# कोच्चि में नौसेना के अड्डे पर नौसैनिक मृत मिला

कोच्चि, 6 जुलाई (भाषा)।

उत्तर प्रदेश का 19 साल का एक नौसैनिक मंगलवार को तड़के यहां नौसेना के अड्डे पर मृत मिला। उसके शरीर पर गोली लगने के निशान हैं।

रक्षा विभाग के सूत्रों ने बताया कि मृतक की पहचान अलीगढ़ के तुषार अत्री के तौर पर हुई है। सुरक्षा गश्त पर निकले एक अन्य नौसेनिक को उसका खून से लथपथ शव मिला। नौसेना और शहर की पुलिस दोनों मामले की जांच कर रहे है। नौसैनिक के आत्महत्या करने का संदेह है। रक्षा विभाग की ओर से जारी एक प्रेस विज्ञप्ति में कहा गया कि नौसैनिक 'ड्यूटी पोस्ट' पर मृत मिला, उसके शरीर पर गोली लगने के निशान है, जो उसकी अपनी राइफल की है। नौसेना के अधिकारियों से जानकारी मिलने के बाद पुलिस मौके पर पहुंची और आवश्यक कानूनी औपचारिकताएं पूरी की।

## ऋण वसूली अधिकरण–I, दिल्ली

चौथा तल, जीवन तारा बिल्डिंग, संसद मार्ग, नई दिल्ली–110001

एस.ए. नं.205/2017

**श्री मनोज कुमार** ............................................ आवेदक

बनाम

**पंजाब एण्ड सिंध बैंक** ............................................ प्रतिवादी

सेवा में, **1. श्री मनीष शर्मा पुत्र श्री नवीन चन्द्र शर्मा** (प्रतिवादी सं.02)
निवासी आरजेड–78, न्यू नं.86, गली नं.4, डाबरी एक्सटेंशन, नई दिल्ली–110045.
**2. श्रीमती राधा शर्मा पत्नी श्री मनीष शर्मा** (प्रतिवादी सं.04)
निवासी आरजेड–78, न्यू नं.86, गली नं.4, डाबरी एक्सटेंशन, नई दिल्ली–110045.
**इसके अलावा:** 2579, मंदिर लेन, निकट गुरुद्वारा, शादीपुर, पटेल नगर, नई दिल्ली.
**3. श्रीमती मीरा लाम पत्नी श्री हेम कान्त लाम** (प्रतिवादी सं.05)
निवासी 53, सिद्धार्थ अपार्टमेन्ट्स, इन्दर एन्क्लेव, रोहतक रोड, नई दिल्ली
**इसके अलावा:** नं. 16ए, रवि अपार्टमेन्ट्स, ब्लॉक–डी, विकासपुरी, नई दिल्ली–110018.

जबकि उपरोक्त नामित आवेदक ने आपके खिलाफ सरफेसी अधिनियम, 2003 की धारा 17 के तहत मामला दर्ज किया है और अधिकरण के संज्ञान में आया है कि सामान्य तरीके से आपको जानकारी देना संभव नहीं है इसलिए इस विज्ञापन के माध्यम से सूचना देते हुए आपको **09.07.2021 को प्रातः 10.30 बजे माननीय अधिकरण** के समक्ष उपस्थित होने का निर्देश दिया जाता है। यह ध्यान रखें कि निर्धारित तिथि को इस अधिकरण के समक्ष उपस्थित नहीं होने पर इस मामले पर आपकी अनुपस्थिति में सुनवाई कर निर्णय लिया जाएगा।

**महामारी की स्थिति को देखते हुए सभी मामलों को विडियो कॉन्फ्रेंसिंग के माध्यम से लिया जा रहा है और इसके प्रयोजन हेतु:–** (1) सभी एडवोकेट्स/लिटिजेंट्स को **"सिस्को वेबैक्स"** एप्लीकेशन/सॉफ्टवेयर डाउनलोड करना होगा। (2) "मीटिंग आईडी" एवं "पासवर्ड" अगली सुनवाई की तिथि के लिए **रजिस्ट्रार/वसूली अधिकारी–1** और **वसूली अधिकारी–2** द्वारा क्या मामलो में डीआरटी आधिकारिक पोर्टल **"drt.gov.in"** पर पब्लिक नोटिस हैड के अंतर्गत सुनवाई की एक तिथि पूर्व उपलब्ध होगा। (3) किसी भी आपातकालीन स्थिति में एडवोकेट्स/लिटिगेंट्स संबंधित अधिकारी से फोन नं. **23748473** पर सम्पर्क कर सकते हैं। **आज 01 जुलाई, 2021 को मेरे हस्ताक्षर एवं अधिकरण की मोहर के साथ जारी किया गया।** प्रतिवादी अधिक जानकारी के लिए निम्नलिखित फोन नम्बर पर सम्पर्क कर सकता है। **श्री अमित के. दर, एलडी.** रजिस्ट्रार, डीआरटी–1, नई दिल्ली, फोन नं. **011-23748473** ई–मेल: **drt1delhi-dfs@nic.in**

