

Date: 25th September, 2026

The Manager
Listing Department
National Stock Exchange of
India Ltd.
Exchange Plaza,
Plot No. C-1, G Block
Bandra-Kurla Complex,
Bandra (East)
Mumbai 400 051

The General Manager
Dept. of Corporate Services
BSE Ltd.
P. J. Towers,
Dalal Street,
Mumbai 400 001

The Company Secretary and
Compliance Officer
Happiest Minds
Technologies Limited
53/1-4, Hosur Main Road,
Madivala
Bengaluru 560 068

Dear Sirs,

Disclosure under Regulation 29(1) read with Regulation 29(4) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ('Takeover Regulations')

We write to advise that ITC Infotech India Limited ('the Company') on 31st August, 2026 had entered into a Share Purchase Agreement with Mr. Ashok Soota and Ashok Soota Medical Research LLP ('Sellers'), promoter / promoter group of Happiest Minds Technologies Limited ('HMTL'), for acquisition of 3,36,61,700 equity shares of HMTL ('SPA'), subject to the terms and conditions set out in the SPA. As part of the SPA, pursuant to a non-disposal undertaking from Mr. Ashok Soota, 1,69,11,471 equity shares of HMTL (i.e., the number of shares which are proposed to be transferred to the Company) have been frozen (i.e., a freeze / hold has been created on the said shares in the depository system) on 24th September, 2026.

The disclosure in respect of such hold / freeze, pursuant to Regulation 29(1) read with Regulation 29(4) of the Takeover Regulations and the SEBI Master Circular dated 16th February, 2023, is enclosed.

We wish to clarify that we do not presently hold any beneficial or economic interest in or ownership of / voting right in the aforesaid shares.

Yours faithfully,

ITC Infotech India Limited


(Thomas P. Joshua)
Company Secretary
ICSI Membership No.: F9839

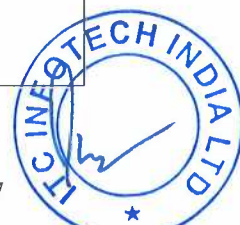


Encl. As above.

Disclosure under Regulation 29(1) read with Regulation 29(4) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Part A – Details of the Acquisition

Name of the Target Company (TC)	Happiest Minds Technologies Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Acquirer: ITC Infotech India Limited		
Whether the acquirer belongs to Promoter / Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and National Stock Exchange of India Limited		
Details of the acquisition as follows	Number	% w.r.t. total share / voting capital wherever applicable	% w.r.t. total diluted share / voting capital of the TC
Before the acquisition under consideration, holding of acquirer along with PACs of:			
(a) Share carrying voting rights	Nil	Nil	Nil
(b) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)	Nil	Nil	Nil
(c) Voting rights (VR) otherwise than by equity shares	Nil	Nil	Nil
(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)	Nil	Nil	Nil
(e) Total (a+b+c+d)	Nil	Nil	Nil
Details of acquisition			
(a) Share carrying voting rights acquired	Nil	Nil	Nil





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(b) VRs acquired otherwise than by equity shares	Nil	Nil	Nil
(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	Nil	Nil	Nil
(d) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)	1,69,11,471	11.106%	11.106%
(e) Total (a+b+c+/-d)	1,69,11,471	11.106%	11.106%
After the acquisition, holding of acquirer along with PACs of:			
(a) Share carrying voting rights	Nil	Nil	Nil
(b) VRs otherwise than by equity shares	Nil	Nil	Nil
(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) after acquisition	Nil	Nil	Nil
(d) Shares in the nature of encumbrance (pledge / lien / non-disposal undertaking / others)	1,69,11,471	11.106%	11.106%
(e) Total (a+b+c+d)	1,69,11,471	11.106%	11.106%
Mode of acquisition (e.g. open market / public issue / rights issue / preferential allotment / inter-se transfer / encumbrance, etc.)	As stated above, a freeze / hold has been created in respect of the aforesaid shares of Happiest Minds Technologies Limited in the depository system in favour of ITC Infotech India Limited. The legal and beneficial interest as well as economic and voting rights over the said shares remain with Mr. Ashok Soota. For the avoidance of doubt, ITC Infotech India Limited does not presently hold any beneficial interest in or ownership of the said shares. The said freeze / hold will be released and the aforementioned number of shares will be acquired by ITC Infotech India Limited in accordance with		



	the terms and subject to the conditions set out in the Share Purchase Agreement.
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Not applicable
Date of acquisition of / date of receipt of intimation of allotment of shares / VR / warrants / convertible securities / any other instrument that entitles the acquirer to receive shares in the TC	24 th September, 2026, being the date on which the aforesaid freeze / hold of shares was created in the depository system.
Equity share capital / total voting capital of the TC before the said acquisition	Rs. 30,45,49,622/- comprising 15,22,74,811 equity shares of Rs. 2/- each
Equity share capital / total voting capital of the TC after the said acquisition	Rs. 30,45,49,622/- comprising 15,22,74,811 equity shares of Rs. 2/- each
Total diluted share / voting capital of the TC after the said acquisition	Rs. 30,45,49,622/- comprising 15,22,74,811 equity shares of Rs. 2/- each

Part B

Place: Bengaluru
Date: 25th September, 2026

Yours faithfully,
ITC Infotech India Limited



(Thomas P. Joshua)
Company Secretary

ICSI Membership No.: F9839