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October 09, 2020

To
BSE Limited
The National Stock Exchange of India Limited

Dear Sir/Madam,

**Sub: Subex Limited, "The Company"- Intimation of record date for the purpose of Reduction of Share Capital**

Pursuant to the provisions of Regulation 42 of the SEBI (LODR) Regulations, 2015, please take note that the Company has fixed Friday, October 23, 2020 as the record date to give effect to the Scheme of Reduction of Equity Share Capital of the Company from Rs. 562 Crores to Rs. 281 Crores, by reducing the Face Value of the equity shares from Rs. 10/- per share* to Rs. 5/- per share, pursuant to the Order of the Honorable National Company Law Tribunal, Bengaluru Bench, dated September 23, 2020. A synopsis of the Scheme of Reduction of Share Capital is enclosed herewith as 'Annexure A'.

For complete details on the Scheme of Capital Reduction, please refer the documents available on the website of the Company under https://www.subex.com/investors/capital-reduction/.

We request you to take the same on record.

Thanking you.

**Yours truly,**
**For Subex Limited**




**G V Krishnakanth**
**Company Secretary & Compliance Officer**

**Encl: Annexure A**

*The National Company Law Tribunal "NCLT", Bengaluru Bench, vide its Order dated September 23, 2020 has approved the Scheme of Reduction of Equity Share Capital of the Company from Rs. 562 Crores to Rs. 281 Crores by reducing the face value of the equity shares from Rs. 10/- each to Rs. 5/- each. The Certified Copy of the Order has been filed with the Registrar of Companies, Bengaluru, Karnataka on September 29, 2020. The Company is in the process of effecting the reduction in the face value of the equity shares from Rs. 10/- to Rs. 5/- and obtaining the approval of the Exchanges'(BSE & NSE) and the Depositories (NSDL & CDSL) for the same. Hence, the Face value is being stated as Rs. 10/- per share until the required approvals from the Stock Exchanges are received.

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**ANNEXURE A**

| | | |
|---|---|---|
| 1. | Background | The issued, subscribed, and paid-up capital of the Company is Rs 5,62,00,29,350 comprising of 56,20,02,935 equity shares of Rs 10 each and the securities premium is Rs. 2,67,04,28,364, based on the unaudited standalone financial statements for the period ended December 31, 2019. Further, these financial statements reflect accumulated losses (i.e., debit balance of profit and loss account) of Rs. 3,84,01,09,702 for the period ended December 31, 2019. Such accumulated losses had substantially wiped off the value represented by the share capital. Considering the future prospects of growth and value addition to the Company and its Shareholders, it was proposed to re-align the relationship between its capital and assets in accordance with Section 52 and Section 66 of the Companies Act, 2013 read with the National Company Law Tribunal (Procedure for reduction of share capital of Company) Rules, 2016 and other applicable provisions of the Companies Act, 2013 (to the extent applicable), by writing-off the accumulated losses of Rs. 3,84,01,09,702 reflecting in the unaudited financial statements of the Company as on December 31, 2019 against the paid-up share capital and Securities Premium Account balance of the Company, to have a rational structure which is commensurate with its remaining business and assets. It was proposed to effect the reduction of share capital by reducing the face value of each fully paid- up equity share from Rs 10 to Rs 5. Further, it was also proposed that the Securities Premium Account of the Company be reduced from Rs. 2,67,04,28,364 to Rs 1,64,03,33,337. |
| 2. | Details of benefit, if any, to the promoter / promoter group / group companies from such proposed restructuring | The Scheme does not result in any benefits to the promoter/ promoter group/ group companies to the exclusion of the other shareholders. |
| 3. | Brief details of change in shareholding pattern (if any) of all entities | The reduction of capital shall be on proportionate basis, there shall not be any change in percentage shareholding of any shareholder of the Company, and hence, the shareholding pattern shall remain the same pre and post reduction of the equity share capital. |

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| | | |
|---|---|---|
| 4. | Effect of the Scheme | The reduction of capital by reducing the paid- up equity share and securities premium account of the Company against Accumulated losses, pursuant to the Scheme, shall be reflected in the books of Accounts of the Company, on the Effective date. The capital structure of the Company pre and post-scheme is reflected in the table below: |

| **Pre-reduction** | | | **Post-reduction** | | |
|---|---|---|---|---|---|
| **Particulars** | **No. of shares** | **Amount (Rs.)** | **Particulars** | **No. of shares** | **Amount (Rs.)** |
| **Authorised Share Capital** | | | | | |
| Equity shares of face value Rs.10 each | 58,80,40,000 | 5,88,04,00,000 | Equity shares of face value Rs.5 each | 1,17,60,80,000 | 5,88,04,00,000 |
| Preference shares of face value Rs.98 each | 2,00,000 | 1,96,00,000 | Preference shares of face value Rs.98 each | 2,00,000 | 1,96,00,000 |
| **Issued, subscribed, and paid- up Share Capital** | | | | | |
| Equity shares of face value Rs.10 each | 56,20,02,935 | 5,62,00,29,350 | Equity shares of face value Rs.5 each | 56,20,02,935 | 2,81,00,14,675 |

The below table reflects the pre-capital reduction and post capital reduction balances of Securities premium account and accumulated loss of the company as at December 31, 2019.

| **Particulars** | **Pre-reduction (Rs.)** | **Proposed reduction (Rs.)** | **Post-reduction (Rs.)** |
|---|---|---|---|
| Securities Premium Account | 2,67,04,28,364 | 1,03,00,95,027 | 1,64,03,33,337 |
| Profit and Loss (Dr) i.e. Accumulated Losses | 3,84,01,09,702 | 3,84,01,09,702 | NIL |