

Date: June 16, 2025

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001  
Scrip Code: **532790**

**National Stock Exchange of India Ltd.**  
“Exchange Plaza”  
Bandra-Kurla Complex, Bandra (East),  
Mumbai - 400 051  
Symbol: **TANLA**

Dear Sir / Madam,

**Subject: Announcement of Outcome of Board Meeting pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI LODR Regulations”)**

In furtherance of our intimation letter dated June 11, 2025 and in terms of Regulation 30 of the SEBI LODR Regulations and the SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, as amended, the board of directors (“**Board**”) of Tanla Platforms Limited (the “**Company**”) at its meeting held today, i.e., June 16, 2025 (“**Board Meeting**”), considered and approved:

1. Appointment of Mr. Sunil Ramakant Bhumralkar (DIN: 00177658), as an Additional Director under Non-Executive and Independent Director Category on the Board of the Company, for a term of five consecutive years, effective from June 16, 2025, subject to approval of the shareholders of the Company.

The detailed disclosure as required under Regulation 30 of the SEBI LODR Regulations, the SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, as amended and SEBI Circular SEBI/HO/CFD/CFD-PoD-2CIR/P/2024/185 dated December 31, 2024 is enclosed herewith as **Annexure A**.

2. The proposal for buyback of up to 20,00,000 fully paid up equity shares of the Company having a face value of INR 1/- (Indian Rupee One Only) (“**Equity Shares**”) representing up to 1.49% of the total number of Equity Shares in the existing total paid-up Equity Share capital of the Company, at a price of INR 875/- (Indian Rupee Eight Hundred and Seventy Five only) per Equity Share (“**Buyback Offer Price**”), payable in cash for an aggregate amount not exceeding INR 175,00,00,000/- (Indian Rupee One Hundred and Seventy Five Crore only) (the “**Buyback Offer Size**”), being 24.81% and 7.78% of the aggregate paid-up Equity Share capital and free reserves of the Company as per the latest audited standalone and consolidated financial statements of the Company as on March 31, 2025, respectively (the “**Buyback**”). The Buyback is proposed to be made to all the shareholders/ beneficial owners of the Equity Shares of the Company as on the record date on a proportionate basis, under the “**tender offer**” route in accordance with the provisions of the Companies Act, 2013 and the rules made thereunder, and the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (the “**Buyback Regulations**”).

The Board has appointed Ms. Seshanuradha Chava, General Counsel and Company Secretary as the compliance officer for the purposes of the proposed Buyback. Kotak Mahindra Capital Company Limited, a SEBI Registered Merchant Banker, has been appointed as the Manager to the Buy Back.



**Tanla Platforms Limited**

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The Buyback offer is subject to the approval of the shareholders by way of a special resolution through postal ballot by remote electronic voting only and all other applicable statutory approvals in accordance with applicable law. The process, timelines and other requisite details concerning the postal ballot will be communicated shortly.

The Buyback Offer Size does not include any expenses incurred or to be incurred for the buyback viz. brokerage, costs, fees, turnover charges, taxes such as securities transaction tax and goods and services tax (if any), stamp duty, advisors fees, filing fees, printing and dispatch expenses and other incidental and related expenses and charges.

The Board of the Company has noted the intention of the promoters and members of the promoter group of the Company of not participating in the proposed Buyback.

The public announcement and other documents concerning the Buyback setting out the process, record date, timelines and other requisite details will also be released in due course in accordance with the Buyback Regulations.

The detailed disclosure as required under Regulation 30 of the SEBI LODR Regulations, the SEBI Master Circular SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, as amended and SEBI Circular SEBI/HO/CFD/CFD-PoD-2CIR/P/2024/185 dated December 31, 2024 is enclosed herewith as **Annexure B**.

The Board Meeting commenced at 2:30 PM (IST) and concluded at 4:45 PM (IST).

The above information is also available on the website of the Company, i.e., [www.tanla.com](http://www.tanla.com).

We request you to take the above information on record.

