



Date: 27.11.2020

To,

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400001

Sub: **Disclosure of Report under Regulation 10(7) of the SEBI (Substantial Acquisition of Shares and takeovers) Regulations, 2011 as amended in respect of acquisition under Regulation 10(1)(a)(ii) of SEBI SAST Regulations.**

Dear Sir/ Ma'am,

Please find enclosed the Report under Regulation 10(7) of the SEBI SAST Regulations received from the acquirer Mr. Mohammed Aslam Khan, Promoter of the Company in respect of the Inter-se Transfer of Shares between promoters of Octaware Technologies Limited on 11th November, 2020.

The respective intimation and report under Regulation 10(5) and 10(6) of SAST Regulations have already been filed with the exchange on 07th October, 2020 and 11th November, 2020.

The prescribed fees of Rs. 150,000 is remitted vide Demand draft no. 131562 dated 27th November, 2020 drawn on Citi Bank in favour of "Securities and Exchange Board of India" payable at Mumbai.

Kindly acknowledge the receipt.

Yours truly,

For Octaware Technologies Limited

Ankit Mehra
Company Secretary & Compliance Officer
Mem No: A58155

24.11.2020

Securities and Exchange Board of India
SEBI Bhavan, Plot No: C4-A, G-Block,
Bandra Kurla Complex, Bandra (East),
Mumbai- 400051.

Dear Sir/Madam,

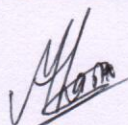
Sub: Report under Regulation 10(7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011- Inter-Se Transfer of Shares of Octaware Technologies Limited amongst promoters falling under Promoter Group Category.

Please find enclosed report under Regulation 10(7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulation, 2011 in respect of acquisition of shares of Octaware Technologies Limited made pursuant to Regulation 10(1)(a)(ii) on 11th November, 2020 along with the demand draft in favour of "Securities and Exchange Board of India".

Kindly take the same on record.

Thanking you,

Yours Faithfully,



Mohammed Aslam Khan
Acquirer

CC:

1. BSE Limited
The Corporate Service Department
P.J. Towers, 1st Floor,
Dalal Street,
Mumbai- 400001

2. Octaware Technologies Limited
The Compliance officer
204, Timmy Arcade,
Makwana Road, Marol,
Off Andheri-Kurla Road, Mumbai – 400059

Report to SEBI in respect of any acquisition made in reliance upon exemption provided for in regulation 10(1)(a)(ii) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1	General Details	
a.	Name, address, telephone no., e-mail of acquirer (s){In case there are multiple acquirers, provide full contact details of any one acquirer (the correspondent acquirer) with whom SEBI shall correspond.}	Mohammed Aslam Khan I-14, Mahindra Park, Narayan Nagar, LBS Marg, Opp Navel Depot, Ghatkopar west, Mumbai- 400086. Telephone no: 022-28293949 E-mail id: aslam@octaware.com
b.	Whether sender is the acquirer (Y/N)	Y
c.	If not, whether the sender is duly authorized by the acquirer to act on his behalf in this regard (enclose copy of such authorization)	Not applicable
d.	Name, address, Tel no. and email of sender, if sender is not the acquirer	Not applicable
2	Compliance of Regulation 10(7)	
a.	Date of report	19 th November, 2020
b.	Whether report has been submitted to SEBI within 21 working days from the date of the acquisition	Yes
c.	Whether the report is accompanied with fees as required under Regulation 10(7)	Yes, Demand draft in the favour of "Securities and Exchange Board of India" Amount: 1,50,000/- Instrument No.: 131562 Drawn on: Citibank (Pune)
3.	Compliance of Regulation 10(5)	
a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed atleast 4 working days before the date of the proposed acquisition.	Yes
b.	Date of Report	07.10.2020
4.	Compliance of Regulation 10(6)	
a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed within 4 working days of the acquisition.	Yes
b.	Date of Report	11.11.2020

5.	Details of the Target Company		
a.	Name & address of TC	Octaware Technologies Limited 204, Timmy Arcade, Makwana Road, Marol, Off Andheri-Kurla Road, Mumbai – 400059	
b.	Name of the Stock Exchange(s) where the shares of the TC are listed	BSE Limited	
6.	Details of the acquisition		
a.	Date of acquisition	11.11.2020	
b.	Acquisition price per share (in Rs.)	Rs. 75.20	
c.	Regulation which would have been triggered off, had the report not been filed under Regulation 10(7). (whether Regulation 3(1), 3(2), 4 or 5)	Reg 3(1)	

