

March 26th, 2025

1) Bombay Stock Exchange Limited,
Asst. General Manager,
Dept. of Corporate Services.
14th Floor, P.J. Towers, Dalal Street,
Fort, Mumbai: 400001,
Maharashtra, Mumbai
Scrip Code: 538891 / Scrip ID: M CLOUD

2) National Stock Exchange of India Ltd.,
Asst. General Manager,
Dept. of Corporate services.
Exchange Plaza,
Bandra Kurla Complex, Bandra (East),
Mumbai– 400051
Symbol: M CLOUD / Series: EQ

Sub: Outcome of Board Meeting held on 26th March, 2025

Respected Sir/Madam,

With the reference to the above captioned subject, we wish to intimate the esteemed exchanges that as decided in the Meeting of the Board of Directors of the Company held today, i.e. 26th March, 2025, at 02:30 P.M. for which intimation was already given to you:

- Considered and took a note that Scheme of Merger of Magellanic Cloud Limited (Transferee Company') with IVIS International Private Limited ('Transferor Company') under Section 233 of the Companies Act 2013 that was approved in the 43rd Annual General Meeting of the Company held on 15th July, 2024 hereby stands cancelled.
- Considered and approved the Fresh Scheme of Merger of Magellanic Cloud Limited ('Transferee Company') and IVIS International Private Limited ('Transferor Company') as per the provisions of the Section 233 of the Companies Act 2013 and relevant rules made thereunder along with SEBI Regulations as applicable subject to the approval of shareholders and other regulatory authorities as may be applicable.

The detailed disclosure as required under Regulation 30(6) read with Para A (7) of Part A of Schedule III of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 is enclosed as Annexure - 1 to this intimation.

The meeting commenced at 02:30 P.M. (IST) and concluded 04:00 P.M. (IST).

The above is for information and dissemination to the public at large.

Thanking You,

Yours faithfully,

For MAGELLANIC CLOUD LTD

JOSEPH SUDHEER REDDY THUMMA
(MANAGING DIRECTOR)
DIN: 07033919

Annexure - 1

Details of information as required under Regulation 30(6) read with Para A (7) of Part A of Schedule III of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023:

Sr. No.	Particulars	Details												
1.	Name of the entity(ies) forming part of the amalgamation/merger, details in brief such as, size, turnover etc.;	<p>The details of Ivis International Private Limited ("IVIS" or "Transferor Company") and Magellanic Cloud Limited ("Mcloud" or "Transferee Company") are as under:</p> <p align="center">As on 31st December, 2024 (Amount in Lakhs)</p> <table border="1" data-bbox="846 737 1474 1297"> <thead> <tr> <th data-bbox="846 737 1027 947">Particulars</th> <th data-bbox="1032 737 1248 947">IVIS (Unaudited)</th> <th data-bbox="1253 737 1474 947">Mcloud (Unaudited along with Limited Review)</th> </tr> </thead> <tbody> <tr> <td data-bbox="846 953 1027 1058">Paid-up Capital</td> <td data-bbox="1032 953 1248 1058">1,415.72</td> <td data-bbox="1253 953 1474 1058">11,687.90</td> </tr> <tr> <td data-bbox="846 1064 1027 1169">Net worth (Standalone)</td> <td data-bbox="1032 1064 1248 1169">15,520.17</td> <td data-bbox="1253 1064 1474 1169">20,372.05</td> </tr> <tr> <td data-bbox="846 1176 1027 1297">Turnover (Standalone)</td> <td data-bbox="1032 1176 1248 1297">7,871.67</td> <td data-bbox="1253 1176 1474 1297">6,222.77</td> </tr> </tbody> </table>	Particulars	IVIS (Unaudited)	Mcloud (Unaudited along with Limited Review)	Paid-up Capital	1,415.72	11,687.90	Net worth (Standalone)	15,520.17	20,372.05	Turnover (Standalone)	7,871.67	6,222.77
Particulars	IVIS (Unaudited)	Mcloud (Unaudited along with Limited Review)												
Paid-up Capital	1,415.72	11,687.90												
Net worth (Standalone)	15,520.17	20,372.05												
Turnover (Standalone)	7,871.67	6,222.77												
2.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at "arm's length";	Yes, the said transaction would fall within related party transactions and the same is done at arm's length.												
3.	Area of business of the entity(ies);	<p>i. IVIS International Private Limited: Engaged in video monitoring/surveillance services and sale of monitoring/surveillance equipments.</p> <p>ii. Magellanic Cloud Limited: Engaged in Pioneering Technology enterprises, offering software development, digital transformation, AI/IoT and drone based solutions for real- world applications.</p>												

4.	Rationale for merger	<ul style="list-style-type: none"> a. Avoidance of duplication of efforts, reduction in administrative and compliance costs and enhance corporate governance; b. Achieve operational and management efficiency through centralized control; c. Streamline organizational structure to eliminate inefficiencies in operations and clarify roles and responsibilities, thereby fostering better coordination between teams; d. Improve cash management, and provide access to increased cash flow generated by the combined business, enabling the Transferee Company to fund business opportunities and strengthen its financial position; e. Simplify shareholding structure and eliminate step-down subsidiary in India, resulting in a clearer and more transparent corporate structure; and f. Greater integration and flexibility for the Transferee Company and the merger would bring in synergies pursuant to consolidation of operations of Transferor and Transferee Companies.
5.	In case of cash consideration - amount or otherwise share exchange ratio	Not Applicable as the Transferor Company is a wholly owned subsidiary of the Transferee Company.
6.	Brief details of change in shareholding (if any) of listed entity.	Not Applicable as the Transferor Company is a wholly owned subsidiary of the Transferee Company.