

**Date: May 14, 2025**

**Scrip Code – 533520**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
MUMBAI – 400 001

**YAARI**  
**National Stock Exchange of India Limited**  
“Exchange Plaza”, Bandra-Kurla Complex,  
Bandra (East),  
MUMBAI – 400 051

**Sub: Disclosure pursuant to Regulation 10(6) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended**

Dear Sirs,

In furtherance to earlier disclosure dated April 29, 2025 pursuant to Regulation 10(5) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (“**SEBI SAST Regulations**”), to achieve restructuring of Promoters existing shareholding in Yaari Digital Integrated Services Limited (“the Target Company” or “the TC”), we wish to inform that an aggregate of 1,88,74,064 shares, being 18.80% of the paid up share capital of the Target Company, were transferred on May 8, 2025 between the Promoter group entities.

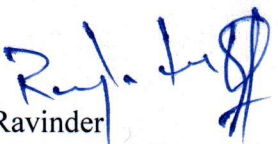
Towards the same, please find enclosed a report, in the prescribed format, pursuant to Regulation 10(6) of SEBI SAST Regulations.

This is for your information and record.

Thanking you,

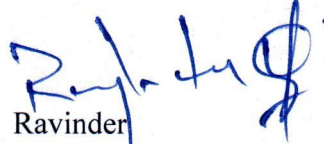
Yours truly,

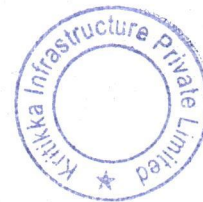
For **Karanbhumi Estates Private Limited**

  
Ravinder  
Authorised Signatory



For **Kritikka Infrastructure Private Limited**

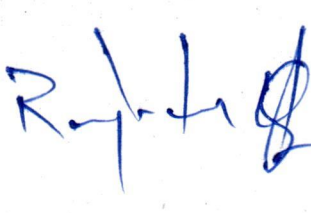

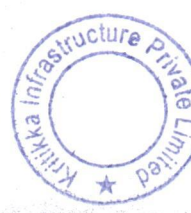
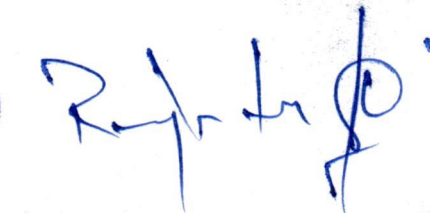
  
Ravinder  
Authorised Signatory



Encl: as above

**Disclosures under Regulation 10(6) –Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (SEBI SAST Regulations)**

1.	Name of the Target Company (TC)	<b>Yaari Digital Integrated Services Limited</b>	
2.	Name of the acquirer(s)	1. Karanbhumi Estates Private Limited 2. Kritikka Infrastructure Private Limited	
3.	Name of the stock exchange where shares of the TC are listed	BSE Limited National Stock Exchange of India Limited	
4.	Details of the transaction including rationale, if any, for the transfer/acquisition of shares.	<p>To achieve restructuring of Promoters existing shareholding in the Target Company-</p> <p>1. 46,79,525 fully paid up equity shares and 54,00,000 fully paid up equity shares were acquired by Karanbhumi Estates Private Limited from Jyestha Infrastructure Private Limited and Calleis Constructions Private Limited, respectively; AND</p> <p>2. 54,00,000 fully paid up equity shares and 33,94,539 fully paid up equity shares were acquired by Kritikka Infrastructure Private Limited from Calleis Real Estate Private Limited and Calleis Properties Private Limited, respectively.</p> <p><i>Both the acquirer entities namely Karanbhumi Estates Private Limited and Kritikka Infrastructure Private Limited are the 100% owned and controlled entities of Mr. Sameer Gehlaut, promoter of the Target Company.</i></p>	
5.	Relevant regulation under which the acquirer is exempted from making open offer.	Regulation 10(1)(a)(ii)	
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so,  - whether disclosure was made and whether it was made within the timeline specified under the regulations.  - date of filing with the stock exchange.	<p>Yes</p> <p>Yes, the disclosure made under Regulation 10(5) of SEBI SAST Regulations was sent to stock exchanges within the timeline specified under the regulations.</p> <p>April 29, 2025</p>	
7.	Details of acquisition	Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made

a.	Name of the transferor / seller	1. Jyestha Infrastructure Private Limited 2. Calleis Constructions Private Limited 3. Calleis Real Estate Private Limited 4. Calleis Properties Private Limited (promoter group companies of the Target Company).				Yes
b.	Date of acquisition	May 8, 2025				Yes
c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	S. No	Name of Transferor	Name of Transferee	No of Share to be transferred	% of share capital of TC
		1	Jyestha Infrastructure Private Limited	Karanbhumi Estates Private Limited	46,79,525	4.66%
		2	Calleis Constructions Private Limited	Karanbhumi Estates Private Limited	54,00,000	5.38%
		3	Calleis Real Estate Private Limited	Kritikka Infrastructure Private Limited	54,00,000	5.38%
		4	Calleis Properties Private Limited	Kritikka Infrastructure Private Limited	33,94,539	3.38%
		<b>Total</b>			<b>1,88,74,064</b>	<b>18.80%</b>
d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	18.80%				Yes
e.	Price at which shares are proposed to be acquired / actually acquired	INR 12.52 per share (closing market price at NSE on May 8, 2025)				Yes
8.	Shareholding details	<b>Pre-Transaction</b>		<b>Post-Transaction</b>		
		<b>No. of shares held</b>	<b>% w.r.t total share capital of TC</b>	<b>No. of shares held</b>	<b>% w.r.t total share capital of TC</b>	
<b>a</b>	<b>Each Acquirer / Transferee(*)</b>					
	Kritikka Infrastructure Private Limited	85,53,576	8.51%	1,73,48,115	17.27%	
	Karanbhumi Estates Private Limited	Nil	NA	1,00,79,525	10.04%	
<b>b</b>	<b>Each Seller / Transferor</b>					
	Jyestha Infrastructure Private Limited	46,79,525	4.66%	Nil	NA	
	Calleis Constructions Private Limited	54,00,000	5.38%	Nil	NA	
	Calleis Real Estate Private Limited	54,00,000	5.38%	Nil	NA	
	Calleis Properties Private Limited	33,94,539	3.38%	Nil	NA	

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**Note:**

- (\*) Shareholding of each entity shall be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

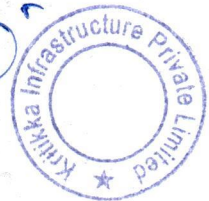
**For Karanbhumi Estates Private Ltd**

  
Ravinder  
Authorised Signatory



**For Kritikka Infrastructure Private Ltd**

  
Ravinder  
Authorised Signatory



**Date: 14-05-2025**  
**Place: Gurugram**