

Ref. No. - OIL/CO/SE/2020-21/48

December 18, 2020

Listing Department
BSE Limited,
Floor 25, P J Towers,
Dalal Street,
Mumbai- 400 001

Listing Department
National Stock Exchange of India Ltd
Exchange Plaza, C-1 Block G
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051

Scrip Code: 530135

Symbol: OPTIEMUS

Sub.: Outcome of Board Meeting held on Friday, December 18, 2020: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

Dear Sir(s),

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and other applicable provisions, if any, this is to inform you that the Board of Directors of the Company in its meeting held today i.e. on Friday, December 18, 2020 has considered and approved purchase of 27,60,000 (Twenty Seven Lakh Sixty Thousand) Equity shares (19.91% of the total share capital) of M/s. Optiemus Electronics Limited, Subsidiary and Joint Venture Company, by way of transfer from M/s. Wistron Corporation and enter into Share Purchase Agreement in this regard.

Optiemus Infracom Limited already holds 80.09% of the share capital of Optiemus Electronics Limited, therefore, to strengthen its ownership and control, the management has taken this decision.

After the success of share acquisition, this transaction would make Optiemus Electronics Limited, Wholly Owned Subsidiary of Optiemus Infracom Limited as per the provisions of Companies Act, 2013.

Also, as Optiemus Electronics Limited is a Joint Venture of Optiemus Infracom Limited and Wistron Corporation, therefore, after acquiring remaining shares as mentioned above the Joint Venture Agreement entered into by the Company with Wistron Corporation will also cease to be effective and Optiemus Electronics Limited will remain only wholly owned subsidiary Company of Optiemus Infracom Limited.

The necessary information as required to be disclosed in this regard in terms of Regulation 30(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 is enclosed herewith as **Annexure A**.

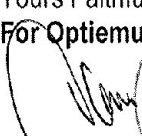
The meeting commenced at 04:00 P.M. and concluded at 04:45 P.M.

Kindly take the same on records.

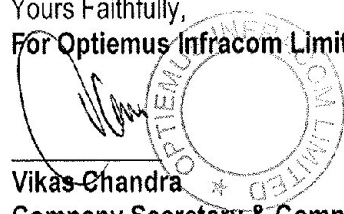
Thanking You,

Yours Faithfully,

For Optiemus Infracom Limited


Vikas Chandra

Company Secretary & Compliance Officer



OPTIEMUS INFRACOM LIMITED

CIN : L64200DL1993PLC054086

Reg. Office: K-20, 2nd Floor, Lajpat Nagar-II, New Delhi-110024

P.: 011-29840906 | Fax: 011-29840908

Corp. Office: Plot no.-2A, 1st Floor, WIng-A, Sector-126, Noida-201301 (U.P.)

P.: 0120-6726800, 805, 806, 807, 809, 810 | www.optiemus.com

ANNEXURE A

a) **Name of the target entity whose shares are being acquired, details in brief such as, size, turnover etc. :**

| Name of the Company | Revenue from operations as at 31 st March, 2020 (Rs. in Lacs) | Net Worth as at 31 st March, 2020 (Rs. in Lacs) |
|------------------------------|--|---|
| Optiemus Electronics Limited | 17,684 | (10.45) |

b) **Whether the acquisition would fall within related party transactions? If yes, whether the same is done at "arm's length" and whether the promoters have any interest in the entity being acquired?**

No, the transaction with M/s. Wistron Corporation for purchase of equity shares of Optiemus Electronics Limited would not fall under the ambit of Related Party transaction.

c) **Industry to which the Entity belongs**

Optiemus Electronics Limited is engaged into the business of manufacturing and trading of mobile phones. It a part of fastest growing Industry of Telecommunications.

d) **Objects and effects of Acquisition of Shares**

- i) To strengthen the ownership and control in wholly owned subsidiary ;
- ii) Enhancement of Brand image and value creation for the stakeholders of Optiemus;
- iii) Creation of new and strengthening existing business verticals in Optiemus for mitigation of business risk.
- iv) Strengthened Balance Sheet and Greater financial flexibility and earnings, diversified risk ;

e) **Brief Details of any Governmental/regulatory approval required for acquisition:**

No prior approval is required from any Government or regulatory authority. However, post-acquisition, necessary intimations/returns will be required to file with the Reserve Bank of India.

f) **Indicative time period of completion of Acquisition**

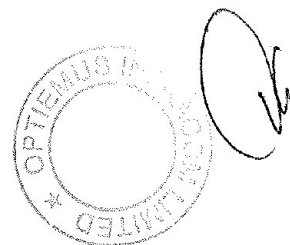
The transaction will be completed within 120 (One Hundred Twenty) days from the effective date of Share Purchase Agreement.

g) **Consideration/Cost of Acquisition of shares:**

27,60,000 (Twenty Seven Lakh Sixty Thousand) Equity shares of M/s Optiemus Electronics Limited, will be purchased @ Rs. 4.50/- per share by way of transfer from M/s. Wistron Corporation which involves all cash deal involving total consideration of Rs. 1,24,20,000/- (Rupees One Crore Twenty Four Lakh Twenty Thousand Only).

h) **Percentage of Shareholding/Control//No. of shares of Optiemus Electronics Limited acquired**

| No. of shares already held | No. of agreed to acquire | Total No. of shares held after acquisition |
|----------------------------|--------------------------|--|
| 1,11,00,000 (80.09%) | 27,60,000 (19.91%) | 1,38,60,000 (100%) |



i) **Brief Background about the Entity whose shares being acquired**

Optimus Electronics Limited ("OEL") is a company incorporated under the Companies Act, 2013 on January 29, 2016, having its registered office at K-20, Second Floor, Lajpat Nagar – 2, New Delhi – 110 024. It is engaged into the business of manufacturing of telecom products in India. It provides a complete end to end solution to global and Indian brands encompassing world class manufacturing infrastructure, distribution, retail and after sales. The current manufacturing facility of Optimus Electronics is located in Sector 63, Noida, Uttar Pradesh. With sizeable investments lined up, OEL aimed to further enhance its manufacturing and design capabilities. OEL has managed to **win the trust** of many Local as well as global brands, due to its commitment towards **Quality, Timely Delivery, Flexibility** as well as **Customer Satisfaction**.

OEL is a Joint Venture of Optimus Infracom Limited and Wistron Corporation, wherein Optimus Infracom Limited holds 80.09% equity stake and Wistron Corporation holds remaining 19.91% equity stake. After acquisition of remaining shares of OEL by Optimus Infracom Limited from Wistron Corporation i.e. 19.91%, OEL will become wholly owned subsidiary company of Optimus Infracom Limited. Thereafter, Wistron Corporation will have no control over OEL.

Turnover of Optimus Electronics Limited during the last three years is given below:

| Financial Year | TURNOVER (Rs. in Lacs) |
|----------------|---------------------------|
| 2019-20 | 17,684 |
| 2018-19 | 61,897 |
| 2017-18 | 17,669 |