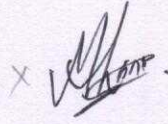
d.	Shareholding of acquirer(s) and PAC individually in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)(*)	Before the acquisition		After the acquisition	
		No of shares	% w.r.t total share capital of TC (*)	No. of Shares	% w.r.t total share capital of TC
	Name(s) of the acquirer(s) (**)				
	Mohammed Aslam Khan	1084742	30.21%	645282	17.97%
e.	Shareholding of seller/s in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)	Before the acquisition		After the acquisition	
		No. of Shares	% w.r.t total share capital of TC	No. of Shares	% w.r.t total share capital of TC
	Name(s) of the seller(s) (**)				
	Sajid Iqbal Abdul Hameed	645282	17.97%	-	-

7	Information specific to the exemption category to which the instant acquisition belongs - Regulation 10(1)(a)(ii)	
a.	Provide the names of the seller(s)	Sajid Iqbal Abdul Hameed
b.	Specify the relationship between the acquirer(s) and the seller(s).	The acquirer and seller belong to the promoter group of Target Company i.e. Octaware Technologies Limited

	c.	Year-1	Year-2	Year-3
	<p>Shareholding of the acquirer and the seller/s in the TC during the three years prior to the proposed acquisition</p> <p>Acquirer (s) Mohammed Aslam Khan</p> <p>Seller(s) Sajid Iqbal Abdul Hameed</p>	<p>1084742</p> <p>645282</p>	<p>1084742</p> <p>645282</p>	<p>1084742</p> <p>645282</p>
	<p>d.</p> <p>Confirm that the acquirer(s) and the seller/s have been named promoters in the shareholding pattern filed by the target company in terms of the listing agreement or the Takeover Regulations. Provide copies of such filings under the listing agreement or the Takeover Regulations.</p>	<p>YES Attached Annexure A</p>		
	<p>e.</p> <p>If shares of the TC are frequently traded, volume-weighted average market price (VWAP) of such shares for a period of sixty trading days preceding the date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed.</p>	<p>Not traded frequently</p>		
	<p>f.</p> <p>If shares of the TC are infrequently traded, the price of such shares as determined in terms of clause (e) of sub-regulation (2) of regulation 8.</p>	<p>Yes, Rs. 75.20</p>		
	<p>g.</p> <p>Confirm whether the acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (e) or (f) above as applicable</p>	<p>It is hereby confirmed that the acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (f) above.</p>		
	<p>h.</p> <p>Date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed</p>	<p>07.10.2020</p>		
	<p>i.</p> <p>Whether the acquirers as well as sellers have complied with the provisions of Chapter V of the Takeover Regulations (corresponding provisions of the</p>	<p>YES Attached as Annexure B</p>		

		repealed Takeover Regulations 1997) (Y/N). If yes, specify applicable regulation/s as well as date on which the requisite disclosures were made along with the copies of the same.	
	j.	Declaration by the acquirer that all the conditions specified under regulation 10(1) (a)(ii) with respect to exemptions has been duly complied with.	It is hereby declared that all the conditions specified under Regulation 10(1)(a)(ii) with respect to exemptions have been duly complied with.

I/We hereby declare that the information provided in the instant report is true and nothing has been concealed there from.

Signature: 

Mohammed Aslam Khan

Date: 24.11.2020

Place: Mumbai

Shareholding Pattern

Octaware Technologies Ltd

Scrip Code : 540416

Quarter Ending : March 2020

Statement showing shareholding pattern of the Promoter and Promoter Group

Category of shareholder	Nos. of shareholders	No. of fully paid up equity shares held	Total nos. shares held	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957) As a % of (A+B+C2)	Number of Locked in shares		Number of equity shares held in dematerialized form
					No.(a)	As a % of total Shares held(b)	
A1) Indian				0.00		0.00	
Individuals/Hindu undivided Family							
Mohammed Aslam Khan	2	17,30,024	17,30,024	48.18	7,23,510	41.82	17,30,024
Sajid Iqbal Abdul Hameed	1	10,84,742	10,84,742	30.21	4,53,640	41.82	10,84,742
	1	6,45,282	6,45,282	17.97	2,69,870	41.82	6,45,282
Sub Total A1	2	17,30,024	17,30,024	48.18	7,23,510	41.82	17,30,024
A2) Foreign				0.00		0.00	
A=A1+A2	2	17,30,024	17,30,024	48.18	7,23,510	41.82	17,30,024



