



HINDUJA

7th June, 2022

To,

- (1) The Compliance Officer
NXTDIGITAL Ltd.
In Centre,
49/50, MIDC, 12th Road, Marol,
Andheri (E), Mumbai - 400093
- (2) The Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001
- (3) National Stock Exchange of India Ltd.
Exchange Plaza,
Plot No. C/1, G Block,
Bandra-Kurla Complex
Bandra (E), Mumbai - 400 051

Dear Sir(s),

Subject: Intimation under Regulation 10(5) of Securities and Exchange Board of India (Substantial Acquisition of Shares And Takeovers) Regulations, 2011

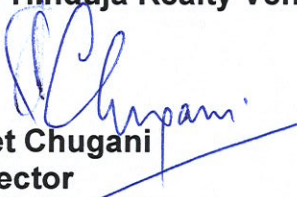
Pursuant to Regulation 10(5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, please find enclosed the disclosures in the prescribed format for the proposed acquisition of 8,13,123 equity shares of NXTDIGITAL Ltd.

Kindly take the same on record and acknowledge receipt of the same.

Thanking You,

Yours truly,

For Hinduja Realty Ventures Ltd.


Jeet Chugani
Director
(DIN 00166921)

Encl. As above

HINDUJA REALTY VENTURES LIMITED

CIN : U45200MH1968PLC014045

Hinduja House, 171, Dr. Annie Besant Road, Worli, Mumbai 400018.

Tel.: (022) 6136 0407 / 2496 0707 Fax: (022) 2495 3801

Format for Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	NXTDIGITAL Ltd.
2.	Name of the acquirer(s)	Hinduja Realty Ventures Ltd.
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	Acquirer is a part of the Promoters and Promoters Group
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Hinduja Group Ltd. jointly with Hinduja Realty Ventures Ltd. (As the Demat Account Holders and Partners of M/s. Asia Exports)
	b. Proposed date of acquisition	On or after 13th June, 2022
	c. Number of shares to be acquired from each person mentioned in 4(a) above	8,13,123 shares
	d. Total shares to be acquired as % of share capital of TC	2.41%
	e. Price at which shares are proposed to be acquired	At Market rate
	f. Rationale, if any, for the proposed transfer	Inter-se transfer of shares between the Promoter Group entities.
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	10(1)(a)(ii) of SEBI SAST Regulations, 2011
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	The shares of the TC is frequently traded in terms of Regulation 2(i)(j) of SEBI SAST Regulations 2011. The volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period is Rs. 417.55 per share.
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not Applicable
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	The acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.

9.	Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	The transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with the applicable disclosure required under Chapter V of the SEBI SAST Regulations, 2011.			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	We hereby declare that all the conditions specified under regulation 10(1)(a) of the SEBI SAST Regulations 2011 with respect to exemptions has been duly complied with			
11.	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
a.	Acquirer(s) and PACs (other than sellers)(*)				
	Hinduja Realty Ventures Ltd.	16,75,386*	4.98%	24,88,509	7.39%
	Hinduja Group Limited	1,36,89,592	40.66%	1,36,89,592	40.66%
	Ashok P. Hinduja, Karta of S. P. Hinduja HUF (Bigger)	7,45,476	2.21%	7,45,476	2.21%
	Harsha Ashok Hinduja and Harsha Ashok Hinduja jointly with Ashok P. Hinduja	7,33,790	2.18%	7,33,790	2.18%
	Ambika Ashok Hinduja	2,65,862	0.79%	2,65,862	0.79%
	Shom Ashok Hinduja	2,10,010	0.62%	2,10,010	0.62%
	Ashok P. Hinduja and Ashok P. Hinduja jointly with Harsha A. Hinduja	1,15,369	0.34%	1,15,369	0.34%
	Vinoo Srichand Hinduja	61,065	0.18%	61,065	0.18%
	A. P. Hinduja, Karta of A. P. Hinduja HUF	81,490	0.24%	81,490	0.24%
	Shanoo S. Mukhi	955	0.00%	955	0.00%
	Aasia Corporation LLP	NIL	NIL	NIL	NIL
	Hinduja Finance Ltd.	NIL	NIL	NIL	NIL
	Amas Mauritius Ltd., Mauritius	31,70,530	9.42%	31,70,530	9.42%

		TOTAL (Acquirer + PACs)	2,09,62,368	62.26%	2,17,75,491	64.67%
	b.	Seller (s)				
		Hinduja Group Ltd. jointly with Hinduja Realty Ventures Ltd. (as the Demat account holders and Partners of M/s. Aasia Exports)	8,13,123	2.41%	NIL	NIL

(*Out of these shares, the acquirer has already acquired 8,25,000 shares of the TC representing 2.45% during FY 2022-23 through inter-se transfers amongst promoters/Promoters Group)

For Hinduja Realty Ventures Ltd.

Jeet Chugani
Director

Place: Mumbai
Date: 7th June, 2022