

11 September 2024

To
The Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001
Maharashtra, India

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, C-1, Block G
Bandra Kurla Complex, Bandra (East)
Mumbai 400 051
Maharashtra, India

Dear Sir/ Madam

Sub: Proposed initial public offering of equity shares of ₹ 10 each (“Equity Shares”) of Smartworks Coworking Spaces Limited (“Company”, and such initial public offering, “Offer”)

This is in relation to the draft red herring prospectus dated August 14, 2024 (the “DRHP”) filed by the Company with the BSE Limited and National Stock Exchange of India Limited (together with BSE Limited, “Stock Exchanges”) and thereafter with the Securities and Exchange Board of India (“SEBI”) in connection with the Offer.

In accordance with Regulation 54 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended, and pursuant to information received from NS Niketan LLP and SNS Infrarealty LLP, we wish to inform about the following transfer of Equity Shares (“Transfer”):

| Sr. No. | Name and category of the Transferor | Number of Equity Shares Transferred | Transfer consideration (at the price of ₹ 430 per Equity Share) | Name of the Transferee | Date of Transfer | Whether the Transferee is connected with the Company, the Promoters/ Promoter Group/ the Company’s Directors or KMPs, Subsidiaries and Group Companies and their directors and key managerial personnel |
|---------|-------------------------------------|-------------------------------------|---|-------------------------------------|-------------------|---|
| 1. | NS Niketan LLP (Promoter) | 965,000 | 414,950,000 | Jagdish Naresh Master | 10 September 2024 | No |
| 2. | SNS Infrarealty LLP (Promoter) | 697,674 | 299,999,820 | Pivotal Enterprises Private Limited | 10 September 2024 | No |
| 3. | SNS Infrarealty LLP (Promoter) | 581,396 | 250,000,280 | Ananta Capital Ventures Fund 1 | 10 September 2024 | See note below |
| 4. | SNS Infrarealty LLP (Promoter) | 197,791 | 85,050,130 | Jagdish Naresh Master | 10 September 2024 | No |

Note: Ananta Capital Ventures Fund 1 is an existing Shareholder of the Company and is not otherwise connected with the Company, the Promoters/ Promoter Group/ the Company’s Directors or KMPs, Subsidiaries and Group Companies, in any manner.

Smartworks Coworking Spaces Limited

(Formerly known as Smartworks Coworking Spaces Private Limited)

Regd. Office : Unit No. 305 – 310, Plot No. 9, 10, & 11, Vardhman Trade Centre, Nehru Place, South Delhi– 110 019

Corporate Office : Golf View Tower, Tower - B, Sector 42, Gurugram - 122002, Haryana

Phone No : 0124 - 6919 400

CIN : U74900DL2015PLC310656



The pre and post Transfer shareholding of NS Niketan LLP and SNS Infrarealty LLP is as provided below:

| Sr. No. | Name | Number of Equity Shares held prior to Transfer | Number of Equity Shares held post the Transfer | Percentage of Equity Shares held on fully diluted basis prior to the Transfer | Percentage of the Equity Shares held on a fully diluted basis post the Transfer |
|---------|---------------------|--|--|---|---|
| 1. | NS Niketan LLP | 43,769,998 | 42,804,998 | 42.42% | 41.48% |
| 2. | SNS Infrarealty LLP | 27,585,016 | 26,108,155 | 26.73% | 25.30% |

We confirm that this intimation is being made within 24 hours of the Transfer.

In accordance with the email dated 4 July 2023 from SEBI, we undertake to make a public announcement about the Transfer within 48 hours, in all editions of the Financial Express (a widely circulated English national daily newspaper) and all editions of Jansatta (a widely circulated Hindi national daily newspaper, Hindi also being the regional language of New Delhi where the Registered Office of the Company is located).

We undertake to update the details of the Transfers in the updated Draft Red Herring Prospectus, Red Herring Prospectus and the Prospectus to be filed with SEBI, the Stock Exchanges and/ or Registrar of Companies, as the case may be.

We request you to take this letter on record and disseminate the same on your website, as may be required under applicable law.

All capitalised terms used herein and not defined have the meaning ascribed to such terms in the DRHP.

Please contact Punam Dugar, Company Secretary, for any further information/ clarification:

| Contact Person | Telephone | Email |
|----------------|-----------------|-------------------------------|
| Punam Dargar | +91 83840 62876 | companysecretary@sworks.co.in |

Yours sincerely

For Smartworks Coworking Spaces Limited



Name: Punam Dargar

Designation: Company Secretary and Compliance Officer

Smartworks Coworking Spaces Limited

(Formerly known as Smartworks Coworking Spaces Private Limited)

Regd. Office : Unit No. 305 – 310, Plot No. 9, 10, & 11, Vardhman Trade Centre, Nehru Place, South Delhi– 110 019

Corporate Office : Golf View Tower, Tower - B, Sector 42, Gurugram - 122002, Haryana

Phone No : 0124 - 6919 400

CIN : U74900DL2015PLC310656