Shareholding Pattern

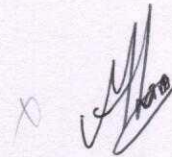
Octaware Technologies Ltd

Scrip Code : 540416

Quarter Ending : March 2019

Statement showing shareholding pattern of the Promoter and Promoter Group

Category of shareholder	Nos. of shareholders	No. of fully paid up equity shares held	Total nos. shares held	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957) As a % of (A+B+C2)	Number of Locked in shares		Number of equity shares held in dematerialized form
					No.(a)	As a % of total Shares held(b)	
A1) Indian				0.00		0.00	
Individuals/Hindu undivided Family	2	17,30,024	17,30,024	48.18	17,30,024	100.00	17,30,024
MOHAMMED ASLAM QUDRATULLAH KHAN	1	10,84,742	10,84,742	30.21	10,84,742	100.00	10,84,742
SAJID IQBAL ABDUL HAMEED	1	6,45,282	6,45,282	17.97	6,45,282	100.00	6,45,282
Sub Total A1	2	17,30,024	17,30,024	48.18	17,30,024	100.00	17,30,024
A2) Foreign				0.00		0.00	
A=A1+A2	2	17,30,024	17,30,024	48.18	17,30,024	100.00	17,30,024





Shareholding Pattern

Octaware Technologies Ltd

Scrip Code : 540416

Quarter Ending : March 2018

Statement showing shareholding pattern of the Promoter and Promoter Group

Category of shareholder	Nos. of shareholders	No. of fully paid up equity shares held	Total nos. shares held	Shareholding as a % of total no. of shares (calculated as per SCRR, 1957) As a % of (A+B+C2)	Number of Locked in shares		Number of equity shares held in dematerialized form
					No.(a)	As a % of total Shares held(b)	
A1) Indian				0.00		0.00	
Individuals/Hindu undivided Family MOHAMMED ASLAM QUDRATULLAH KHAN SAJID IQBAL ABDUL HAMEED	2	17,30,024	17,30,024	48.18	17,30,024	100.00	17,30,024
	1	10,84,742	10,84,742	30.21	10,84,742	100.00	10,84,742
	1	6,45,282	6,45,282	17.97	6,45,282	100.00	6,45,282
Sub Total A1	2	17,30,024	17,30,024	48.18	17,30,024	100.00	17,30,024
A2) Foreign				0.00		0.00	
A=A1+A2	2	17,30,024	17,30,024	48.18	17,30,024	100.00	17,30,024



Date: 07.10.2020

To,

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400001

Sub: Disclosure of Inter-se Transfer of Shares between the Promoters/ Promoters Group in accordance with Regulation 10(5) of SEBI (SAST) Regulations, 2011

Dear Sir/ Ma'am,

Pursuant to the Regulation 30 read with Schedule III of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 read with Regulation 3 of SEBI (Prohibition of Insider Regulations) Regulations, 2015, we would like to inform you that the Company has received an information from the following persons that they are in process of inter-se transfer of shares amongst themselves through an off-market transaction.

The details of the same is as under:

Date of Proposed Transaction	Name of the Transferor	Name of the Transferee	No. of Shares proposed to be transferred	% of Holding
14.10.2020	Sajid Iqbal Abdul Hameed	Mohammed Aslam Khan	645282	17.97%

This being an Inter se transfer of shares amongst Promoter Group, the same falls within the exemption [under Regulation 10 (1)(a)(ii) provided under SEBI (SAST) Regulation, 2011]. This is in nature of transfer of shares through an off-Market transaction amongst Promoters. The Aggregate holding of the Promoter and Promoter Group before and after the above inter se transaction remains the same (details individually enclosed).

Octaware Technologies Ltd.

Regd Office: 204, Timmy Arcade, Makwana Road, Marol Naka, Andheri (E), Mumbai-400059.