**अधिकरण के आदेशानुसार, कृते रजिस्ट्रार**

## महत्वपूर्ण सूचना

रेलयात्रियों को सूचित किया जाता है कि राज्य सरकार के अनुरोध पर निम्नलिखित रेलगाड़ियों के डिमापुर स्टेशन पर ठहराव को अस्थायी रूप से वापस ले लिया गया है, जिसका विवरण निम्नानुसार है:–

| रेलगाड़ी सं. एवं नाम | वापस लिया गया ठहराव | प्रभावी तिथि |
|---|---|---|
| 05903/05904 डिब्रुगढ़ - चण्डीगढ - डिब्रुगढ़ स्पेशल एक्सप्रेस | डिमापुर | तत्काल प्रभाव से अगले आदेश तक |

रेलयात्रियों से अनुरोध है कि किसी भी अन्य जानकारी जैसे मार्ग में पड़ने वाले स्टेशन, श्रेणियों एवं समय–सारणी के लिए रेलमदद हेल्पलाइन नं. 139 पर सम्पर्क करें अथवा रेलवे की वेबसाइट https://enquiry.indianrail.gov.in अथवा NTES App देखें।

**रेलगाड़ियों और रेलवे स्टेशनों पर सामाजिक दूरी व सैनिटाइजेशन आदि सहित कोविड–19 से संबंधित राज्य एवं केन्द्र सरकार के सभी नियमों और सभी सावधानियों का पालन करना अनिवार्य है।**

1507/21

रेलमदद हेल्पलाइन नं. 139

रेलमदद वेबसाइट :– www.railmadad.indianrailways.gov.in देखें एवं रेलमदद ऐप डाउनलोड करें।

पर हमें फॉलो करें

**उत्तर रेलवे**

आपकी सुविधा – हमारा ध्येय

हमें www.nr.indianrailways.gov.in पर मिलें

ग्राहकों की सेवा में मुस्कान के साथ

चारधाम यात्रा

## सुप्रीम कोर्ट पहुंची उत्तराखंड सरकार

नई दिल्ली, 6 जुलाई (भाषा)।

उत्तराखंड सरकार ने चारधाम यात्रा पर रोक लगाने और एक जुलाई से तीन जिलों के निवासियों के लिए आंशिक रूप से इसे खोलने के राज्य मंत्रिमंडल के निर्णय को पलटने के उच्च न्यायालय के आदेश के खिलाफ मंगलवार को उच्चतम न्यायालय का रुख किया।

राज्य सरकार ने अपनी अपील में कहा कि उत्तराखंड उच्च न्यायालय ने इस बात को स्वीकार नहीं करके गलत किया कि चारधाम के आसपास रहने वाली आबादी के महत्त्वपूर्ण हिस्से की आजीविका यात्रा पर निर्भर करती है।

सरकार ने कहा कि उच्च न्यायालय ने पाबंदियों के साथ चारधाम यात्रा आयोजित करने के 25 जून के मंत्रिमंडल के आदेश के हिस्से पर गलत तरीके से रोक लगाई, जिसमें तीन जिलों चमोली, रुद्रप्रयाग और उत्तरकाशी में रहे लोगों को सीमित संख्या में तीर्थयात्री की अनुमति देने की बात कही गई थी।

उच्च न्यायालय ने 28 जून को राज्य सरकार के इस फैसले पर रोक लगाई थी।

राज्य सरकार ने कहा फिलहाल (15 जून से 2 जुलाई के बीच) चमोली में कोरोना संक्रमण दर 0.64 फीसद, रुद्रप्रयाग में 1.16 फीसद और उत्तरकाशी में 0.75 फीसद है।

