

To,
Listing Manager,
The National Stock Exchange of India Ltd.,
Exchange Plaza, Plot No: C/1, G Block,
Bandra Kurla Complex- Bandra(E),
Mumbai - 400051
Symbol: EMIL
Series: EQ
ISIN: INE02YR01019

The Secretary
BSE Limited
PJ Towers
Dalal Streets
Mumbai- 400001
Scrip Code: 543626

Sub: Exit Offer to the Dissenting Shareholders of Electronics Mart India Limited (“the Company”).

Dear Sir/ Madam,

This is in furtherance to (i) our letter dated 28th March 2023, disclosing the details of the notice of postal ballot dated 28th March 2023, seeking the approval of the shareholders of the Company in respect of the special resolution approving inter alia the variation in the objects of the initial public offer of the Company; (ii) our letter dated 28th April 2023, disclosing the results of the resolutions contained in the notice of postal ballot along with the scrutinizer’s report on postal ballot voting by electronic means; and (iii) our letter dated 29th April 2023 disclosing the names of the shareholders holding equity shares as on the date of the meeting of the Board dated 25th March 2023, who had voted against the resolution pertaining to variation in the objects of the initial public offer of the Company at the special resolution passed by a postal ballot dated 27th April 2023, (“Dissenting Shareholders”) along with details of number of shares dissented by the Dissenting Shareholders.

Out of the total of 224 shareholders who voted on the resolution, 26 shareholders dissented the resolution. Since the total number of shareholders who dissented were more than 10 per cent of the shareholders who voted in the postal ballot voting by electronic means, pursuant to Regulation 59 and Schedule XX of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, from time to time, the Promoters of our Company are required to make an exit offer to the Dissenting Shareholders in terms of section 13(8) and section 27(2) of the Companies Act, 2013, (“Exit Offer”), due to the variation in the objects of the initial public offer of the Company referred to in the offer document for its initial public offer.

In this regard, the Promoter of our Company i.e., Mr. Pavan Kumar Bajaj, as highlighted in his consent attached as Annexure A below, will issue an Exit Letter of Offer to the Dissenting Shareholders.

Please note that only the Dissenting Shareholders who were holding shares on the Relevant Date shall be eligible to participate in the said Exit Offer, and tender of shares by any other shareholder of our Company in the Exit Offer, shall be rejected by KFin Technologies Limited, being the registrar to the Exit Offer (“Registrar”), and the same shall be intimated to the Stock Exchanges. Additionally, the Dissenting Shareholders are eligible to apply in the Exit Offer only to the extent of those number of shares for which they had dissented for at the special resolution. Any Dissenting Shareholders tendering any additional shares over and above those that had been dissented for at the special resolution will attract the rejection criteria as highlighted in the Letter of Offer.

The Promoter Mr. Pavan Kumar Bajaj, shall facilitate tendering of shares in the Exit Offer by the Dissenting Shareholders and settlement of the same through the stock exchange mechanism on a separate window.

The details of the Exit Offer are as follows:

Exit Offer Programme	
Exit Offer Opening Date	Tuesday, 9 th May 2023
Exit Offer Closing Date	Monday, 22 th May 2023
Last date for payment to Dissenting Shareholders who have accepted the Exit	Monday, 05 th June 2023

This is for your information and records and should be treated as compliance with Regulation 30, read with Part A of Schedule III, of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended.

Please take the above information on record.

Thanking You,
For and on behalf of **Electronics Mart India Limited**

Rajiv Kumar
Digitally signed
by Rajiv Kumar
Date: 2023.05.04
20:03:51 +05'30'

Rajiv Kumar
Company Secretary and Compliance Officer

Date: 04th May 2023
Place: Hyderabad
Encl: As above

ANNEXURE A

CONSENT LETTER FROM THE PROMOTER

Date: May 4, 2023

To,

The Board of Directors

Electronics Mart India Limited

D. No: 6-1-91, Shop No. 10, Ground Floor,
Next to Telephone Bhavan, Secretariat Road,
Saifabad, Hyderabad – 500 004, Telangana, India
(the “Company”)

Sub: Exit Offer to the Dissenting Shareholder of Electronics Mart India Limited (“the Company”)

Dear Sir/Madam,

I understand that pursuant to Regulation 59 and Schedule XX of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, from time to time (“**SEBI ICDR Regulations**”), I am required to make an exit offer to the dissenting shareholders of the Company in terms of Section 13(8) and Section 27(2) of the Companies Act, 2013, since the total number of shareholders who had voted against the resolution pertaining to variation in the objects of the initial public offer of the Company at the special resolution were more than 10 per cent of the shareholders who voted in the postal ballot voting by electronic means (“**Exit Offer**”).

I hereby give my consent to make an Exit Offer to the Dissenting Shareholders (*as defined below*) of the Company in terms of Section 13(8) and Section 27(2) of the Companies Act, 2013, and Regulation 59 and Schedule XX of the SEBI ICDR Regulations.

In this regard, an Exit Letter of Offer will be issued to the shareholders holding equity shares as on the date of the meeting of the Board dated March 25, 2023, who had voted against the resolution pertaining to variation in the objects of the initial public offer of the Company at the special resolution passed by a postal ballot dated April 27, 2023, (“**Dissenting Shareholders**”).

I confirm that the information in this certificate is true, fair, correct, adequate, and not misleading.

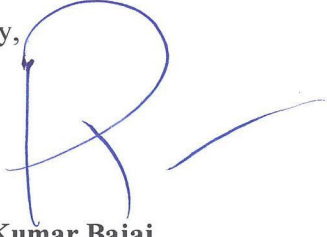
I confirm that I will immediately inform you of any change to the above information in writing until the settlement of shares bought in the Exit Offer. In the absence of any such communication, the above information should be taken as updated information until the settlement of shares bought in the Exit Offer.

I also consent to the inclusion of this letter as a part of the Stock Exchange intimation by the Company regarding the Exit Offer.

This certificate is for information and for inclusion (in part or full) in any Exit Offer-related material, and may be relied upon by the Company, the manager to the Exit Offer and the legal counsel appointed by the Promoter in relation to the Exit Offer. I hereby consent to the submission of this certificate as may be necessary to the SEBI, the RoC, the relevant stock exchanges and any other regulatory authority and/or for the records to be maintained by the manager to the Exit Offer and in accordance with applicable law.

Capitalised terms used herein but not defined shall have the same meaning as ascribed to them in the Letter of Offer.

Sincerely,

A handwritten signature in blue ink, consisting of a large, stylized letter 'P' followed by a horizontal stroke extending to the right.

Pavan Kumar Bajaj
Promoter

PAN Number : ADQPB9127L