Tel: +91-22-28293949, +91-22-40231431, Fax: +91-22-28293959, Website: www.octaware.com, Email: info@octaware.com & cs@octaware.com

X



OCTAWARE

The Bridge To Productivity

CIN: L72200MH2005PLC153539

In this connection necessary disclosure under Regulation 10 (5) for the above said acquisition in prescribed format, as submitted by the Acquirer is enclosed herewith for your kind information and records.

Yours truly,

For Octaware Technologies Limited

Ankit Mehra
Company Secretary & Compliance Officer

Octaware Technologies Ltd.

Regd Office: 204, Timmy Arcade, Makwana Road, Marol Naka, Andheri (E), Mumbai-400059.

Tel: +91-22-28293949, +91-22-40231431, Fax: +91-22-28293959, Website: www.octaware.com, Email: info@octaware.com & cs@octaware.com

Date: 07.10.2020

To,

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400001
Email: corp.relations@bseindia.com

To,

Octaware Technologies Limited
204 Timmy Arcade Makwana
Rdmarol Off Kurla Andheri Road
Mumbai 400059
Email: ankit.mehra@octaware.com

Sub: Prior Intimation under regulation 10(5) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for proposed acquisition of shares

Dear Sir/ Ma'am,

As due compliance of Regulation 10(5) of the SEBI (SAST) Regulations, 2011, the undersigned being part of the Promoter and Promoter Group of the Company, hereby furnish the PRIOR INTIMATION in the specified format under regulation 10(5) in respect of proposed inter-se transfer of 645282 shares (17.97%) shares of Octaware Technologies Limited being the Target Company ("TC") in the following manner:

Inter-se Transfer of 645282 (17.97%) shares from Mr. Sajid Iqbal Abdul Hameed to Mr. Mohammed Aslam Khan, being promoters of the TC;

The shares are proposed to be acquired by way of "Mutual agreement between the promoters" from amongst the Promoters and Promoter Group pursuant to exemption provided in Regulation 10(1)(a)(ii) (qualifying person being persons named as promoters in the shareholding pattern filed by the target company for not less than three years prior to the proposed acquisition) and there will be no change in the Total Shareholding of the Promoters Group after such inter-se transfer of shares of TC.

Thanking You.

Yours Faithfully,



Mr. Mohammed Aslam Khan
Promoter & Managing Director of Octaware Technologies Limited
(Acquirer)

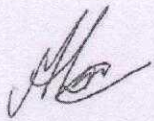
Encl: As above

Disclosures under Regulation 10(5)- Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Octaware Technologies Limited
2.	Name of the acquirer(s)	Mr. Mohammed Aslam Khan
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Yes. Mr. Mohammed Aslam Khan is one of the Promoter of Target Company
4.	<p>Details of the proposed acquisition</p> <p>a. Name of the person(s) from whom shares are acquired</p> <p>b. Proposed date of Acquisition</p> <p>c. Number of shares to be acquired from each person mentioned in 4 (a) above</p> <p>d. Total shares to be acquired as % of share capital of TC</p> <p>e. Price at which shares are proposed to be acquired</p> <p>f. Rationale, if any, for the proposed transfer</p>	<p>Mr. Sajid Iqbal Hameed.</p> <p>On or after 14.10.2020</p> <p>645282 Equity shares</p> <p>17.97%</p> <p>INR 4,85,25,206.40</p> <p>Inter-se transfer of shares amongst promoters of the Company, as per the mutual agreement between the promoters</p>
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10(1)(a)(ii) of SEBI (SAST) Regulation, 2011
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	Not applicable

7	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not applicable
8	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Not applicable
9	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	Yes, the transferor and transferee have complied with applicable disclosure requirement in Chapter V of the Takeover Regulation, 2011
10	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with	I hereby declare that all the conditions specified under regulation 10 (1) (a) with respect to exemption has been complied with.

