

August 20, 2021

The Listing Department National Stock Exchange of India Ltd. Exchange plaza, 5 th floor, Plot no. C/1 G Block, BKC, Bandra (East), Mumbai – 400051 Symbol: MEGASOFT	To, Corporate Relations BSE Ltd. P. J. Towers, Dalal Street, Mumbai – 400 001 Scrip code: 532408
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Dear Sir / Madam,

Please note that we are acting as a Manager (Merchant Banker) for the Open offer for acquisition of up to 2,95,08,017 fully paid-up equity shares covering 40% of the expanded Voting share capital of Megasoftware Limited by the acquirer Sri Power Generation (India) Pvt. Ltd. under the applicable SAST Regulations, 2011.

The Public Announcement is being issued under Regulation 3(1) and Regulation 4 read with Regulation 13, 14 and Regulation 15 of the SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 and subsequent amendments thereto on August 20, 2021 for the shareholders of the Megasoftware Limited.

The details of the Transaction triggering Open Offer, Acquirer company and Target company is mentioned as follows:

Transaction triggering Open Offer details

Details of Underlying Transactions					
Mode of Transaction (Agreement/ Allotment/ market purchase)	Shares/ Voting rights acquired/ proposed to be acquired		Total Consideration for shares/ Voting Rights (VR) acquired	Mode of payment (Cash/ securities)	Regulation which has triggered
	Number of Equity Shares	% vis a vis total equity/ Expanded Voting Share Capital			

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TRUST INVESTMENT ADVISORS PVT. LTD.

Corporate Office: 1101, Naman Centre, BKC, Bandra (E), Mumbai – 400051 | Phone: +91 22 4084 5000 | Fax: +91 22 4084 5007, 4084 5066

Regd. Office: 109/110, Balarama, BKC, Bandra (E), Mumbai – 400051 | info@trustgroup.in | www.trustgroup.in

CIN U67190MH2006PTC162464; SEBI Portfolio Manager Reg: INP000001843; SEBI Merchant Banking Reg: INM000011120

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In Partnership With Trust

Share Purchase Agreement: A share purchase agreement dated August 20, 2021 entered into between the Acquirer and an existing shareholder of the Target Company namely, Ms. Jyothi Raju Chintalapati ("SPA"), whereby Acquirer has agreed to acquire 8,98,833 Equity Shares ("Sale Shares") from Ms. Jyothi Raju Chintalapati at a price of Rs. 13.00 per Sale Share, for a total consideration of Rs. 1,16,84,829, subject to and in accordance with the terms of the SPA.	8,98,833	1.22%	Rs. 1,16,84,829/-	Cash	Regulations 3 (1) and 4 of the SEBI (SAST) Regulations.
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**Acquirer Company**

Details	Acquirer
Name of the Acquirer/ PAC	Sri Power Generation (India) Private Limited
Address	No. 85, Kutchery Road, Mylapore, Chennai - 600004
Name(s) of persons in control/ promoters of Acquirer/ PAC where Acquirer/ PAC are companies	None
Name of the Group, if any, to which the Acquirer/ PAC belongs to	None

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Pre-transaction shareholding	
• Number	1,82,71,989
• % of total share capital	24.77%
Proposed shareholding after the acquisition of shares which triggered the Open Offer (assuming entire 40% is tendered in the Open Offer)	4,86,78,839 Equity Shares constituting 65.99% of the Expanded Voting Share Capital of the Target Company.
Proposed shareholding after the acquisition of shares which triggered the Open Offer (assuming no Equity Shares are tendered in the Open Offer)	1,91,70,822 Equity Shares constituting 25.99% of the Expanded Voting Share Capital of the Target Company.
Any other interest in the Target Company	None

Target Company

- **Name:** Megasoftware Limited.
- **Registered Office:** No. 85, Kutchery Road, Mylapore, Chennai – 600004, Tamil Nadu.
- **Exchanges where listed:** The Equity Shares of the Target Company are listed on the following stock exchanges:
 - i. BSE Limited, Scrip Code: 532408.
 - ii. National Stock Exchange of India Limited, Symbol: MEGASOFT.
- **The ISIN of the Target Company** is INE933B01012

We request you to kindly take the same on your record and disseminated the same on your website.

In case of any clarification required kindly connect the undersigned on 9167010922 or Brijmohan.bohra@trustgroup.in.

Thanking you,

Yours faithfully,

For **Trust Investment Advisors Pvt. Ltd.**


Brijmohan Bohra
Compliance officer



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