

August 14, 2021

BSE Limited Department of Corporate Services Listing Department P J Towers, Dalal Street, Mumbai - 400001 <i>Scrip Code: 542367</i>	National Stock Exchange of India Limited Listing Department Exchange Plaza Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400051 <i>Scrip Symbol: XELPMOC</i>
--	---

Dear Sir/Madam,

Subject: Details of Proposed Investment

In continuation to our letter dated August 14, 2021 in respect to outcome of Board meeting, we further inform you that based on the recommendation of Audit Committee, the Board at their meeting also considered and approved the proposal of acquisition of 64% stake of GOFX Platform Technologies Pte Ltd, a company incorporated and domiciled in the Republic of Singapore, at par, thereby resulting in the entity becoming a Subsidiary of the Company.

The details required under Regulation 30 of the SEBI (LODR) Regulations, 2015 read with SEBI Circular No. CIR / CFD / CMD / 4 / 2015, dated September 09, 2015, pertaining to abovementioned investment is enclosed in **Annexure 1**.

We request you to take the same on record.

Thanking you,

Yours faithfully,

For Xelpmoc Design and Tech Limited

Vaishali Kondbhar
Company Secretary

Encl: As above

XELPMOC DESIGN AND TECH LIMITED

Regd& Corp Address: #17, 4th Floor, Agies Building, 1st A Cross, 5th Block, Koramangala, Bengaluru – 560034
Phone number: 080 4370 8360 | Website: www.xelpmoc.in| Email: vaishali.kondbhar@xelpmoc.in
CIN NO: L72200KA2015PLC082873 | GST NO: 29AAACX1880G1Z5

Details required under Regulation 30 of SEBI (LODR) Regulations, 2015 read along with SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015

Annexure -1

Sr. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.;	<p>GOFX PLATFORM TECHNOLOGIES PTE. LTD., (GPTPL) is a Private Company limited by shares incorporated and domiciled in the Republic of Singapore having its registered office at 73 Upper Paya Lebar Road #08-01LCentro Bianco, Singapore 534818 and the corporate registration no. 202101308Z</p> <p><u>Capital Detail:</u></p> <p>The issued and paid-up Share Capital: \$ 1000 (SGD) - (1000 Ordinary Shares of \$ 1 (SGD) each)</p> <p><u>Turnover:</u> NIL (Yet to commence business operations)</p>
2.	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 "arms length";	<p>GPTPL is a wholly owned subsidiary of GOFAR Advisory and Investments Pte Ltd. (GAIPL) and one of the Non-Executive and Non-Independent Director of our Company hold substantial stake and directorship in GAIPL, therefore the proposed acquisition falls within related party transaction. Further, promoter/ promoter group does not have any interest in GPTPL.</p> <p>The Company proposed to acquire 64% stake in GPTPL therefore on completion of said acquisition GPTPL will become the subsidiary of the Company.</p> <p>The transaction shall be done at "Arm's Length"</p>
3.	Industry to which the entity being acquired belongs;	Software & programming activities and development of e-commerce applications in the area of Food and Agriculture, Health, Education and Environment.
4.	Objects and effects of acquisition (including but not limited to,	In coming together with Xelpmoc and becoming a majority owned subsidiary of Xelpmoc,

XELPMOC DESIGN AND TECH LIMITED

Regd& Corp Address: #17, 4th Floor, Agies Building, 1st A Cross, 5th Block, Koramangala, Bengaluru – 560034

Phone number: 080 4370 8360 | Website: www.xelpmoc.in| Email: vaishali.kondbhar@xelpmoc.in

CIN NO: L72200KA2015PLC082873 | GST NO: 29AAACX1880G1Z5

	disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	GPTPL will leverage the technology strength of Xelpmoc to ideate and build scalable solutions, while it will drive global market reach and growth for Xelpmoc. Its strategic position in Singapore only adds weight to that global growth ambitions of Xelpmoc.																
5.	Brief details of any governmental or regulatory approvals required for the acquisition;	No governmental or prior regulatory approvals are required for the acquisition.																
6.	Indicative time period for completion of the acquisition;	Transaction is expected to be completed by end of March, 2022.																
7.	Nature of consideration - whether cash consideration or share swap and details of the same;	Cash Consideration																
8.	Cost of acquisition or the price at which the shares are acquired;	Total cost of acquisition is \$ 1778 (SGD) i.e. 1778 Ordinary Shares at the price of \$1 (SGD) per share.																
9.	Percentage of shareholding / control acquired and / or number of shares acquired.	<p>After the proposed acquisition, the Company is going to hold 1778 Ordinary Shares i.e. 64% shareholding in the share capital of GPTPL</p> <p>Accordingly, the proposed shareholding of GPTPL will be as under:</p> <table border="1"> <thead> <tr> <th>Sr. No.</th> <th>Name of the shareholder</th> <th>Number of Ordinary Shares</th> <th>% of shareholding</th> </tr> </thead> <tbody> <tr> <td>1.</td> <td>GOFAR Advisory and Investments Pte. Ltd.</td> <td>1,000</td> <td>36%</td> </tr> <tr> <td>2.</td> <td>Xelpmoc Design and Tech Limited</td> <td>1,778</td> <td>64%</td> </tr> <tr> <td></td> <td>Total</td> <td>2,778</td> <td>100%</td> </tr> </tbody> </table>	Sr. No.	Name of the shareholder	Number of Ordinary Shares	% of shareholding	1.	GOFAR Advisory and Investments Pte. Ltd.	1,000	36%	2.	Xelpmoc Design and Tech Limited	1,778	64%		Total	2,778	100%
Sr. No.	Name of the shareholder	Number of Ordinary Shares	% of shareholding															
1.	GOFAR Advisory and Investments Pte. Ltd.	1,000	36%															
2.	Xelpmoc Design and Tech Limited	1,778	64%															
	Total	2,778	100%															
10.	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>GOFX PLATFORM TECHNOLOGIES PTE. LTD (GPTPL) is a wholly owned subsidiary of GOFAR Advisory and Investments Pte Ltd. (GA IPL) to create and propagate technology-based platform to drive impact in various areas of Food and Agriculture, Health, Education and Environment. GPTPL leverages the network of professionals and corporates that its founders in GA IPL have served, the countries they have engaged with, and the wide range of</p>																

XELPMOC DESIGN AND TECH LIMITED

Regd& Corp Address: #17, 4th Floor, Agies Building, 1st A Cross, 5th Block, Koramangala, Bengaluru – 560034
 Phone number: 080 4370 8360 | Website: www.xelpmoc.in| Email: vaishali.kondbhar@xelpmoc.in
 CIN NO: L72200KA2015PLC082873 | GST NO: 29AAACX1880G1Z5

		<p>technologies and business issues they have already impacted.</p> <p><u>Product /line of Business:</u></p> <p>Software development and Programming and development of e-commerce applications</p> <p><u>Date of Incorporation:</u></p> <p>January 11, 2021</p> <p><u>Turnover of last three years:</u></p> <p>Nil (Newly incorporated as mentioned above)</p> <p><u>Country in which has presence:</u></p> <p>Singapore</p>
--	--	---

XELPMOC DESIGN AND TECH LIMITED

Regd& Corp Address: #17, 4th Floor, Agies Building, 1st A Cross, 5th Block, Koramangala, Bengaluru – 560034

Phone number: 080 4370 8360 | Website: www.xelpmoc.in| Email: vaishali.kondbhar@xelpmoc.in

CIN NO: L72200KA2015PLC082873 | GST NO: 29AAACX1880G1Z5