

SEC/25/2024-25

May 31, 2024

<b>Listing Department</b> <b>BSE Limited</b> 25 <sup>th</sup> Floor, Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai - 400 001 Tel No.: 022- 22723121 <b>SCRIP CODE: 523704</b>	<b>Listing Department</b> <b>The National Stock Exchange of India Limited</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051 Tel No.: 022- 26598100 <b>SYMBOL: MASTEK</b>
<b>ISIN: INE759A01021</b>	

Dear Sir(s) / Ma'am(s),

**Sub: 'Effective Date' of the Scheme of Arrangement between the Company (Transferee) and Meta Soft Tech Systems Private Limited (Wholly owned Subsidiary of the Company) ("Transferor" or "MST") and its shareholders and creditors**

This is further to our disclosures dated September 5, 2023, September 22, 2023 and May 21, 2023, in connection with the Scheme of Arrangement between the Company (Transferee) and Meta Soft Tech Systems Private Limited (Wholly owned Subsidiary of the Company) ("Transferor" or "MST") and its shareholders and creditors ('Scheme of Arrangement'), as approved and sanctioned by the Hon'ble National Company Law Tribunal, Ahmedabad Bench (having jurisdiction over the Company) vide its Order dated May 17, 2024 ('NCLT Order').

We wish to inform you that, after fulfilling all the conditions specified in Clause 1.7 (*Definition of Effective Date*) read with Para 5 of the Scheme of Arrangement, the Company and MST have today, i.e., May 31, 2024, filed the certified copy of the NCLT Order, with the Ministry of Corporate Affairs, Government of India. The filing has been made in compliance with Section 232 of the Companies Act, 2013 read with Rule 25(7) of the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016.

Accordingly, in terms of Para 5 of the Scheme of Arrangement, the Scheme of Arrangement has become operative on and from today i.e., May 31, 2024 ('Effective Date').

In terms of the Scheme of Arrangement, MST stands amalgamated into and with the Company and dissolved without being wound up, on and from the Effective Date.

Further in terms of Clause 15.1 of the Scheme of Arrangement, the authorized share capital of Rs. 75 Lakhs of MST stands merged with the authorized share capital of the Company. Consequently, the authorized share capital clause in the Memorandum of Association of the Company stands amended as follows:

"V. The authorized Share Capital of the Company is Rs. 40,75,00,000/- (Rupees Forty Crore Seventy Five Lakhs Only) divided into 4,15,00,000 (Four Crores Fifteen Lakhs) Equity Shares of Rs. 5/- (Rupees Five Only) each and 20,00,000 (Twenty Lakhs) Preference Shares of Rs. 100/- (Rupee One Hundred Only) each. The Board of Director have power to increase and reduce the capital of the company and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, deferred, guaranteed, qualified or special rights, privileges and conditions as may be determined by the Board of Directors of the company and to vary, modify, amalgamate or abrogate any such rights privileges or conditions in such manner as may for the time being provided by the resolution of the Board of Directors of the Company. The Board will have powers to attach to the said Preference Shares such preferential,

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qualified or special rights and to provide for such rate of dividend on the Preference Shares as may be determined by the Directors.”

This disclosure is being made in terms of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

This is for your information and record.

Yours faithfully,  
**For Mastek Limited**



**Dinesh Kalani**  
**SVP - Group Company Secretary**