

Sky Bidco S.L.U.

Calle Claudio Coello 124, 6a planta derecho, 28006, Madrid, Spain

Date: 18 March 2017 DR

To:

1. Company Secretary
Accelya Kale Solutions Limited
Accelya Enclave, 685/2B & 2C,
1st Floor, Sharada Arcade,
Satara Road, Pune – 411 037
Fax: +91 20 2423 1639
Email: ninad.umranikar@accelya.com
2. Corporate Compliance and Listing Centre
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400001, India
Fax: +91 22 2272 3121
Email: corp.relations@bseindia.com
3. Listing Department
National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (East)
Mumbai 400051, India
Fax: +91 22 2659 8237 / 38
Email: cmist@nse.co.in

Dear Sir / Madam,

Sub: Disclosure under Regulation 18(6) of the Securities and Exchange Board of India (Substantial Acquisition of Shares & Takeovers) Regulations, 2011 (***Takeover Regulations***)

Please find enclosed disclosure of details of the offshore acquisition of 100% of Accelya Holding Luxembourg SA (a Luxembourg incorporated entity) by Sky Bidco S.L.U. (a Spanish incorporated entity), which has resulted in an indirect acquisition of 74.66% of the equity shares and voting rights of Accelya Kale Solutions Limited, in terms of Regulation 18(6) of the Takeover Regulations.

Please note that as this is an indirect acquisition this filing may not strictly speaking be required in terms of Regulation 18(6) of the Takeover Regulations, however it is being made as a matter of abundant caution.

Regards,



David Vincent Reis
Director

**Disclosure by acquirer for shares/ voting rights acquired during the
Offer Period under Regulation 18 (6) in terms of SEBI (Substantial Acquisition of
Shares and Takeovers) Regulations, 2011**

(i)	Name of the Target Company (TC)	Accelya Kale Solutions Limited
(ii)	Name of the acquirers / PAC	<p>Acquirer: Sky Bidco S.L.U. PACs with Acquirer:</p> <ol style="list-style-type: none"> 1. Canary Topco Limited, 2. Canary Holdco Limited, 3. Canary Finco Limited, 4. Canary Midco Limited, and 5. Sky Holdco Limited. <p>Canary Topco Limited (a company incorporated under the laws of England and Wales) wholly owns and controls Canary Holdco Limited (a company incorporated under the laws of England and Wales), which in turn wholly owns and controls Canary Finco Limited (a company incorporated under the laws of England and Wales), which in turn wholly owns and controls Canary Midco Limited (a company incorporated under the laws of England and Wales), which in turn wholly owns and controls Sky Holdco Limited (a company incorporated under the laws of England and Wales), which in turn wholly owns and controls the Acquirer (an entity incorporated under the laws of Spain).</p>
(iii)	Name of the persons/ entities who acquired shares in the TC	Sky Bidco S.L.U.
(iv)	<p>Whether disclosure about the persons/ entities stated at (iii) was given in the detailed public announcement as either Acquirer or Persons acting in concert with Acquirer. (Yes/No)</p> <p>If no, provide (a) Reasons for non-disclosure (b) Relationship of the entity with the Acquirer / PAC</p>	<p>Yes</p> <p>Not applicable</p>

Details of acquisition – for each person mentioned at (iii)

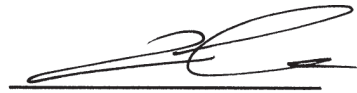
Number of Shares /	Date of Acquisition	Mode of Acquisition	Person from whom	Purchase Price per Share	Shareholding of person who acquired the shares
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Voting Rights Acquired (No.)			Shares / Voting Rights Acquired		(% w.r.t. total share Capital/ voting capital of Target Company)	
					Before acquisition	After acquisition
11,143,295 [#]	17 March 2017	Indirect acquisition of equity shares, voting rights and control of the TC pursuant to the global acquisition of 100% of Accelya Holding Luxembourg SA (which holds 100% of Accelya Luxembourg SA, a Luxembourg incorporated entity, which in turn owns 100% of Accelya Holding World S.L.U, a Spanish incorporated entity, which in turn owns 74.66% of the TC). Please note that as this is an indirect acquisition this filing may not strictly speaking be required in terms of Regulation 18(6) of the Takeover Regulations, however it is being made as a matter of abundant caution.	Not applicable [#]	INR 1,250	NIL	74.66% [#]
Total shareholding of acquirer and PACs before the acquisition (number as well as % of total share capital of TC)					NIL	0.00%
Total shareholding of acquirer and PACs after the acquisition (Number as well as % of total share capital of TC)					11,143,295 [#]	74.66% [#]

^(#) As result of the acquisition by the Acquirer of 100% of Accelya Holding Luxembourg SA (which holds 100% of Accelya Luxembourg SA, a Luxembourg incorporated entity, which in turn owns 100% of Accelya Holding World S.L.U, a Spanish incorporated entity, which in turn owns 74.66% of the TC), the Acquirer has indirectly acquired 11,143,295 equity shares of the TC representing 74.66% voting rights in and control over the TC. Consequently, following the completion of the acquisition of 100% of Accelya Holding Luxembourg SA (the ultimate holding company of the TC), the Acquirer and the PACs indirectly hold and control 74.66% of the equity share capital of the TC.

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

For Sky Bidco S.L.U.

A handwritten signature in black ink, appearing to be 'DR', written over a horizontal line.

Signature of the acquirer / Authorised Signatory

Name and Designation: David Vincent Reis, Director

Place: London, UK

Date: 18 March 2017 DR