हिंदू देवताओं और नदियों को समर्पित चार पवित्र मंदिर – बद्रीनाथ धाम, केदारनाथ धाम, गंगोत्री धाम और यमुनोत्री धाम राज्य के गढ़वाल क्षेत्र में स्थित हैं और हर साल लाखों भक्त चारधाम यात्रा के दौरान इन मंदिरों में जाते हैं। यह यात्रा अप्रैल से नवंबर के बीच होती है।

*(This is not an Offer Document Announcement. This is a CORRIGENDUM to Draft Prospectus dated May 07, 2021)*

## BEW ENGINEERING LIMITED

**(CIN: U74120MH2011PLC216096)**

*Our Company was originally incorporated as a private limited company under the Companies Act, 1956 pursuant to a certificate of incorporation issued by the Registrar of Companies, Maharashtra, Mumbai dated April 11, 2011 with the name 'BEW Engineers and Works Private Limited'. Subsequently, the name of our company was changed to 'BEW Engineering Private Limited' and a fresh certificate of incorporation consequent upon change of name was issued by the Registrar of Companies, Maharashtra, Mumbai on January 5, 2012. Subsequently, our Company was converted into a public limited company and the name of our Company was changed to 'BEW Engineering Limited' and a fresh certificate of incorporation consequent upon conversion to public limited company was issued by the Registrar of Companies, Mumbai, Maharashtra, on March 26, 2021. For details of changes in registered office please refer "History and Certain Other Corporate Matters' on page 82 of the Draft Prospectus.*

**Registered Office:** FE-10 MIDC Phase No. II, Manpada Road, Dombivali (East), Maharashtra 421 204, India
**Tel:** +91 251 287 3338 | **Website:** www.bewltd.com | **E-mail:** cs@bewltd.com
**Contact Person:** Vikram Vinay Mukadam, Company Secretary and Compliance Officer

**OUR PROMOTERS: PRAKASH BHALCHANDRA LADE AND ROHAN PRAKASH LADE**

**PUBLIC ISSUE OF 6,84,000 EQUITY SHARES OF FACE VALUE OF ₹10.00 EACH OF BEW ENGINEERING LIMITED ("OUR COMPANY" OR "THE ISSUER") FOR CASH AT A PRICE OF ₹58 PER EQUITY SHARE (INCLUDING A SHARE PREMIUM OF ₹48 PER EQUITY SHARE) ("ISSUE PRICE") AGGREGATING TO ₹396.72 LAKHS ("THE ISSUE"). OF THE ISSUE, 36,000 EQUITY SHARES AGGREGATING TO ₹ 20.88 LAKHS WILL BE RESERVED FOR SUBSCRIPTION BY MARKET MAKER ("MARKET MAKER RESERVATION PORTION"). THE ISSUE LESS THE MARKET MAKER RESERVATION PORTION I.E. ISSUE OF 6,48,000 EQUITY SHARES OF FACE VALUE OF ₹10.00 EACH AT AN ISSUE PRICE OF ₹58PER EQUITY SHARE AGGREGATING TO ₹375.84 LAKHS IS HEREINAFTER REFERRED TO AS THE "NET ISSUE". THE ISSUE AND THE NET ISSUE WILL CONSTITUTE 26.50% AND 25.11%, RESPECTIVELY OF THE POST ISSUE PAID UP EQUITY SHARE CAPITAL OF OUR COMPANY.**

### CORRIGENDUM TO THE DRAFT PROSPECTUS DATED MAY 07, 2021

This has reference to Draft Prospectus dated May 07, 2021 filed with EMERGE Platform of National Stock Exchange of India Limited (**"NSE"**) in relation to the Issue.

The Company has been following the Inventory Valuation method in compliance with S. 145A of the Income Tax Act, 1961 and accordingly there has been non-compliance of the Accounting Standard 2. The erstwhileStatutory Auditor of the Issuer Company- M/s L.B. Kale & Co, has been qualifying the accounts to this effect in his Audit Report.

