

November 2, 2016

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Dear Sirs,

**Sub: Press Release**

This is to inform you that Zensar Technologies (UK) Limited, a wholly owned subsidiary of the Company has signed definitive agreements on November 2, 2016 to acquire Foolproof Limited, a Company incorporated in UK along with its two wholly owned subsidiary Companies in UK and one wholly owned subsidiary Company in Singapore (Hereinafter collectively referred to as Foolproof). Foolproof is engaged in research, consulting and design services to global corporations to help define their Customer Experience (CX) /User Experience (UX).

The Sub Committee of the Board of Directors of the Company has taken note of above transaction in its meeting held earlier today.

We are informing above to the press through Press Release and a copy of said Press Release is enclosed for your reference.

You are requested to kindly take the same on records.

Kindly acknowledge the receipt of the communication.

Thanking you,

**For ZENSAR TECHNOLOGIES LIMITED**



**RAJIV MUNDHRA  
AUTHORISED SIGNATORY**



## Zensar Technologies acquires Foolproof Ltd. Targets Leadership in CMO Driven Digital Services

November 2, 2016, Pune, India and London, UK: Zensar Technologies (UK) Ltd., a wholly owned subsidiary Company of Zensar Technologies Limited, an RPG Company and the shareholders of Foolproof Ltd. today announced that they have entered into a definitive agreement for Zensar to acquire Foolproof Limited along with its two wholly owned subsidiary companies in UK and one wholly owned subsidiary Company in Singapore for an undisclosed sum. Under the terms of the agreement, Foolproof will now be a wholly-owned subsidiary of Zensar Technologies (UK) Ltd. The deal will be financed by internal accruals, and will be EPS positive for the company.

Foolproof is one of Europe's leading experience design agencies, headquartered in London with other offices in Norwich and Singapore. The company helps global brands design better, and more relevant, digital products and services for customers based on a deep understanding of consumer behavior, their clients' business and new technology, and counts many Global500 firms amongst its clients.

Announcing the acquisition, **Harsh Goenka, Chairman of RPG Enterprises and Zensar** said, "Foolproof's market leadership in experience design and the strong management team at its helm, are strategic to Zensar's plan to increase market share in this increasingly pertinent space. The integrated proposition of the two companies will augment the value Zensar delivers to clients."

"The importance of consumer experience is growing exponentially today, and we believe investing in experience design will go a long way in earning our clients' interest, business and most of all their loyalty", said **Sandeep Kishore, Chief Executive Officer and Managing Director of Zensar**. "This acquisition fortifies Zensar's digital offerings and furthers the company's ability to work with CMOs and CDOs to improve outcomes for their customers, and to drive innovation through design. It helps sharpen our focus on delivering Return on Digital™ to our clients", he added.

"Digital has fundamentally changed how consumers view and interact with brands, but many businesses have been slow to react to this change. Our rigorous approach to design using real customer insight to inform the design at every stage of the process, helps us deliver digital experiences which create value for both our clients and their customers. Joining forces with Zensar will give us access to greater resources, and extends our global reach, to help us in our mission to positively impact the lives of millions of people around the world through great design", said **Peter Ballard, Partner at Foolproof**.

With Foolproof's leadership in experience design, and Zensar's proven track record in digital transformation programs, the company is well positioned to be an end-to-end Digital Transformation Services partner for its clients keen to maximise their 'Return on Digital' by focusing on the key aspects of eCommerce, Customer Experience and Application Management.

Foolproof also brings marquee clients across BFSI, Retail, High Technology and Oil & Gas segments into the Zensar fold. The addition of Foolproof's 100 consultants, with knowledge and understanding in Strategy and Planning, Design Research, Design and Development and Creative Technologies will strengthen Zensar's Digital capabilities.

Foolproof will operate under its own brand name, and will continue to be managed by founders Peter Ballard and Tom Wood. Foolproof's management team and all their associates based in London, Norwich and Singapore will become a part of Zensar's Global Digital Services organisation.



Zensar's legal advisors were Charles Russell Speechlys LLP.

**About Zensar ([www.zensar.com](http://www.zensar.com))**

Zensar is a leading digital solutions and technology services company that specialises in partnering with global organisations across industries on their Digital Transformation journeys. A technology partner of choice, backed by strong track-record of innovation; credible investment in Digital solutions; assertion of commitment to client's success, Zensar's comprehensive range of digital and technology services and solutions enable its customers to achieve new thresholds of business performance. Zensar, with its experience in delivering excellence and superior client satisfaction through myriad technology solutions, is uniquely positioned to help them surpass challenges around running their existing business most efficiently, helping in their legacy transformation, and planning for business expansion and growth through innovative and digital ways.

**About RPG Enterprises ([www.rpggroup.com](http://www.rpggroup.com))**

Mumbai headquartered RPG Enterprises is one of India's largest industrial conglomerates. With over 15 companies in its fold, the group has a strong presence across core business sectors such as Infrastructure, Tyre, IT and Specialty. Established in 1979, RPG is also one of India's fastest growing business groups with a turnover in excess of USD 3.2 Billion, 20000+ people and a global presence in over 100 countries.

**About Foolproof ([www.foolproof.co.uk/](http://www.foolproof.co.uk/))**

Founded in 2002, Foolproof has grown from a two-man company into one of Europe's leading experience design agencies with offices in London, Norwich and Singapore. Their purpose is to create measurably better digital products and services that deliver value for both brands and their customers. Their approach to design is collaborative, iterative and evidence-driven, bringing both their clients and customers into the design process to create new and better digital experiences. Employing 100 people, Foolproof has a diverse skillset that includes technologists, psychologists, ergonomists, social scientists, product and service designers, creative technologists, and developers. Their practice spans four specialisms: Strategy and Planning; Design Research; Design and Development; and Creative Technology.

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### Safe Harbour

Certain statements in this release concerning our future growth prospects are forward-looking statements which involve a number of risks and uncertainties that could cause actual results to differ materially from those in such forward-looking statements. The risks and uncertainties relating to these statements include, but are not limited to, risks and uncertainties regarding fluctuations in earnings, our ability to manage growth, intense competition in IT services including those factors which may affect our cost advantage, wage increases in India, our ability to attract and retain highly skilled professionals, time and cost overruns on fixed price, fixed-time frame contracts, client concentration, restrictions on immigration, our ability to manage our international operations, reduced demand for technology in our key focus areas, disruptions in telecommunication networks, our ability to successfully complete and integrate potential acquisitions, liability for damages on our service contracts, withdrawal of governmental fiscal incentives, political instability, legal restrictions on raising capital or acquiring companies outside India, and unauthorised use of our intellectual property and general economic conditions affecting our industry. The Company does not undertake to update any forward-looking statement that may be made from time to time by or on behalf of the Company.



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