

KEYNOTE

Ref # Key25/Stock Exchange Let/Sk(97)

20 th June, 2025 The Manager BSE Limited, Listing Department, PhirozeJeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Scrip Code: 512597	The Manager National Stock Exchange of India Ltd. Listing Department, Exchange Plaza, C-1, Block - G, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 Symbol: KEYFINSERV
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Dear Sir/Madam,

Sub: Intimation under Regulation 10(5) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

We wish to inform you that the company has received an advance intimation of inter se transfer between the promoters under Regulation 10(1)(a)(i) and (ii) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, from Vineet Suchanti, stating his intention to acquire additional 145040 equity shares constituting 41.44% of the equity share capital of NSS Digital Media Limited (promoter of the Company) out of the total 44800 equity shares are proposed to be acquired from Mr. Vivek Suchanti by way of an inter se transfer, and 1,00,240 equity shares through an off-market inter se transfer pursuant to the dissolution and partition of Nirmal Suchanti HUF, also a promoter of the Company.

The intimation is annexed herewith for your kind reference.

You are requested to kindly take the above information in your records.

Thanking You,
Yours Sincerely,

For **Keynote Financial Services Limited**
Simran Prakash Kashela
Company Secretary & Compliance Officer

Keynote Financial Services Limited

The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (West), Mumbai 400028 Tel : 91 22 6826 6000 Fax : 91 22 6826 6088 Email : info@keynoteindia.net Website www.keynoteindia.net
CIN - L67120MH1993PLC072407

Vineet Suchanti

*13 B, Jolly Maker Apt 1
Cuffe Parade
Mumbai – 400005*

20th June 2025
The Manager
BSE Limited,
Listing Department,
PhirozeJeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001
Scrip Code: 512597

The Manager
National Stock Exchange of India Ltd.
Listing Department,
Exchange Plaza, C-1, Block - G,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400 051
Symbol: KEYFINSERV

Dear Sir/Madam,

Sub: Prior Intimation under Regulation 10(5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

**Reference: Target Company: KEYNOTE FINANCIAL SERVICES LIMITED
ISIN: INE681C01015,
NSE SCRIP SYMBOL: KEYFINSERV,
BSE SCRIP CODE: 512597.**

In compliance with Regulation 10(1)(a)(i) and (ii) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, I, Vineet Suchanti, the shareholder of NSS Digital Media Limited, hereby submit an advance intimation regarding the proposed acquisition of 145040 equity shares of NSS Digital Media Limited.

1. This acquisition of 44800 equity shares of NSS Digital Media Limited will be executed through a gift transfer of 12.80% shares of NSS Digital Media Limited from Mr. Vivek Suchanti, who holds 44840 equity shares (constituting 12.81%) of NSS Digital Media Limited.
2. Inter se Transfer by way of (Partition of HUF) of 100240 (28.64%) shares from Nirmal Suchanti HUF to Mr. Vineet Suchanti

Please note that this transaction, being an inter-se transfer of shares amongst the Promoters of the Company, falls within the exemption provided under Regulation 10(1)(a)(i) and (ii) of the SEBI (SAST) Regulations, 2011. The Aggregate holding of the Promoter and Promoter Group before and after the above inter-se transaction remains the same.

Vineet Suchanti

*13 B, Jolly Maker Apt 1
Cuffe Parade
Mumbai – 400005*

Accordingly, necessary disclosure under Regulation 10(5) of SAST Regulations in the prescribed format, as submitted by the acquirers, is enclosed herewith for your information and records.

You are requested to kindly take the above information in your records.

Thanking You,
Yours sincerely,

VINEET
SUCHANTI

Digitally signed by
VINEET SUCHANTI
Date: 2025.06.20
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Vineet Suchanti
Proposed Acquirer
Shareholder of NSS Digital Media Limited

Encl: as above

CC To :
The Company Secretary
Keynote Financial Services Limited
Regd Office: The Ruby, 9th Floor, Senapati
Bapat Marg Road, Dadar West,
Mumbai- 400028
mail: simran@keynoteindia.net

Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Keynote Financial Services Limited BSE Scrip Code:512597 NSE Symbol: KEYFINSERV
2.	Name of the acquirer(s)	Mr. Vineet Suchanti
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	The acquirer is an immediate relative of the Promoter and is a Promoter of the Target Company.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Mr. Vivek Suchanti Nirmal Suchanti HUF (Existing Shareholders of NSS Digital Media Limited)
	b. Proposed date of acquisition	On or after 26 th June 2025
	c. Number of shares to be acquired from each person mentioned in 4(a) above	Inter se transfer of 44800 equity Shares out of 44840 equity shares held by Mr. Vivek Suchanti. Inter se transfer (by way of partition of HUF) of 100240 (28.64%) shares from Nirmal Suchanti HUF to Mr. Vineet Suchanti
	d. Total shares to be acquired as % of share capital of TC	Mr. Vineet Suchanti will acquire 41.44 % of shares of NSS Digital Media Limited, which will result in an indirect acquisition of 23.17% of the aggregate shareholding of Mr. Vineet Suchanti, direct and indirect, will be 56.09%
	e. Price at which shares are proposed to be acquired	NIL, since the proposed off-market inter-se transfer of shares by way of gift and pursuant to the dissolution and partition of Nirmal Suchanti HUF. Therefore, no consideration is involved.

	f.	Rationale, if any, for the proposed transfer	Acquisition of 145040 Equity shares of NSS Digital Media Limited which holds 55.91% in the Target Company. The proposed acquisition of NSS Digital Media Limited shares will result in indirect control of 55.87% of the Target Company (Keynote) by Mr. Vineet Suchanti.
5.		Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open Offer	Regulation 10(1)(a)(i) and (ii) of the SEBI (SAST) Regulations, 2011.
6.		If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	Not Applicable
7.		If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not Applicable
8.		Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Not Applicable
9.		Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	With respect to the proposed inter-se transfer of shares in terms of Regulation 10(1)(a)(i) and (ii) of SEBI (SAST) Regulations, 2011 and subsequent amendments thereto, it is hereby declared and confirmed that the transferor and transferee have complied/will comply with the applicable provisions of Chapter V of SEBI (SAST) Regulations, 2011.
10.		Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	It is hereby declared and confirmed that all the conditions specified under Regulation 10(1)(a) of SEBI (SAST) Regulations, 2011 with respect to exemptions has been duly complied with.

11.	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares /Voting rights	% w.r.t total share capital of TC	No. of shares /Voting rights	% w.r.t total share capital of TC
	a Acquirer(s) and PACs (other than sellers)(*)	31,12,256	55.91	31,12,256	55.91
	b Seller (s)	31,12,256	55.91	31,12,256	55.91

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Vineet Suchanti
Proposed Acquirer
Shareholder of NSS Digital Media Limited

Place: Mumbai
Date: 20th June 2025

Note:

- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

There has been a change in control of NSS Digital Media Limited, wherein Mr. Vineet, who previously held a 58.49% stake in the company, now holds 99.93%. This has resulted in an indirect change in control within the promoter group without affecting the pre- and post-shareholding structure of the Target Company.