

GVP INFOTECH LIMITED

(Formerly Known as Fourth Dimension Solutions Limited)

August 21, 2023

To,
The Manager Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai – 400 051

Symbol: - GVPTECH ISIN; INE382T01030

Sub: Intimation for sale of Equity Shares by the promoter under Sr. no. 7 (i) of SEBI vide circular no. SEBI/HO/CFD/PoD2/P/CIR/2023/18 dated February 03, 2023, of Manner of achieving Minimum Public Shareholding (MPS)

Dear Sir/ Madam,

The Company was under Corporate Insolvency Resolution Process (“CIRP”) and a Resolution Plan (“RP”) was approved under Section 31 of the Insolvency & Bankruptcy Code, 2016 by Hon’ble National Company Law Tribunal, New Delhi Bench vide its Order dated September 25, 2020. The old management of the company transferred shares to the new promoter/promoter group as per the approved Resolution Plan. Subsequently the capital reduction of shares is made in accordance to the approved Resolution Plan and due to the capital reduction, the total Promoter/ Promoter Group shareholding stood at 98.2233%.

Pursuant to Rule 19(2)(b) and 19(A) of the Securities Contract (Regulation) Rule, 1957 and Regulation 38 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular no. SEBI/HO/CFD/PoD2/P/CIR/2023/18 dated February 03, 2023, the Company needs to increase its MPS to 10% within a maximum period of twelve months from the date of such fall i.e. date of listing of shares by stock exchange dated 06.09.2022. Further, as per Rule 19A (5) of Securities Contracts (Regulation) Rules, 1957, company shall bring the public shareholding to twenty-five per cent within a maximum period of three years from the date of such fall. Accordingly, the date of fall is 06-09-2022 and we will bring the public shareholding to twenty-five per cent before 06-09-2025, which is the date on which the three-year period elapses.

Pursuant to the above, and with reference to the aforesaid subject, we wish to inform you about the intention of the promoter(s) / promoter group whose name(s) are mentioned below herein, to sell their holdings in the open market to achieve the minimum public shareholding of the Company in terms of Sr. no. 7 (i) of SEBI vide circular no. SEBI/HO/CFD/PoD2/P/CIR/2023/18 dated February 03, 2023, of Manner of achieving minimum public shareholding.

CIN: L74110DL2011PLC221111

Regd Office: Office no. 710, Naurang House, Kasturba Gandhi (KG) Road, Connaught Place, New-Delhi-110001
Contact: 079-26566588 | E-mail: secretarial.fdsl@gmail.com | Website: www.fdsindia.co.in

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No.	Specific Conditions as SEBI vide circular no. SEBI/HO/CFD/PoD2/P/CIR/2023/18 dated February 03, 2023	
7(ii)(a)	The intention of the promoter(s) / promoter group to sell and the purpose of the sale	For compliance with minimum public shareholding requirements as prescribed under applicable laws
7(ii)(b)	The details of promoter(s)/promoter group, who propose to divest their shareholding;	Dhaval Jitendrakumar Mistry (Trustee of Linkstar Trust)
7(ii)(c)	Total number of shares and percentage of shareholding in the listed entity that is proposed to be divested; and	Upto 0.307009160355121% of the total paid-up equity share capital of the Company aggregating to 5,00,000 equity shares. A copy of the Calculation of no. of equity shares which the promoter/promoter group can sale is attached as Annexure-I
7(ii)(d)	The period within which the entire divestment process will be completed	The proposed holding will be disinvested upto Wednesday 23/08/2023.
7(iii)	The listed entity shall also give an undertaking to the recognized stock exchange(s) obtained from the persons belonging to the promoter and promoter group that they shall not buy any shares in the open market on the dates on which the shares are being sold by promoter(s)/promoter group as stated above.	Pursuant to the said circular the Company has received the undertaking from the persons belonging to the Promoter/Promoter Group. An undertaking is attached as Annexure-II
7(iv)	The listed entity, its promoter(s) and promoter group shall ensure compliance with all applicable legal provisions including that of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011	Pursuant to the said circular, the Company, its promoter(s,) and promoter group shall ensure compliance with all applicable legal provisions including that of the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

Kindly take the above information on record.

Thanking You,

Yours Faithfully,

For GVP Infotech Limited

Dhaval Mistry

Director

DIN: 03411290

CIN: L74110DL2011PLC221111

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Annexure-I

Annexure-I		
Calculation of No. of equity shares that promoters can sold upto Wednesday 23/08/2023		
Particulars	NSE	TOTAL
Total trading volume for past period 6.09.22 to 30.04.2023 i.e 8 Months*	2,65,06,577	2,65,06,577
Average Monthly	33,13,322	
5 times of AMTV (A)	1,65,66,611	
Total number of equity shares (B)	16,28,61,590	
% Shares that can be sold in open market by Promoter / Promoter Group (C =A/B*100)		10
% Shares that can be sold in open market by Promoter / Promoter Group during FY 2023-24 (D =B*2/100)	32,57,231.80	2%
% Shares that promoters proposed to be sold in open market Upto Wednesday 23/08/2023 (D =B*0.307009160355121/100)	5,00,000	0.307009160355121%
*Note: The face value of the Company was Rs. 10/- and thereafter the face value of the Company has been reduced from Rs. 10/- to Rs. 2/- per share w.e.f 23rd January 2023. The calculation of the shares was made accordingly.		

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Annexure-II

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**To,
The Manager Listing Department
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai – 400 051**

Symbol: - GVPTECH ISIN; INE382T01030

Sub: Undertaking for sale of equity shares by intended Promoter and promoter group in reference to intimation under specific conditions no. iii of Sr. no. 7 (i) of SEBI vide circular no. SEBI/HO/CFD/PoD2/P/CIR/2023/18 dated February 03, 2023, of Manner of achieving Minimum Public Shareholding (MPS)

With reference to our intimation letter dated 21/08/2023 regarding the sale of Equity shares by the intended Promoter and promoter group under Sr. no. 7 (i) of SEBI vide circular no. SEBI/HO/CFD/PoD2/P/CIR/2023/18 dated February 03, 2023, of Manner of achieving Minimum Public Shareholding (MPS).

We hereby confirm that the Company has obtained undertakings from the persons belonging to the promoter and promoter group as defined under the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 that they shall not buy any shares in the open market on the dates on which the shares are being sold by the intended promoter(s)/promoter group as specified in the intimation filed by the Company as stated above.

Kindly take the above on your record and acknowledge the receipt.

Thanking You,
Yours Faithfully,

For GVP Infotech Limited

**Dhaval Mistry
Director
DIN: 03411290**

CIN: L74110DL2011PLC221111

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