11.	Shareholding Details	Before the proposed Transaction		After the proposed transaction	
		No of Shares/voting rights	% w.r.t total share capital of TC	No of Shares/voting rights	% w.r.t total share capital of TC
	a. Acquirer(s) and PACs (other than sellers) (*)				
	Mr. Mohammed Aslam Khan	1084742	30.21%	1730024	48.18%
	b. Seller (s)				
	Mr. Sajid Iqbal Hameed	645282	17.97%	-	-



Mr. Mohammed Aslam Khan
Acquirer
Promoter & Managing Director

Date: 07.10.2020

Place: Mumbai



Date: 11.11.2020

To,

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400001

Sub: Disclosure for intimation received from Mr. Mohammed Aslam Khan for acquisition of equity shares of the Company.

Dear Sir,

We have received intimation from Mr. Mohammed Aslam Khan (Managing Director of the Company) pursuant to Regulation 7(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 and Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 regarding acquisition of 645282 no. of equity shares comprising 17.97 % of the paid-up share capital of the Company.

After the said acquisition the total shareholding of the Managing Director is 1730024 shares comprising 48.18 % of the paid-up share capital of the Company.

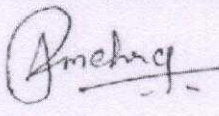

In this regard we are submitting herewith the disclosure received from Mr. Mohammed Aslam Khan pursuant to Regulation 7(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 and Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011.

This is for your information and record.

Kindly acknowledge the receipt of the same.

Yours truly,

For Octaware Technologies Limited

Ankit Mehra
Company Secretary & Compliance Officer

Octaware Technologies Ltd.

Regd Office: 204, Timmy Arcade, Makwana Road, Marol Naka, Andheri (E), Mumbai-400059.

Tel: +91-22-28293949, +91-22-40231431, Fax: +91-22-28293959, Website: www.octaware.com, Email: info@octaware.com & cs@octaware.com

Date: 11.11.2020

To,

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400001
Email: corp.relations@bseindia.com

To,

Octaware Technologies Limited
204 Timmy Arcade Makwana
Rdmarol Off Kurla Andheri Road
Mumbai 400059
Email: ankit.mehra@octaware.com

Sub: Disclosure under Regulation 29 (1) & 29 (2) of SEBI (Substantial Acquisition of Share and Takeover) Regulation, 2011

Dear Sir/Madam,

With reference to the aforementioned subject, please find enclosed herewith the disclosure as per Regulation 29 (1) & 29 (2) of SEBI (Substantial Acquisition of Share and Takeover) Regulation, 2011. I, Mohammed Aslam Khan, Promoter & Managing Director, of Octaware Technologies Limited (The Company) resident at I-14, Mahindra Park, Narayan Nagar, LBS Marg, Opp Navel Depot, Ghatkopar west, Mumbai- 400086, hereby submit the disclosure with regard to acquisition of Equity Shares of the Company, owned by me, as per mutual settlement agreement through an off market transaction under inter-se transfer of shares, duly signed by me, for your information and record.

Yours Truly,



Mohammed Aslam Khan
Acquirer
Promoter & Managing Director

Encl: Disclosure

Disclosures under Regulation 29(1) and 29 (2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part-A- Details of the Acquisition

Name of the Target Company (TC)	Octaware Technologies Limited
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Mr. Mohammed Aslam Khan
Whether the acquirer belongs to promoter/Promoter group	Yes
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited

Details of the acquisition as follows	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC
Before the acquisition under consideration, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	1084742	30.21%	30.21%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by equity 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)			
e) Total (a+b+c+d)	1084742	30.21%	30.21%
Details of acquisition			
a) Shares carrying voting rights acquired	645282	17.97%	17.97%
b) VRs acquired otherwise than by equity shares			
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			
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)			
e) Total (a+b+c+/-d)			

	645282	17.97%	17.97%
After the acquisition, holding of acquirer along with PACs of:			
a) Shares carrying voting rights	1730024	48.18%	48.18%
b) VRs otherwise than by equity shares			
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) after acquisition			
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	1730024	48.18%	48.18%
e) Total (a+b+c+d)			

Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Inter-se Transfer amongst Promoters through an off-market transaction
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	N.A.
Date of acquisition of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	11.11.2020
Equity share capital / total voting capital of the TC before the said acquisition	3590570 Equity shares
Equity share capital/ total voting capital of the TC after the said acquisition	3590570 Equity shares
Total diluted share/voting capital of the TC after the said acquisition	3590570 Equity shares



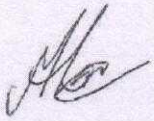
Mohammed Aslam Khan
Acquirer
Promoter & Managing Director

