align: center;">Nil</td> <td style="text-align: center;">Nil</td> <td style="text-align: right;">5,80,33,582</td> <td style="text-align: right;">45.84</td> </tr> </tbody> </table>	Sr. No.	Name	Part of Promoter / Promoter Group	Details of shares/voting rights held by the Seller				Pre SPA Transaction		Post SPA Transaction		No. of Shares	%	No. of Shares	%	1	Kirti Lakhotia	Promoter	3,62,21,235	28.61	-	-	2	Sidharth Lakhotia	Promoter	71,30,000	5.63	-	-	3	Pratik Lakhotia	Promoter	74,88,205	5.92	-	-	4	Prashant Lakhotia	Promoter	71,94,142	5.68	-	-	Total			5,80,33,582	45.84	Nil	Nil	Sr. No.	Name	Details of shares/voting rights held by the Seller				Pre SPA Transaction		Post SPA Transaction		No. of Shares	%	No. of Shares	%	1	Shreeram Bagla	-	-	2,90,16,791	22.92	2	Rachna Suman Shaw	-	-	2,90,16,791	22.92	Total		Nil	Nil	5,80,33,582	45.84
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4.	Significant terms of the agreement (in	1. The Acquirers are acquiring equity shares representing more than 25% of the equity share capital of the Company, pursuant to the execution of the SPA. The																																																																																		

	brief) special rights like right to appoint directors, subscription in case of issuance of Shares, right to restrict any change in capital structure etc.	Acquirers are required to make a public offer (" Open Offer ") in accordance with the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as in effect, upon the Securities and Exchange Board of India (" SEBI ") clearance of the Acquirers' Draft Letter of Offer and the other statutory approvals, other applicable legislation, statute, rules, regulations or law; 2. The Acquirers shall co-operate to comply with all requirements relating to reclassification of the Sellers as the non-promoters of the Company as per the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, pursuant to the acquisition of the equity shares of the Company under the SPA.
5.	Whether, the said parties are related to promoter/ promoter group/ group companies in any manner. If yes, nature of relationship.	Sellers: The Sellers are promoter of the Company. Acquirers: The Acquirers is not related to the current promoters/ promoter group/group companies of the Company.
6.	Whether the transaction would fall within related party transaction? If yes, whether the same is done at "arm's length"	The SPA transaction would not be considered as related party transaction.
7.	In case of issuance of shares to the parties, details of issue price, class of share issued	Not applicable
8.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of interest arising out of such agreements, etc.	Not Applicable
9.	In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s):	Not applicable

	<p>a. name of parties to the agreement b. nature of the agreement c. date of execution of the agreement d. details of amendment and impact thereof or reasons of termination and impact thereof.</p>	
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