

**SUDHAKAR RAM**  
Flat No. 3502, 35<sup>th</sup> Floor, Octavius Building  
Hiranandani Garden,  
Powai  
Mumbai 400076

Date:- 01 FEB 2018

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**BSE Limited**  
Listing Operations  
Phiroze Jeejeebhoy Towers,  
Dalai Street,  
Mumbai - 400 001  
BSE Script Code: 539289

**National Stock Exchange of India Limited**  
Listing Department,  
Exchange Plaza,  
Bandra Kurla Complex, Bandra (E),  
Mumbai - 400 051  
NSE Script Code: MAJESCO

The  
Company Secretary  
Majesco Limited  
MBP-P-136, Mahape, Navi Mumbai 400710

**Sub: Disclosure in terms of Regulation 29 (2) of the Securities and Exchange Board of India  
(Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

Majesco Limited has informed that Majesco Limited has allotted 4443849 Equity Shares of face value of Rs. 5/- each to Qualified Institutional Buyers under the Qualified Institutional Placement on February 1, 2018.

Pursuant to this allotment, the percentage of my holding in the paid up equity share capital of Majesco Limited stand reduced from 10.94% to 9.20%.

Although there is no change in my shareholding in Majesco Limited, out of abundant caution, the disclosure under Regulation 29 (2) of the captioned Regulations in the prescribed format relating to details of change in shareholding being promoter of Majesco Limited is enclosed herewith.

Request you to take the same on record

Yours Truly,



Sudhakar Ram

Encl: a/a

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

Name of Target Company (TC)	MAJESCO LIMITED		
Name(s) of the acquirer and Person Acting in Concert (PAC) with the acquirer	Sudhakar Ram		
Whether the acquirer belongs to Promoter/Promoter group	Yes, Promoter		
Name of the Stock Exchanges(s) where the shares of TC are Listed	National Stock Exchange of India Limited BSE Limited		
Details of the acquisition / disposal as follows	Number	% w.r.t. total share /voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC**
<b>Before the acquisition/disposal under consideration, holding of:</b>			
a) Shares carrying voting rights	2,101,763	8.90	8.90
b) Shares in the nature of encumbrance (pledge/lien/non-disposal undertaking/others)	480,000	2.03	2.03
c) Voting rights (VR) otherwise than by shares			
d) Warrants/Convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in TC			
e) Total (a+b+c+d)	2,581,763	10.94	10.94
<b>Details of sale</b>			
a) Shares carrying voting rights acquired/sold		1.73#	1.73#
b) VRs acquired/sold otherwise than by 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/sold			
d) Shares encumbered/invoked/released by the acquirer/seller		0.00	0
e) Total (a+b+c+/-d)			
<b>After the acquisition/sale, holding of</b>			
a) Shares carrying voting rights	2,581,763	9.20	9.20
b) Shares encumbered with the acquirer			
c) VRs otherwise than by 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) after acquisition/sale.			
e) Total (a+b+c+d)			
Mode of acquisition/sale (e.g. open market/off market/public issue/rights issue/preferential allotment/inter-se transfer etc.)	# There is no actual change in shareholding of Mr. Sudhakar Ram in Majesco Limited, However, the percentage of shareholding of Mr. Sudhakar Ram stand reduced from 10.94% to 9.20% due to increase in paid up capital of Majesco Limited on account of allotment of Equity Shares to Qualified Institutional Buyers under the Qualified Institutions Placement		

Date of acquisition/sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable	February 1, 2018
Equity share capital / total voting capital of the TC before the said acquisition / sale	23608606 Equity Shares of Rs. 5/- each
Equity share capital/ total voting capital of the TC after the said acquisition / sale	28052455 Equity Shares of Rs. 5/- each.
Total diluted share/voting capital of the TC after the said acquisition	NA

# There is no actual change in shareholding of Mr. Sudhakar Ram in Majesco Limited, However, the percentage of shareholding of Mr. Sudhakar Ram stand reduced from 10.94% to 9.20% due to increase in paid up capital of Majesco Limited on account of allotment of Equity Shares to Qualified Institutional Buyers under the Qualified Institutions Placement

(\*\*) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(\*\*) Diluted shares/voting capital does not include ESOPs granted and outstanding

  
Sudhakar Ram

Place: Mumbai

Date: 01 FEB 2018