

Datamatics Global Services Limited

Regd. Office:

Knowledge Centre, Plot 58, Street No. 17, MIDC,
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CIN: L72200MH1987PLC045205

www.datamatics.com



May 28, 2019

To,

Corporate Communication Department

BSE Limited

Phiroze Jeejeeboy Towers

Dalal Street, Mumbai - 400 001

BSE Scrip Code: 532528

Listing Department

National Stock Exchange of India Limited

Exchange Plaza, Bandra Kurla Complex,

Bandra (East), Mumbai - 400 051.

NSE Code: DATAMATICS

Dear Sir,

Ref: C.A. (CAA) 1654/MB/2018

Sub: In the matter of Composite Scheme of Arrangement between Delta Infosolutions Private Limited ('DIPL'), Datamatics Infotech Services Private Limited ('DISPL') and Datamatics Global Services Limited ('DGSL') and their respective Shareholders

The application to seek necessary directions of the National Company Law Tribunal, Mumbai Bench ("Tribunal") in relation to, inter alia, convening the meetings of the equity shareholders, serving notices upon the relevant regulatory authorities, publishing of advertisements, and other ancillary and incidental matters in relation to the Composite Scheme of Arrangement between DIPL, DISPL and DGSL jointly referred to as "Applicant Companies" and their respective Shareholders ("Scheme") had been admitted by the Tribunal vide order dated March 08, 2019.

As directed by the Tribunal, the Applicant Companies convened their shareholders meetings in accordance with the order dated March 08, 2019 and had got approval of their shareholders with requisite majorities in accordance with provisions of section 230 of the Companies Act, 2013.

In addition to the above, in case of DGSL, being a listed company, in terms of SEBI Circular no. CFD/DIL3/CIR/2017/21 dated March 10, 2017, as amended by circular no. CFD/DIL3/CIR/2018/2 dated January 3, 2018 ("SEBI Circulars"), DGSL was also required to seek approval of the public shareholders by way of e-voting. The said SEBI Circulars provide that the Scheme shall be acted upon only if the votes cast by the Public Shareholders of DGSL (i.e. listed company) in favour of the proposal are more than the number of votes cast by the Public Shareholders against it.

Information with respect to the votes cast by the public shareholders of DGSL and the consolidated result in respect of public shareholders, was intimated to the Stock Exchanges on May 10, 2019, based on which we would like to inform that the said requisite majority required under the SEBI Circulars for approval of the Scheme was not obtained since the votes cast by the public shareholders of DGSL in favour were less than the votes cast against the same.

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Therefore, pursuant to the same, we withdraw the Scheme and inform you not to act on the same any further with regards to this Scheme.

This is for your records and information.

For, **Datamatics Global Services Limited**

Divya Kumat

EVP, Chief Legal Officer and Company Secretary

Place: Mumbai

Date: May 28, 2019