



HINDUJA

2nd 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 29(2) of Securities and Exchange Board of India (Substantial Acquisition of Shares And Takeovers) Regulations, 2011

Pursuant to Regulation 29(2) 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 transaction executed on 1st June, 2022.

Kindly acknowledge the receipt.

Thanking You,

Yours truly,

For Hinduja Group Ltd.


Jeet Chugani
Managing Director
(DIN 00166921)

Encl. As above

HINDUJA GROUP LIMITED

CIN : U72200MH1995PLC088486

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

Tel.: (022) 6136 0407 / 2496 0707

Fax: (022) 2495 3801

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DISCLOSURES UNDER REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

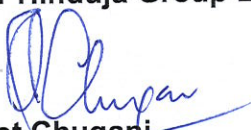
| | | | |
|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------|-------------------------------------------------------------------|-------------------------------------------------------------------|
| 1. Name of the Target Company (TC) | Nxtdigital Ltd. | | |
| 2. Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | Hinduja Group Ltd. | | |
| 3. Whether the acquirer belongs to Promoter/Promoter group | Yes | | |
| 4. Name(s) of the Stock Exchange(s) where the shares of TC are Listed | The Bombay Stock Exchange Ltd. National Stock Exchange of India Ltd. | | |
| 5. Details of the acquisition / disposal/holding of shares/voting rights/holding of the Acquirer and PAC | Number | % w.r.t. total share/voting capital wherever applicable(*) | % w.r.t. total diluted share/voting capital of the TC (**) |
| <u>Before the acquisition/disposal under consideration, holding of :</u> | | | |
| a) Shares carrying voting rights | 1,34,14,592 | 39.84% | 39.84% |
| b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others) | NIL | NIL | NIL |
| c) Voting rights (VR) otherwise than by shares | NIL | NIL | NIL |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) | NIL | NIL | NIL |
| Total (a+b+c+d) | 1,34,14,592 | 39.84% | 39.84% |
| <u>Details of acquisition/sale</u> | | | |
| a) Shares carrying voting rights acquired | 2,75,000 | 0.82% | 0.82% |
| b) VRs acquired otherwise than by equity shares | NIL | NIL | NIL |
| c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired | NIL | NIL | NIL |
| d) Shares encumbered / invoked/released by the acquirer | NIL | NIL | NIL |
| Total (a+b+c+d) | 2,75,000 | 0.82% | 0.82% |

| | | | |
|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------|---------------|---------------|
| After the acquisition/sale, holding of: | | | |
| a) Shares carrying voting rights | 1,36,89,592 | 40.66% | 40.66% |
| b) Shares encumbered with the acquirer | NIL | NIL | |
| c) VRs otherwise than by shares | NIL | NIL | |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition | NIL | NIL | |
| Total (a+b+c+d) | 1,36,89,592 | 40.66% | 40.66% |
| 6. Mode of acquisition/sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.) | Open Market (Inter-se transfer) | | |
| 7. Date of acquisition of or date of receipt of intimation of allotment of shares / VR. Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares in the TC. | 1 st June, 2022 | | |
| 8. Equity share capital / total voting capital of the TC before the said acquisition/sale | Rs 33,67,16,210/- | | |
| 9. Equity share capital / total voting capital of the TC after the said acquisition/sale | Rs 33,67,16,210/- | | |
| 10. Total diluted share/voting capital of the TC after the said acquisition/sale | Rs 33,67,16,210/- | | |

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

For Hinduja Group Ltd.


Jeet Chugani
Managing Director

Date : 02.06.2022
Place : Mumbai