



Paramatrix Technologies Limited
(Formerly known as Paramatrix Technologies Pvt. Ltd.)

CIN: L72200MH2004PLC144890

Regd Off
E-102, 1st Floor, Sanpada Rly. Stn. Complex,
Sanpada, Navi Mumbai - 400 705
Tel: +91-22-41518700
Email : info@paramatrix.com
www.paramatrix.com

9th January, 2026

To,
Listing Compliance Department,
National Stock Exchange of India Limited,
Exchange Plaza, Bandra Kurla Complex,
Bandra East, Mumbai – 400051, Maharashtra, India.

Company Symbol: PARAMATRIX

Subject: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") – Execution of Letter of Recording to the Share Purchase Agreement and the Escrow Agreement

Dear Sir/Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, we hereby inform the Exchange that the Board of Directors of Paramatrix Technologies Limited has executed the below-mentioned documents/agreements today:

1. Execution of Letter of Recording

This is further to our intimation dated 3rd December, 2025, regarding the Share Purchase Agreement (SPA) executed for the acquisition of 100% stake in Metasys Software Private Limited ("Metasys"). In this regard, we wish to inform you that Paramatrix Technologies Limited, along with the other parties to the SPA, has entered into a Letter of Recording to the SPA to amend certain understandings recorded under the SPA.

2. Execution of Escrow Agreement

As agreed under the SPA, Paramatrix Technologies Limited, along with the other parties to the SPA, has entered into an Escrow Agreement with Axis Trustee Services Limited and Axis Bank Limited.



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The detailed disclosure with respect to the Letter of Recording and the Escrow Agreement, pursuant to Regulation 30 of the SEBI Listing Regulations, 2015, and SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024, and Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31st December 2024, is enclosed herewith as Annexure I and Annexure II, respectively.

We request you to please take the above on record.

**Thanking you,
Yours faithfully,
FOR PARAMATRIX TECHNOLOGIES LIMITED
(Formerly Known as Paramatrix Technologies Private Limited)**

**Shubhada Mahendra Shirke
Company secretary & Compliance Officer
A66511
Place: Navi Mumbai**

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ANNEXURE I – Letter of Recording

Sr. No.	Particulars	Details
1.	Name(s) of parties with whom the agreement is entered	<p>1. Metasys Software Private Limited ('Metasys')</p> <p>2. Ms. Usha Mayya Jambagi & Ms. Giribala Sharad Sharma (herein after referred to as 'Selling Shareholder').</p>
2.	Nature & Purpose of entering into the agreement	The Company, Metasys, and the Selling Shareholders have entered into a Share Purchase Agreement dated 3 rd December 2025 ("SPA") for the acquisition of a 100% stake in Metasys from the Selling Shareholders in three separate tranches. The parties have agreed to amend certain understandings recorded under the SPA, including the non-execution of a separate Shareholders' Agreement, in connection with which the parties have executed a Letter of Recording.
3.	Date of execution of the agreement	9 th January, 2026
4.	Details of amendment and impact thereof	The Company and the Selling Shareholders have agreed not to execute a separate Shareholders' Agreement, as initially contemplated under the SPA, and to amend certain other miscellaneous clauses of the SPA, which do not impact the material terms thereof, including but not limited to the purchase consideration, timelines, and the rights and obligations of the parties.

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5.	Size of agreement	This amendment, in the form of a Letter of Recording to the SPA, does not alter the size of the SPA or the overall purchase consideration, which remains unchanged as already intimated to the Exchange on 3 rd December 2025.
6.	Shareholding, if any, in the entity with whom the agreement is executed	Nil as on date
7.	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	This is merely an amendment to the SPA dated 3 rd December 2025. The Company has already furnished the relevant disclosures in this regard on 3 rd December 2025.
8.	Whether, the said parties are related to promoter/promoter group/group companies in any manner, If yes, nature of relationship	No
9.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at arm's length	No
10.	In case of issuance of shares to the parties, details of issue price, class of shares issued	Not Applicable
11.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of	Please see response to (7) above.



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the listed entity, potential conflict of interest arising out of such agreements, etc.	
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Annexure II – Escrow Agreement

Sr. No.	Particulars	Details
1.	Name(s) of parties with whom the agreement is entered	<ol style="list-style-type: none"> 1. Metasys Software Private Limited ('Metasys') 2. Ms. Usha Mayya Jambagi & Ms. Giribala Sharad Sharma (herein after referred to as 'Selling Shareholder') 3. Axis Trustee Services Limited 4. Axis Bank Limited
2.	Purpose of entering into the agreement	The Company, Metasys, and the Selling Shareholders have already entered into a Share Purchase Agreement dated 3 rd December 2025 for the acquisition of a 100% stake in Metasys in three different tranches from the Selling Shareholders. As per the SPA, the Company and the Selling Shareholders have agreed to enter into an Escrow Agreement for the deposit and transfer of the shares as well as the consideration through an independent Escrow Agent to secure the interests of both parties.
3.	Size of agreement	The entire purchase consideration, as already intimated to the Exchange on 3 rd December 2025, will be deposited by the Company in the manner and within the timelines specified in the Escrow Agreement.
4.	Shareholding, if any, in the entity with whom the agreement is	Nil as on date

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	executed	
5.	Significant terms of the agreement (in brief) special rights like right to appoint directors, first right to share subscription in case of issuance of shares, right to restrict any change in capital structure etc.	This Escrow Agreement is entered into by the Company and the Selling Shareholders for the appointment of Axis Trustee Services Limited as the Escrow Agent and Axis Bank Limited as the Escrow Bank for the deposit and transfer of the Purchase Consideration and the Equity Shares, respectively, prior to the effectuation of the tranches, in order to protect the interests of both parties. Apart from the foregoing, no special rights have been assigned by the Company or the Selling Shareholders in favour of the Escrow Bank or the Escrow Agent.
6.	Whether, the said parties are related to promoter/promoter group/group companies in any manner, If yes, nature of relationship	No
7.	Whether the transaction would fall within related party transactions? If yes, whether the same is done at arm's length	No
8.	In case of issuance of shares to the parties, details of issue price, class of shares issued	Not Applicable
9.	Any other disclosures related to such agreements, viz., details of nominee on the board of directors of the listed entity, potential conflict of	Please see response to (5) above.



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	interest arising out of such agreements, etc.	
10.	In case of termination or amendment of agreement, listed entity shall disclose additional details to the stock exchange(s): i. name of parties to the agreement; ii. nature of the agreement; iii. date of execution of the agreement; iv. details of amendment and impact thereof or reasons of termination and impact thereof	NA