

Ref: STL/SEC/2024-25/DT-095

December 26, 2024

The Manager,
Listing Department,
BSE Limited
P J Towers, 1st Floor,
Dalal Street, Mumbai- 400001

The Manager,
Listing Department,
National Stock Exchange of India Limited
Bandra Kurla Complex, C-1, Block G,
Bandra (East), Mumbai - 400051

Scrip Code: 537259

Symbol: SUYOG

Dear Sir/Madam,

Sub: Intimation of Acquisition under Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ("Listing Regulations")

In compliance with Regulation 30, read with Schedule III of the Listing Regulations, we wish to inform that the Company has signed Memorandum of Understanding ('the Agreement') with Lotus Tele Infra Private Limited ("Target Company"/ "Lotus Tele Infra"), Existing Promoters and shareholders ("collectively referred as "Sellers") for the purpose of acquisition of 100% of the Equity Shares capital of Target Company from the sellers for an aggregate consideration of INR 13.5 Crores (Indian Rupees Thirteen Crores and Fifty Lakhs Only) payable by the Company by way of lumpsum consideration in accordance with the Companies Act, 2013 and other applicable laws and such other regulatory/ statutory approvals as may be required.

The proposed transaction is subject to fulfilment of certain customary condition precedents and other terms and conditions as set forth in the definitive agreements. Post completion of the said acquisition, Lotus will become the wholly owned subsidiary of the Company.

The details in this regard, pursuant to Regulation 30 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD-PoD2/CIR/P/0155 dated November 11, 2024, is enclosed as Annexure A to this letter.

You are requested to please take the above intimation on your records and treat this as a compliance with Regulation 30 of the Listing Regulations.

The disclosures along with the enclosures shall be made available on the website of the Company at www.suyogtelematics.co.in

Request you to take the same on record.



ISO 9001 : 2015

ISO 14001:2015 & ISO 45001 : 2018

CIN No : L32109MH1995PLC091107

Thanking You,

Yours faithfully,
For **Suyog Telematics Limited**

Aarti Shukla
Company Secretary & Compliance Officer

Encl: a/A

Annexure I

The details as required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“Listing Regulations”) read with SEBI Master Circular No. SEBI/HO/CFD-PoD2/CIR/P/0155 dated November 11, 2024 is as under:

Sr. No.	Particulars	
a.	Name of the Target Entity details in brief such as size, turnover, etc.	Lotus Tele Infra Private Limited (“Target Company”/ “Lotus Tele Infra” Paid up share Capital as on March 31, 2024: INR 10,00,000 Turnover as on March 31, 2024: INR 13,03,50,000 (Based on the Audited Financials Statement)
b.	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”;	The proposed acquisition of the Target Company does not fall within the purview of related party transactions and the promoter/ promoter group do not have any interest in the Target Company.
c.	Industry to which the entity being acquired belongs	Telecom Infrastructure Provider (IP-1)
d.	objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	The transaction will lead to Company: i) Acquisition of sites owned by Target Company ii) Pursuant to completion of the acquisition the Target Company will become the Wholly Owned Subsidiary of the Company. iii) The Company will get its presence in critical Delhi and NCR telecom circles in India which will lead to expansion in its business operations.
e.	Brief details of any governmental or regulatory approvals required for the acquisition;	Not applicable.
f.	Indicative time period for completion of the acquisition;	The Acquisition is likely to be completed on or before 31 st March, 2025

g.	Consideration-Whether cash consideration or share swap or any other form and details of the same;	<p>The Total consideration Amount of Rs. 13.5 Crores will be discharged in following manner:-</p> <p>i) At the time of MOU Signing Rs. 5,00,00,000/- (Rupees Five Crores Only)</p> <p>ii) Balance amount will be given on signing on Share Purchase Agreement i.e Rs. 8.50 Crores/- (Rupees Eight Crores Fifty Lakhs)</p>								
h.	Cost of Acquisition and/or the Price at which the shares are acquired;	Aggregate Consideration Rs.13,50,00,000/- (Indian Rupees Thirteen Crores Fifty Lakhs)								
i.	Percentage of shareholding / control acquired and / or number of shares acquired;	100% of the share capital of Target Company and upon completion of acquisition Lotus Tele Infra shall become the wholly owned subsidiary of the Company.								
j.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	<p>M/s Lotus Tele Infra Private Limited (Target Entity) registered with the Department of Telecommunications (“DOT”) for providing passive infrastructure services and own or have acquired certain telecommunication sites, infrastructure and equipment in various licensed circles in India. It is engaged in providing passive infrastructure and related operations and maintenance services to various telecommunication operators in India.</p> <p>The Target Entity was incorporated on 19th Day of October 2016.</p> <p>The Target Entity has registered office at Gurgaon, Harayana, India</p> <p>The Target Entity owns 120 Sites in Delhi and NCR telecom circles in India.</p> <p>M/s Lotus Tele Infra Private Limited previous years’ revenues are as follows:</p> <table data-bbox="810 1816 1251 1951"> <tr> <td colspan="2">Financial Year</td> </tr> <tr> <td>2023-2024</td> <td>13.03 crores</td> </tr> <tr> <td>2022-2023</td> <td>12.04 crores</td> </tr> <tr> <td>2021-2022</td> <td>10.34 crores</td> </tr> </table>	Financial Year		2023-2024	13.03 crores	2022-2023	12.04 crores	2021-2022	10.34 crores
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