M/s Todarwal & Todarwal LLP, Peer review Chartered Accountants firm and present statutory Auditors of the Company vide their certificate dated June 21, 2021 has worked out the following financial impact on the profits of the Company, if AS 2 is followed for the Inventory Valuation, for the financial years covered in their Restatement Financial Report:

(₹ in Lakhs)

| Particulars | 31-12-2020 | 31-03-2020 | 31-03-2019 | 31-03-2018 |
|---|---|---|---|---|
| **Impact on Profit & Loss** | | | | |
| Net Profit for year as per Audit Financial Statements | 38.90 | 65.88 | 70.57 | 68.56 |
| **Less:** Impact of GST on profit on account of non-compliance of AS2 Valuation (Net of Opening & Closing Stocks) | (24.00) | (34.09) | (8.83) | (8.30) |
| **Net Profit for the year after complying with AS 2** | **14.90** | **31.79** | **61.74** | **60.26** |
| Impact on Profit due to AS2 compliance Restatement | (24.00) | (34.09) | (8.83) | (8.30) |

**Summary of Financial Information:**

| Particulars | 31-12-2020 | 31-03-2020 | 31-03-2019 | 31-03-2018 |
|---|---|---|---|---|
| Share Capital | 148.00 | 148.00 | 148.00 | 135.00 |
| Net Worth | 575.27 | 560.37 | 528.58 | 401.84 |
| Total Revenue | 4251.27 | 6,771.01 | 6,384.53 | 4,808.45 |
| Profit After Tax | 14.90 | 31.79 | 61.74 | 60.26 |
| Basic and Diluted Earnings per Equity Share (Considering bonus in all previous years) | 1.07 | 2.15 | 4.14 | 4.07 |
| Net Asset Value/Book Value per Equity share (Considering bonus in all previous years) | 38.87 | 37.86 | 35.71 | 27.15 |
| Total Borrowings | 2830.19 | 2,435.73 | 2,156.79 | 1,405.10 |

Corresponding changes will be made in **"FINANCIAL STATEMENTS"** and other relevant sections of the Prospectus. There shall be no changes in the other financial information as disclosed in the **"FINANCIAL STATEMENTS"** of the Prospectus except for changes related to updation of financial information in place of December 31, 2020.

**The above to be read in conjunction with the Draft Prospectus. The information in this CORRIGENDUM supplements the Draft Prospectus and updatesthe information in the Draft Prospectus as applicable. Please note that changes pursuant to this CORRIGENDUM will be appropriately included in the Prospectus as and when filed with the Registrar of Companies (RoC). All capitalized term used in the notice shall, unless the context otherwise requires, has the meaning ascribed in the Draft Prospectus.**

For **BEW Engineering Limited**
On behalf of the Board of Directors
Sd/-
Rohan Prakash Lade
Managing Director

**Place:** Mumbai
**Date:** July 06, 2021

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Freshtrop

## FRESHTROP FRUITS LIMITED

**Corporate Identity Number (CIN):** L15400GJ1992PLC018365
**Registered Office:** A-603, Sapath-IV, Opp Karnavati Club, SG Highway, Ahmedabad - 380015 | **Tel:** +91-79-40307050-57
**Email:** secretarial@freshtrop.com | **Website:** www.freshtrop.com

### POST BUY-BACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/ BENEFICIAL OWNERS OF THE EQUITY SHARES OF FRESHTROP FRUITS LIMITED ("COMPANY")

This post buy-back public announcement (the "Post Buy-Back Public Announcement") is being made in compliance with Regulation 24(vi) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, for the time being in force including any statutory modifications and amendments from time to time (the "Buy-Back Regulations"). This Post Buy-Back Public Announcement should be read in conjunction with the Public Announcement dated January 29, 2021 published on February 1, 2021 (the "Public Announcement"). The terms used but not defined in this Post Buy-Back Public Announcement shall have the same meanings as assigned in the Public Announcement.

**1. THE BUY-BACK**

1.1 The Board of Directors of the Company has at their meeting held on January 28, 2021 (the "Board Meeting"), pursuant to article 73 of the articles of association of the Company and the provisions of Sections 68, 69, 70 and all other applicable provisions, if any, of the Companies Act, 2013, read with the applicable Rules thereunder, as amended from time to time, and the provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, approved the buyback of the fully paid-up equity shares of the face value of ₹10 (Rupees Ten only) each of the Company (the "Equity Shares") from the Members/ beneficial owners, other than those who are promoters or the persons in control of the Company(hereinafter collectively referred to as the "Promoters") and promoter group, from the open market through stock exchange mechanism i.e. using the electronic trading facilities of the BSE Limited ("BSE"), where the Equity Shares are listed for an aggregate amount not exceeding ₹ 675 lakhs (Rupees Six Crore Seventy Five Lakhs only) (the "Maximum Buyback Size") and at a price not exceeding ₹90 (Rupees Ninety only) per Equity Share (the "Maximum Buyback Price"), payable in cash (the "Buyback"). The Maximum Buyback Size does not include brokerage, costs, fees, turnover charges, taxes such as buyback tax, securities transaction tax, goods and services tax (if any) and income tax, stamp duty, advisors fees, printing expenses, filing fees and other incidental and related expenses and charges (collectively referred to as "Transaction Costs").