Date: 11.11.2020
Place: Mumbai

Part-B

Name of the Target Company: Octaware Technologies Limited

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to Promoter/ Promoter group	PAN of the acquirer and/ or PACs
Mr. Mohammed Aslam Khan	Yes	AGBPK7367B



Signature of the acquirer

Place: Mumbai
Date: 11.11.2020

Date: 11.11.2020

To,

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400001
Email: corp.relationships@bseindia.com

To,
Mr. Ankit Mehra, Company Secretary
Octaware Technologies Limited
204 Timmy Arcade Makwana
Rdmarol Off Kurla Andheri Road
Mumbai 400059
Email: ankit.mehra@octaware.com

Sub: Disclosure under Regulation 7(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Dear Sir,

With reference to the aforementioned subject, please find enclosed herewith the disclosure under Regulation 7(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015. I, Mohammed Aslam Khan, Managing Director & Promoter, of Octaware Technologies Limited (The Company) resident at I-14, Mahindra Park, Narayan Nagar, LBS Marg, Opp Navel Depot, Ghatkopar west, Mumbai- 400086, hereby submit the disclosure with regard to acquisition of Equity Shares of the Company by me as inter-se transfer of shares, as per mutual settlement agreement through an off market transaction, duly signed by me, for your information and record.

Yours Truly,



Mohammed Aslam Khan
Acquirer
Promoter & Managing Director

Encl: Disclosure

Mr. Mohammed Aslam Khan DIN: 00016438 PAN: AGBPK7367 B Address: at I-14, Mahindra Park, Narayan Nagar, LBS Marg, Opp Navel Depot, Ghatkopar west, Mumbai-400086	Promoter & Managing Director	Equity shares	1084742 30.21%	Equity shares	6452 82 17.9 7%	INR 4,85,25,206. 40	BUY	Equity Shares	1730024 48.18%	11.1 1.20 20	11.1 1.20 20	07.10. 2020	Inter-Se Transfer of shares between promoters through an off-market transaction
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Note: "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Details of trading in derivatives of the company by Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).

Trading in derivatives (Specify type of contract, Futures or Options etc)							Exchange on which the trade was executed
Type of contract	Contract specifications	Buy		Sell		Number of units (contracts * lot size)	
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)		
15	16	17	18	19	20	21	
-	-	-	-	-	-	-	



Mohammed Aslam Khan
Promoter & Managing Director

Date: 11.11.2020

Place: Mumbai

Date: 11.11.2020

To,

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400001
Email: corp.relations@bseindia.com

To,

Octaware Technologies Limited
204 Timmy Arcade Makwana
Rdmarol Off Kurla Andheri Road
Mumbai 400059
Email: ankit.mehra@octaware.com

Sub: Disclosure under Regulation 10 (6) of SEBI (Substantial Acquisition of Share and Takeover) Regulation, 2011.

Dear Sir,

In terms of disclosure under Regulation 10 (6) SEBI (Substantial Acquisition of Share and Takeover) Regulations, 2011, I, Mohammed Aslam Khan, Promoter, of Octaware Technologies Limited (The Company) resident at I-14, Mahindra Park, Narayan Nagar, LBS Marg, Opp Navel Depot, Ghatkopar west, Mumbai- 400086, hereby submit the disclosure with regard to acquisition of Equity shares of the company, owned by me, as per mutual settlement agreement, through an off market transaction, duly signed by me, for your information and record.

Yours Truly,



Mohammed Aslam Khan
Acquirer
Promoter & Managing Director

CC:- Mr. Ankit Mehra
Company Secretary and Compliance Officer
Octaware Technologies Limited
204 Timmy Arcade Makwana
Rdmarol Off Kurla Andheri Road
Mumbai 400059


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	Octaware Technologies Limited
2.	Name of the acquirer (s)	Mr. Mohammed Aslam Khan
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Inter-se Transfer of 645282 equity shares from Mr. Sajid Iqbal Hameed to Mr. Mohammed Aslam Khan, promoter of the company as per the mutual agreement between them.
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(a)(ii) of SEBI (SAST) Regulation, 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.	The disclosure of proposed acquisition was required to be made under regulation 10(5). Yes, Declaration was made under Regulation 10 (5) was made within the stipulated time specified under the SEBI (SAST) Regulation. 07.10.2020