Thanking you,

Yours faithfully,

**For Tanla Platforms Limited**

**Seshanuradha Chava**  
**General Counsel and Company Secretary**  
**ACS-15519**

### Annexure A

#### Appointment of Mr. Sunil Ramakant Bhumralkar as an Additional Director of the Company under Non-Executive and Independent Director Category

Particulars	Details
<b>Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise</b>	Appointment of Mr. Sunil Ramakant Bhumralkar (DIN: 00177658) as an Additional Director of the Company under Non-Executive and Independent Director Category
<b>Date of appointment and term of appointment</b>	Mr. Sunil Ramakant Bhumralkar (DIN: 00177658) has been appointed as an Additional Director under the category of Non-Executive and Independent Director on the Board of the Company, for a term of five consecutive years, effective from June 16, 2025, subject to approval of the shareholders of the Company.
<b>Brief profile (in case of appointment)</b>	Sunil, a commerce graduate from Pune University and a fellow member of the Institute of Chartered Accountants of India (ICAI), has close to four decades of professional experience. Notably, with S R Batliboi & Associates LLP, a member firm of EY in India. He has demonstrated expertise in auditing and assurance services. Sunil's extensive involvement in audits of large multinational and Indian companies across diverse sectors and his deep knowledge of Indian GAAP/IND AS, corporate governance, internal financial controls and relevant regulatory requirements underscores his versatility and enhances his value as a trusted advisor. Active contributions to professional bodies like the ICAI demonstrate his commitment to professional standards and sharing knowledge. Post-retirement, Sunil has been appointed as an independent director on certain listed and unlisted companies and continues to serve as a mentor and advisor, leveraging his multifaceted background in auditing and advisory services.
<b>Disclosure of relationships between directors (in case of appointment of a director)</b>	Mr. Sunil Ramakant Bhumralkar is not related to any of the Promoters, Directors or Key Managerial Personnel of the Company.
<b>Information as required pursuant to BSE Circular no. LIST/COMP/14/2018-19 and NSE Circular No. NSE/CMU2018/24 dated 20 June 2018</b>	Mr. Sunil Ramakant Bhumralkar is not debarred from holding office of a director by virtue of any order passed by the Securities and Exchange Board of India or any other such authority.

**Annexure B****Buy back of securities**

<b>Particulars</b>	<b>Details</b>
<b>Number of securities (i.e, equity shares) proposed for buyback</b>	Up to 20,00,000 fully paid up equity shares of the Company having a face value of INR 1/- (Indian Rupee One Only)
<b>Number of securities (i.e, equity shares) proposed for buyback as a percentage of existing paid up capital</b>	1.49%
<b>Buyback price</b>	INR 875/- (Indian Rupee Eight Hundred and Seventy Five only) per equity share
<b>Actual securities (i.e, equity shares) in number and percentage of existing paid up capital bought back</b>	<p>The resultant Equity Shares to be bought back at the Buyback Offer Price shall not exceed Equity Shares, representing 1.49% of the total Equity Shares in the existing total paid-up equity share capital of the Company.</p> <p>However, the actual number of equity shares and percentage of existing paid-up capital bought back shall be ascertained following completion of the Buyback.</p>
<b>Pre &amp; post shareholding pattern</b>	<p>The pre-buyback shareholding pattern is enclosed as <b>Annexure C</b>.</p> <p>The post-buyback shareholding pattern shall be ascertained following completion of the Buyback.</p>

### Annexure C

The shareholding pattern of the Company as on June 13, 2025 (“Pre-Buyback”) is as follows:

Category of Shareholder	Pre-Buyback		
	Number of Shareholders	Number of Shares	Equity % to the existing equity share capital
Promoters & Promoter Group along with persons acting in concert, (collectively “the Promoters”)	12	6,12,32,538	45.49%
Foreign Investors (including Non-Resident Indians and FIIs)	5,078	1,29,59,143	9.63%
Indian Financial Institutions / Banks, NBFCs, Mutual Funds, Insurance Companies, AIFs	29	12,96,329	0.96%
Others (Public, Public Bodies Corporate, IEPF etc.)	2,93,341	5,91,29,349	43.92%
<b>Total</b>	<b>298,460</b>	<b>13,46,17,359</b>	<b>100.00</b>