1.2 The Buy-back commenced on Wednesday, February 10, 2021 and closed on Monday, July 5, 2021 (both days inclusive).

1.3 Total 4,57,004 Equity Shares were bought back by the Company under the buyback offer. All these Equity Shares have been extinguished.

**2. DETAILS OF BUY-BACK**

2.1 The Company has bought back 4,57,004 Equity Shares (representing 4.10% of pre Buy-back paid up equity share capital of the Company) at an weighted average price of ₹79.20 per Equity Share for an aggregate consideration of ₹3,61,95,074.30 (Rupees Three Crores Sixty One Lakhs Ninety Five Thousands Seventy Four and Paise Thirty only) excluding Transaction Costs, which represents 53.62 % of the Maximum Buyback Size. The price at which the Equity Shares were bought back was dependent on the price quoted on the Stock Exchange. The highest price at which the Equity Shares were bought back was ₹90 per Equity Share while the lowest price was ₹75 per Equity Share. These prices are based on contract notes issued by Company's Broker and exclude Transaction Costs.

2.2 The Equity Shares were bought in the dematerialized segment from the Stock Exchange. As the offer for the Buy-Back of the Equity Shares of the Company was from the open market through Stock Exchanges, the identity of shareholders from whom Equity Shares exceeding one percent of the total Equity Shares bought in the Buy-Back is not known.

**3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN**

3.1. The capital structure of the Company, pre and post Buy-Back, is as under:

| Particulars | As on the date of Public Announcement | Post Completion of Buyback |
|---|---|---|
| Authorized Share Capital | ₹ 1500.00 Lakhs (1,50,00,000 Equity Shares of ₹ 10 each) | ₹ 1500.00 Lakhs (1,50,00,000 Equity Shares of ₹ 10 each) |
| Issued, Subscribed and Paid-up Capital: | ₹ 1114.50 Lakhs (1,11,45,000 Equity Shares of ₹ 10 each) | ₹ 1068.80Lakhs (1,06,87,996 Equity Shares of ₹ 10 each) |

3.2 The Shareholding Pattern of the Company, pre and post Buy-back is as under:

| Particulars | Pre Buyback | | Post Buyback | |
|---|---|---|---|---|
| | Number of Equity Shares | % to the existing Equity Share capital | Number of Equity Shares | % of post buyback Equity Share Capital |
| (A) Promoter & Promoter Group | 62,55,333 | 56.13 | 62,55,333 | 58.53 |
| (B) Public | 48,89,667 | 43.87 | 44,32,663 | 41.47 |
| (C1) Shares underlying DRs | 0 | 0.00 | | |
| (C2) Shares held by Employee Trust | 0 | 0.00 | | |
| (C) Non Promoter –Non Public | 0 | 0.00 | | |
| **Total** | **1,11,45,000** | **100.00** | **1,06,87,996** | **100.00** |

**4. MANAGER TO THE BUY-BACK**

**Chartered Capital And Investment Limited**
711, Mahakant, Opp. V S Hospital, Ellisbridge, Ahmedabad – 380006 | **Tel:** +91-79-2657 7571/2657 5337, **Fax:** +91-79-2657 5731
**Email:** info@charteredcapital.net, **Website:** www.charteredcapital.net | **Investor Grievance Email:** investor.relation@charteredcapital.net
**Contact Person:** Mr. Manoj Kumar Ramrakhyani/ Mr. Sagar Bhatt | **SEBI Registration No.:** INM000004018
**Corporate Identity Number:** L45201GJ1986PLC008577

**5. DIRECTOR'S RESPONSIBILITY**

As per Regulation 24(i)(a) of the Buyback Regulations, the Board accepts responsibility for the information contained in this Post Buy-back Public Announcement and confirms that the information contains true, factual and material information and does not contain any misleading information.