7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	Name of the transferor / seller	Mr. Sajid Iqbal Abdul Hameed	Yes
	Date of acquisition	11.11.2020	Yes
	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	645282 Equity Shares	Yes
	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	17.97%	Yes
	Price at which shares are proposed to be acquired / actually acquired	INR 4,85,25,206.40	Yes

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
	Each Acquirer / Transferee				
	Mr. Mohammed Aslam Khan	108 474 2	30.21 %	173002 4	48.18%
	Each Seller / Transferor				
	Mr. Sajid Iqbal Hameed	645 282	17.97 %	-	-



Mr. Mohammed Aslam Khan
 Acquirer
 Promoter & Managing Director

Date: 11.11.2020

Place: Mumbai



OCTAWARE

The Bridge To Productivity

CIN: L72200MH2005PLC153539

Date: 11.11.2020

To,

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400001
Email: corp.relations@bseindia.com

Sub: Disclosure for intimation received from Sajid Iqbal Abdul Hameed for disposal of equity shares of the Company

Dear Sir,

We have received intimation from Mr. Sajid Iqbal Abdul Hameed, (Promoter of the Company) pursuant to regulation 7(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 and Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 regarding disposal of 645282 no. of equity shares comprising 17.97 % of the Paid-up Share Capital of the Company.

After the said disposal Mr. Sajid Iqbal Abdul Hameed will not hold any shares of the Company. In this regard we are submitting herewith the disclosure received from Mr. Sajid Iqbal Abdul Hameed, pursuant to regulation 7(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015 and Regulation 29(2) of the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011.

This is for your information and record.

Kindly acknowledge the receipt of the same.

For Octaware Technologies Limited

Ankit Mehra
Company Secretary & Compliance Officer

Encl: Disclosure

Octaware Technologies Ltd.

Regd Office: 204, Timmy Arcade, Makwana Road, Marol Naka, Andheri (E), Mumbai-400059.

Tel: +91-22-26293949, +91-22-40231431, Fax: +91-22-26293959, Website: www.octaware.com, Email: info@octaware.com & cs@octaware.com

Date: 11.11.2020

To,

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400001
Email: corp.relations@bseindia.com

To,

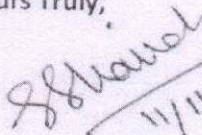
Mr. Ankit Mehra, Company Secretary
Octaware Technologies Limited
204 Timmy Arcade Makwana
Rdmarol Off Kurla Andheri Road
Mumbai 400059
Email: ankit.mehra@octaware.com

Sub: Disclosure under Regulation 7(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Dear Sir,

With reference to the aforementioned subject, please find enclosed herewith the disclosure under Regulation 7(2) of SEBI (Prohibition of Insider Trading) Regulations, 2015. I, Sajid Iqbal Abdul Hameed, Promoter, of Octaware Technologies Limited (The Company) resident at 1601, Ayesha Tower, SV Road, Jogeshwari West, Mumbai-400102 hereby submit the disclosure with regard to disposal of Equity Shares of the Company by me as inter-se transfer of shares, as per mutual settlement agreement through an off-market transaction, duly signed by me, for your information and record.

Yours Truly,


11/11/2020

Sajid Iqbal Abdul Hameed
Disposer
Promoter

Encl: Disclosure

Mr. Sajid Iqbal Abdul Hameed DIN: 02544461 PAN: AJWPS0895 G Address: 1601, Ayesha Tower, SV Road, Jogeshwari West, Mumbai-400102	Promoter	Equity shares	645282 17.97%	Equity shares	645282 17.97%	Equity shares	645282 17.97%	INR 4,85,25,206. 40	Sell	Equity Shares	NIL	11.11.2020	11.11.2020	11.11.2020	Inter-Sc Transfer of shares between promoters through an off-market transaction
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Note: "Securities" shall have the meaning as defined under regulation 2(1)(i) of SEBI (Prohibition of Insider Trading) Regulations, 2015.

Details of trading in derivatives of the company by Promoter, Employee or Director of a listed company and other such persons as mentioned in Regulation 6(2).

