



Pradeep Kumar
Assistant General Manager
Corporation Finance Department
Tel: +91 22 26449337 || +91 22 40455337
Fax: +91 22 26449032 || Email: pradeepkumar@sebi.gov.in

Mr. K. Bulsara
Reply - 15/05/2013

CFD/POLICYCELL/PK/10554/2013
May 03, 2013

V. V. Nagendra
Managing Director
B2B Software Technologies Ltd.
6-3-1112, 3rd & 4th Floor,
AVR Tower, Begumpet
Hyderabad, 500016



Dear Sir,

Sub: Proposal from B2B Software Technologies Ltd. ("Company") requesting for sale of equity shares of the company by its promoter on the floor of stock exchange for meeting minimum public shareholding (MPS) requirement

1. This is with reference to your e-mail dated April 22, 2013 and letter dated April 26, 2013 on the captioned subject.
2. In this regard, considering the facts of the case as stated in your letter, it has been decided to allow the promoter(s)/promoter group of the Company to sell equity shares of the Company on the floor of stock exchange for meeting the MPS requirement in terms of Rule 19A of Securities Contracts (Regulation) Rules, 1957 (SCRR).
3. The aforesaid, however, is subject to the following conditions:
 - a) Any such sale shall be undertaken in a bona fide manner to unrelated non-promoter entities through the regular market segment.
 - b) Company shall, at least one clear trading day prior to the start of sale, announce the following to the stock exchange(s) where the shares of the company are listed:
 - The intention of the promoter/promoter group to sell;
 - Details of promoter(s)/promoter group who proposes to disinvest their shareholding;
 - Total number of shares proposed to be disinvested and;
 - Period within which the disinvestment will be completed.
 - c) Company/promoter(s)/promoter group shall ensure compliance with the applicable provisions of the SEBI (Prohibition of Insider Trading) Regulation 1992 as amended from time to time.
4. The approval is under SEBI circular No. CIR/CFD/DIL/11/2012 dated August 29, 2012, solely for the purpose of achieving minimum level of public shareholding as required under SCRR and it shall not be treated as a precedent.



अनुवर्ती :
Continuation :

भारतीय प्रतिभूति
और विनियम बोर्ड
**Securities and Exchange
Board of India**

5. In view of the current trading volume of the shares, in addition to sale of equity shares of the Company on the floor of stock exchange, you are advised to explore other options as set out at Clause 40A (a) to (f) of Listing Agreement to meet the MPS requirement within the specified timeline.
6. You are also advised to intimate the contents of this letter to the stock exchanges in accordance with clause 36 of Listing Agreement.
7. Accordingly, in terms of Rule 19 A of SCRR, you are advised to comply with the requirement of minimum public shareholding latest by June 03, 2013 and intimate SEBI of the same.
8. This letter is being issued with the approval of the competent authority.

Yours faithfully,


Pradeep Kumar

Copy for information to:

- ✓ **The Managing Director and CEO**
Bombay Stock Exchange Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400001