

Datamatics Global Services Limited

Regd. Office :
Knowledge Centre, Plot No. 58, Street No.17, MIDC,
Andheri (East), Mumbai - 400 093, INDIA
Tel. : +91 (22) 6102 0000/1/2 • Fax : +91 (22) 2834 3669
CIN : L72200MH1987PLC045205
www.datamatics.com



November 13, 2018

To,
The Secretary
Department of Corporate Services
BSE Limited
Phiroze Jeejeebhoy Towers,
Mumbai – 400001.
Security Code: 532528

The Manager
Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, Bandra Kurla Complex.
Bandra (E), Mumbai - 400 051.
Symbol: DATAMATICS

Dear Sirs,

Sub: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 [‘SEBI (LODR)’]

Pursuant to Regulation 30 of the SEBI (LODR), we hereby inform that on recommendation of the Audit Committee, the Board of Directors of Datamatics Global Services Limited (‘the Company’) at its meeting held on November 12, 2018, has approved the sale and transfer of Robotics Process Automation business (‘RPA Business’) of the Company together with the related assets and liabilities, pertaining to the said business by way of slump sale on a going concern basis, to Datamatics Robotics Software Limited (also a 100% indirect subsidiary of the Company).

Further, the Company will enter into an Agreement to Sell with Datamatics Robotics Software Limited, for the sale and transfer of the RPA Business on such terms and conditions as may be agreed between the parties.

The Board is of the view that the sale of the RPA Business is a strategic decision and will be beneficial to the members of the Company. This will enable the Company to unlock value of the RPA technology forming part of the RPA Business.

As required under Regulation 30 of the SEBI (LODR), the requisite information is enclosed herewith as **Annexure A**.

Request you to kindly take the above on record.

Thanking You,

For Datamatics Global Services Limited

R Divya Kummat
EVP, Chief Legal Officer & Company Secretary



Annexure A

Sr. No.	Particulars	Requisite Information
1.	The amount and percentage of the turnover or revenue or income and net worth contributed by such unit or division of the listed entity during the last financial year.	The turnover of the RPA business was Rs. 7.34 crores being 2.17% of the total turnover of the Company for the financial year 2017-18. The sale does not constitute to be a material transaction for the Company.
2.	Date on which the agreement for sale has been entered into.	The Agreement for Sale of the RPA Business will be entered into on and with effect from December 01, 2018.
3.	The expected date of completion of sale/ disposal.	Sale of the RPA Business will be completed pursuant to the proposed Agreement for Sale by December 01, 2018, subject to the terms and conditions of the said Agreement.
4.	Consideration received from such sale/ disposal.	Consideration proposed to be received is approximately Rs. 2.75 crores subject to change, if any, in the assets and liabilities forming part of the RPA Business at the time of executing the Agreement for Sale.
5.	Brief details of buyers and whether any of the buyers belong to the promoter/ promoter group/ group companies. If yes, details thereof.	Datamatics Robotics Software Limited is a group company and a 100% indirect subsidiary of Datamatics Global Services Limited.
6.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length".	Yes, the transaction falls within the related party transactions. The transaction is at arm's length and is based on commercial considerations and negotiations between both the parties.



7.	Additionally, in case of a slump sale, indicative disclosures provided for amalgamation/ merger, shall be disclosed by the Company with respect to such slump sale.	Provided below.
(i)	Name of the entity/(ies) forming part of the slump sale, details in brief such as size, turnover, etc.	Datamatics Global Services Limited, Seller, have revenue from operations of Rs. 337.85 Crores and total equity of Rs. 447.24 Crores as on March 31, 2018. Datamatics Robotics Software Limited, Buyer, has been incorporated on April 09, 2018 [FY 2018-19] and will commence its operations subsequent to purchase of the RPA Business.
(ii)	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length".	Refer Point No. 6 above.
(iii)	Area of business of the entity/(ies)	Datamatics Global Services Limited is an IT/ ITES software company which provides services related to consulting, information technology and business process outsourcing. The main object of Datamatics Robotics Software Limited is to design, develop, advise, improve, manufacture, market, distribute, sell, license, lease, install, alter, import, export, implement and provide consultancy services in relation to software products and process, implementation of computer software and hardware systems, management of data processing and information systems and data communication systems whether in India/abroad and to provide annual maintenance contracts and subscriptions in relation to various product and process.



(iv)	Rationale for sale	Datamatics Global Services Limited is an IT/ ITES software company with several business verticals. The RPA Business that has been developed by the Company, needs dedicated focus to be appropriately showcased and marketed, in India and rest of the world. As a strategic move, to enable the growth of the RPA Business segment and tap into its potential, the Board of Directors have decided to segregate the RPA Business into Datamatics Robotics Software Limited. This move will enable the RPA Business to be consolidated under Company's 100% step down subsidiary in USA i.e. Datamatics Robotics Software, Inc.
(v)	In case of cash consideration – amount, or otherwise, share exchange ratio	Cash consideration proposed to be received is approximately Rs. 2.75 crores subject to change, if any, in the assets and liabilities forming part of the RPA Business at the time of executing the Agreement for Sale.
(vi)	Brief details of change in shareholding pattern (if any) of listed entity	There will be no change in the shareholding pattern of the Company as a result of the sale of the RPA Business.