**For and on behalf of the Board of Directors of Freshtrop Fruits Limited**

| | | |
|---|---|---|
| Sd/- | Sd/- | Sd/- |
| Ashok V Motiani | Nanita A Motiani | Rohit Rawat |
| Chairman and Managing Director | Whole Time Director | Company Secretary |
| (DIN: 00124470) | (DIN : 00787809) | M. No: A63300 |

**Place: Ahmedabad**
**Date: July 6, 2021**

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Mphasis
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## Mphasis Limited

**Regd.Office**: Bagmane World Technology Centre, Marathahalli Outer Ring Road, Doddanakhundi Village, Mahadevapura, Bengaluru - 560048.
**CIN**: L30007KA1992PLC025294
**Tel**: 91 80 6750 1000
**Website**: www.mphasis.com
**email**: investor.relations@mphasis.com

**Recommendations of the Committee of Independent Directors ("IDC") of Mphasis Limited ("Target Company") on the Open Offer made by BCP Topco IX Pte. Ltd. ("Acquirer") along with Blackstone Capital Partners Asia NQ L.P. ("PAC 1") and Blackstone Capital Partners (CYM) VIII AIV – F L.P. ("PAC 2") (PAC 1 and PAC 2 together, the "PACs"), to the Shareholders of the Target Company under Regulation 26(7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended thereto ("SEBI (SAST) Regulations").**

