



KELLTON TECH SOLUTIONS LIMITED.

Hyderabad, June 28, 2019

To

The General Manager, Listing Department, Bombay Stock Exchange Limited, 1 st Floor, New Trading Wing, Rotunda Building, P.J. Towers, Dalal Street Fort, Mumbai-400001	The Manager, Listing Department, National Stock Exchange of India Ltd, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400051
Scrip Code: 519602	Scrip Code: KELLTONTEC

Dear Sir/Ma'am,

Sub: Clarification Letter

Ref: Our intimation dated June 24, 2019 for inter-se transfer of Shares between Promoters/Promoter Group in accordance with Regulation 10(5) of SEBI (SAST) Regulation, 2011

This is to inform you that the Company had made intimation to exchange on June 24, 2019 under SAST (Substantial Acquisition and Takeover) Regulations 10(5) related to Inter-se transfer amongst the promoters and promoter group. It was intimated that the inter-se transfer will be between Kellton Wealth Management LLP (Acquirer) and Matnic Finvest LLP (Seller) and the transaction will take place at the prevailing market price on the date of transfer. Further, it is clarified that the inter-se transfer transactions is between the mentioned promoter group only but it will be reverse transaction i.e Kellton Wealth Management LLP will be seller and Matnic Finvest LLP will be acquirer and the revised intimation is attached for your reference.

Date of transaction on or after	Name of Person (belongs to promoter group) Transferor	Name of Transferee /Acquirer	No. of Shares proposed to be acquired by consideration	% of holding
28th June, 2019	Kellton Wealth Management LLP	Matnic Finvest LLP	50,00,000	5.19

This being an "inter-se" transfer of shares amongst Promoter Group, the same falls within the exemptions {under Regulation 10(1) (a) (ii) provided under SEBI (SAST) Regulations, 2011}. Consequent to the above acquisition, the Equity Shareholding of said Acquirer (Matnic Finvest LLP) in the Company will be 4,84,79,900 Equity Shares and Transferor (Kellton Wealth Management LLP) Shareholding will become 90,00,000 after the said transaction of inter-se transfer. (Annexure attached)

The Aggregate holding of Promoter and Promoter Group before and after the above inter se transaction remains the same. (details individually enclosed)

In this connection necessary disclosure under Regulation 10(5) for the above said acquisition in prescribed format is enclosed herewith for your kind information and records.



KELLTON TECH SOLUTIONS LIMITED.

Kindly take on record the revised intimation and oblige.

For **Kellton Tech Solutions Limited**

Director



Hyderabad, June 28, 2019

To

The General Manager, Listing Department, Bombay Stock Exchange Limited, 1 st Floor, New Trading Wing, Rotunda Building, P.J. Towers, Dalal Street Fort, Mumbai-400001	The Manager, Listing Department, National Stock Exchange of India Ltd, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400051
Scrip Code: 519602	Scrip Code: KELLTONTEC

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Kindly take on record the revised intimation and oblige.

Yours truly,

For Kellton Wealth Management LLP


Niranjana Chintam
Designated Partner

Encl: As above

CC:

To

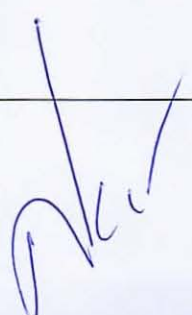
Company Secretary

Kellton Tech Solutions Limited

Jubilee Hills, Hyderabad - 500033

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)	Kellton Tech Solutions Limited BSE Security Code : 519602 NSE Security Code : KELLTONTEC
2.	Name of the acquirer(s)	Matnic Finvest LLP
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	Yes, Matnic Finvest LLP is one of the Promoter of Target Company
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Kellton Wealth Management LLP
	b. Proposed date of acquisition	On or after 28th June, 2019
	c. Number of shares to be acquired from each person mentioned in 4(a) above	50,00,000
	d. Total shares to be acquired as % of share capital of TC	5.19%
	e. Price at which shares are proposed to be acquired	Market Price
	f. Rationale, if any, for the proposed transfer	Inter-se Transfer amongst promoters group with consideration
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open offer	Regulation 10 (1) (a) ii of SEBI (SAST) Regulation, 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.	NA
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	NA
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.	Yes



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)	Yes			
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	Yes			
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
	Acquirer(s) and PACs (other than sellers)(*)	4,34,79,900	45.11	4,84,79,900	50.30
	Seller (s) (*)	1,40,00,000	14.52	90,00,000	9.33


(*) Shareholding of each entity may be shown separately and then collectively in a group.

We hereby declare that the acquisition price for inter-se promoter transfer of 15,00,000 Equity Shares of the Company will not be higher than 25% of the Volume Weighted Average Market Price computed for the period of 60 trading days preceding the date of issuance of this notice as traded on stock exchange where the maximum value of trading in shares of target company are recorded in such period.

We hereby also declare that all the provisions of Chapter V of the SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 shall be complied with.

We hereby also declare that all the conditions as specified under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 has been duly complied with.

For Kellton Wealth Management LLP


Niranjani Chintam
Designated Partner

KELLTON TECH SOLUTIONS LIMITED
CIN: L72200TG1993PLC016819
Reg. Off.: Plot No. 1367, Road No. 45, Jubilee Hills,
Hyderabad, TG - 500033

LIST OF PROMOTER/PROMOTER GROUP WITH DETAILS OF HOLDINGS AS ON 24 JUNE, 2019

Sr. No.	Name of Shareholder	Holding as on 24 June, 2019		Prior to Interse transaction as on 28 June, 2019		Interse transaction as on or after 28 June, 2019		Holding after Interse transaction as on or after 28 June, 2019	
		No. of Eq. Shares	% of holding	No. of Eq. Shares	% of holding	No. of Eq. Shares	% of holding	No. of Eq. Shares	% of holding
1.	Krishna Reddy Chintam	11,42,286	1.19	11,42,286	1.19	11,42,286	1.19	11,42,286	1.19
2.	Sreevidya Chintam	9,02,776	0.94	9,02,776	0.94	9,02,776	0.94	9,02,776	0.94
3.	Mohana Reddy Chintam	3,28,552	0.34	3,28,552	0.34	3,28,552	0.34	3,28,552	0.34
4.	Laxmi Chintam	20,770	0.02	20,770	0.02	20,770	0.02	20,770	0.02
5.	Kellton Wealth Management LLP	1,40,00,000	14.52	1,40,00,000	14.52	(-)50,00,000	(-)5.19	90,00,000	9.33
6.	Matnic Finvest LLP	4,34,79,900	45.11	4,34,79,900	45.11	(+)50,00,000	(+)5.19	4,84,79,900	50.30