Trading in derivatives (Specify type of contract, Futures or Options etc)							Exchange on which the trade was executed
Type of contract	Contract specifications	Buy		Sell			
		Notional Value	Number of units (contracts * lot size)	Notional Value	Number of units (contracts * lot size)		
15	16	17	18	19	20	21	
-	-	-	-	-	-	-	

Sajid Iqbal Abdul Hameed
11/11/2020

Sajid Iqbal Abdul Hameed
Disposer
Promoter

Date: 11.11.2020
Place: UAE

Date: 11.11.2020

To,

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai- 400001
Email: corp.relations@bseindia.com

To,

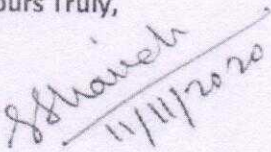
Mr. Ankit Mehra, Company Secretary
Octaware Technologies Limited
204 Timmy Arcade Makwana
Rdmarol Off Kurla Andheri Road
Mumbai 400059
Email: ankit.mehra@octaware.com

Sub: Disclosure under Regulation 29 (2) of SEBI (Substantial Acquisition of Share and Takeover) Regulation, 2011

Dear Sir/Madam,

In terms of disclosure under Regulation 29 (2) SEBI (Substantial Acquisition of Share and Takeover) Regulations, 2011, I, Sajid Iqbal Abdul Hameed, Promoter of Octaware Technologies Limited (The Company) resident at 1601, Ayesha Tower, SV Road, Jogeshwari West, Mumbai-400102, hereby submit the disclosure with regard to the disposal of Equity Shares of the Company, owned by me, as per mutual settlement agreement through an off market transaction under inter-se transfer of shares, duly signed by me, for your information and record.

Yours Truly,


11/11/2020

Sajid Iqbal Abdul Hameed
Seller
Promoter

Encl: Disclosure

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

Part-A- Details of the Disposer

Name of the Target Company (TC)	Octaware Technologies Limited
Name(s) of the Transferor and Persons Acting in Concert (PAC) with the disposer	Mr. Sajid Iqbal Abdul Hameed
Whether the disposer belongs to promoter/Promoter group	Yes
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited

Details of the disposition as follows	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC
Before the disposition under consideration, holding of disposer along with PACs of:			
a) Shares carrying voting rights	645282	17.97%	17.97%
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	-	-	-
c) Voting rights (VR) otherwise than by equity 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)			
e) Total (a+b+c+d)	645282	17.97%	17.97%
Details of disposition			
a) Shares carrying voting rights acquired	645282	17.97%	17.97%
b) VRs acquired otherwise than by equity shares			
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			
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)			
e) Total (a+b+c+/-d)	645282	17.97%	17.97%

After the disposition, holding of disposer along with PACs of:			
a) Shares carrying voting rights	0	0	0
b) VRs otherwise than by equity shares			
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) after acquisition			
d) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	0	0	0
e) Total (a+b+c+d)			

Mode of sale (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer/encumbrance, etc.)	Inter-se Transfer amongst Promoters through an off-market transaction
Salient features of the securities sold including time till redemption, ratio at which it can be converted into equity shares, etc.	N.A.
Date of sale of/ date of receipt of intimation of allotment of shares / VR/ warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC.	11.11.2020
Equity share capital / total voting capital of the TC before the said acquisition	3590570 Equity shares
Equity share capital/ total voting capital of the TC after the said acquisition	3590570 Equity shares
Total diluted share/voting capital of the TC after the said acquisition	3590570 Equity shares

Sajid Iqbal
11/11/2020
Sajid Iqbal Abdul Hameed
Seller
Promoter

Date: 11.11.2020
Place: UAE

X *[Signature]*

citibank

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Draft

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Date

Valid for 3 months from the date of issue

27 11 2020
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D. S. SAVANT & SONS, MUMBAI / CTS - 2010

Pay to the Order of SECURITIES AND EXCHANGE BOARD OF INDIA *

The Sum of Rupees ONE LAKH FIFTY THOUSAND ONLY.

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For CITIBANK N. A.

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A/c No.

Payable at Par at all Citibank branches in India

ADITI DE SARKER
Manager
Citibank N.A.
Emp. No. 912011

BY ORDER OF MOHAMMAD ASLAM KHAN
GCB/DD/A

Please sign above

⑈ 131562⑈ 000037003⑈ 700009⑈ 16