| | | |
|---|---|---|
| 1. | Date | 5 July 2021 |
| 2. | Name of the Target Company (TC) | Mphasis Limited |
| 3. | Details of the Offer pertaining to TC | Open offer for acquisition of up to 49,263,203 fully paid-up equity shares of face value of ₹10 each ("Equity Shares"), representing 26.00% of the Expanded Voting Share Capital of TC from the Public Shareholders pursuant to and in compliance with the requirements of the SEBI (SAST) Regulations.<br>Open offer price: Rs. 1,677.16/- per share<br>Mode of payment: Cash<br>Public Announcement dated 26 April 2021 (the "PA"), Detailed Public Statement dated 3 May 2021 (the "DPS"), Draft Letter of Offer dated 10 May 2021 (the "DLoF") and Letter of Offer dated 30 June 2021 (the "LoF") have been issued by JM Financial Limited, the managers to the Open Offer on behalf of Acquirer and PACs. |
| 4. | Name(s) of the acquirer and PAC with the acquirer | **Acquirer:**<br>BCP Topco IX Pte. Ltd<br>**PACs:**<br>PAC 1 - Blackstone Capital Partners Asia NQ L.P.<br>PAC 2 - Blackstone Capital Partners (CYM) VIII AIV – F L.P. |
| 5. | Name of the Manager to the offer | **JM Financial Limited**<br>7th Floor, Cnergy,<br>Appasaheb Marathe Marg, Prabhadevi,<br>Mumbai – 400 025, India.<br>Tel: +91 22 6630 3030<br>Fax: +91 22 6630 3330<br>Email: mphasis2021.openoffer@jmfl.com<br>Website: https://www.jmfl.com<br>Contact person: Ms. Prachee Dhuri<br>SEBI Registration Number: INM000010361 |
| 6. | Members of the Committee of Independent Directors (IDC)<br>(Please indicate the chairperson of the Committee separately) | Mr. Davinder Singh Brar - Chairperson<br>Mr. Narayanan Kumar - Member and<br>Ms. Jan Kathleen Hier - Member |
| 7. | IDC Member's relationship with the TC<br>(Director, Equity shares owned, any other contract / relationship), if any | The members of the IDC are independent directors on the Board of Directors of the Target Company.<br>Mr. Davinder Singh Brar, holds 28 equity shares in the Target Company.None of the other members of IDC hold any equity shares of the Target Company.<br>Except as mentioned below, none of the members of the IDC have entered into any contract or have any relationship with the Target Company:<br>a. Mr. Davinder Singh Brar is the Chairman of the Board of Directors (the "Board"); Chairman of Stakeholders Relationship Committee; and Chairman of Treasury and Operations Committee of the Board of the Target Company. He is also a member of the Audit Committee, Nomination and Remuneration Committee, CSR Committee, ESOP Compensation Committee, Share Transfer Committee and Strategy Committee of the Board of the Target Company.<br>b. Mr. Narayanan Kumar is the Chairman of the Audit Committee, CSR Committee and ESOP Compensation Committee of the Board of the Target Company and member of Risk Governance and Management Committee of the Board of the Target Company.<br>c. Ms. Jan Kathleen Hier is Chairperson of Nomination and Remuneration Committee of the Board of the Target Company and member of Audit Committee and Strategy Committee of the Board of the Target Company. |
| 8. | Trading in the Equity shares/other securities of the TC by IDC Members | Mr. Davinder Singh Brar acquired 28 equity shares in the Target Company during 12 months period preceding the date of the PA. No other members of the IDC have traded in any of the equity shares/securities of the Acquirer or the PACs during the12 months period preceding the date of the PA.<br>None of the members of the IDC have traded in any of the equity shares/ securities of the Acquirer or the PACs during the period from the date of the PA and till the date of this recommendation. |
| 9. | IDC Member's relationship with the acquirer (Director, Equity shares owned, any other contract / relationship), if any. | None of the members of IDC:<br>a. are directors on the boards of the Acquirer or the PACs;<br>b. hold any equity shares or other securities of the Acquirer or the PACs; and<br>c. have any contracts/ relationship with the Acquirer or the PACs. |
| 10. | Trading in the Equity shares/other securities of the acquirer by IDC Members | None of the members of the IDC have traded in any of the equity shares/ securities of the Acquirer or the PACs during the:<br>a. 12 months period preceding the date of the PA; and<br>b. period from the date of the PA and till the date of this recommendation. |
| 11. | Recommendation on the Open offer, as to whether the offer is fair and reasonable | The IDC has perused the Letter of Offer and other documents as released and published by the Acquirer and PACs.<br>Keynote Financial Services Limited, SEBI registered, Category I Merchant Banker, have provided an external advice, dated 1 July 2021, that the open offer price is in accordance with the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 (the "Takeover Regulations") and have also presented, the valuation of fair price per share, to the IDC, in its meeting held on 5 July 2021.<br>Based on the above, the IDC is of opinion that the open offer price to the public shareholders of the Target Company is deemed to be in compliance with the above Takeover Regulations and to that extent is fair and reasonable. However, IDC would like to draw attention of the shareholders that post the open offer, the share price of the Company has increased and the latest share price is higher than the offer price. |
| 12. | Summary of reasons for recommendation (IDC may also invite attention to any other place, e.g. company's website, where its detailed recommendations along with written advice of the independent adviser, if any can be seen by the shareholder) | 1. The IDC has reviewed the (a) the Public Announcement dated 26 April 2021; (b) Detailed Public Statement dated 3 May 2021; (c) Letter of Offer dated 30 June 2021 filed with Securities and Exchange Board of India. Based on the review, the IDC is of opinion that the offer price offered by the Acquirer (being the highest price prescribed) is in line with the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and appears to be justified prima facie.<br>2. This is an Open Offer for acquisition of publicly held equity shares. The Shareholders have an option to tender the shares or remain invested.<br>3. The IDC has sought an external advice from Keynote Financial Services Limited, who had advised that the Open Offer Price proposed in the Open Offer by the Acquirer together with the PACs is in accordance with the above Regulations and is thus fair and reasonable.<br>The IDC, however, suggests that Public Shareholders of the Company should independently evaluate the Open Offer, market performance of the Target Company Scrip and take informed decisions in respect of the Open Offer. The market price of the Target Company scrip has been trading at a premium to the offer price since the Public Announcement.<br>This statement of recommendation will be available on the website of the Company at www.mphasis.com. |
| 13. | Disclosure of the Voting Pattern | The recommendations were unanimously approved by the members of IDC. |
| 14. | Details of Independent Advisors, if any | Keynote Financial Services Limited, SEBI Registration No.INM000003606, Category I Merchant Banker. |
| 15. | Any other matter(s) to be highlighted | None |

"To the best of our knowledge and belief, after making proper enquiry, the information contained in or accompanying this statement is, in all material respect, true and correct and not misleading, whether by omission of any information or otherwise, and includes all the information required to be disclosed by the TC under the SEBI (SAST) Regulations".

**For and on behalf of the Committee of Independent Directors of Mphasis Limited**

**D S Brar**
**Chairperson – Committee of Independent Directors**

**Place: New Delhi**
**Date: 5 July 2021**

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