

SEC/14/2021-22

April 27, 2021

<b>Listing Department</b> <b>BSE Limited</b> 25 <sup>th</sup> Floor, Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai - 400 001. Tel No. 022- 22723121 Fax No. 022- 22721919 <b>SCRIP CODE : 523704</b>	<b>Listing Department</b> <b>The National Stock Exchange of India Limited</b> Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Tel No.: 022- 26598100 Fax No. 022-26598120 <b>SYMBOL : MASTEK</b>
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Dear Sir(s)/Madam(s),

**Sub: Newspaper Clippings - Advertisement of notice of Meetings of Equity Shareholders and Unsecured Creditors of Mastek Limited (“the Company”), to be held pursuant to the directions of the Ahmedabad Bench of the Hon'ble National Company Law Tribunal.**

**Ref: Regulation 47 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).**

This is with reference to our intimation letter No. SEC/10/2021-22 dated April 23, 2021, informing about the Meetings of Equity Shareholders and Unsecured Creditors of the Company, to be held on Friday, May 28, 2021, pursuant to the directions given by the Ahmedabad Bench of the Hon'ble National Company Law Tribunal vide its Order dated April 12, 2021, in the matter of the proposed Scheme of Arrangement between Evolutionary Systems Private Limited, Trans American Information Systems Private Limited and Mastek Limited and their respective Shareholders and Creditors.

In this regard, we enclose herewith copies of the advertisement of notice of aforesaid Meetings, given in the following newspapers yesterday, i.e., Monday, April 26, 2021:

1. Business Standard, all India Editions, in English language; and
2. Jai Hind, Ahmedabad Edition, in Gujarati language

This is for your information and dissemination on your website.

Thanking you,

Yours faithfully,

For Mastek Limited

  
Dinesh Kalani  
Company Secretary



Encl: AA

SRIKALAHASTHI PIPES LIMITED. Regd. Office & Works: Rachagunner-517 641. Website: www.srikalahasthipipes.com. NOTICE: Pursuant to Regulation 29 (1) read with Regulation 47 (1) (a) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015...

NSE Clearing. NSE Clearing Limited. Registered Office: "EXCHANGE PLAZA", C-1, Block 'G', Bandra-Kurla Complex, Bandra (East), Mumbai 400051. Tel: +91-22-26598222. Fax: +91-22-26598198. Email: secretarialdept@nse.co.in. Website: www.nscindia.com. NOTICE: Notice is hereby given that a meeting of the Board of Directors of the Company is scheduled to be held on Wednesday, May 05, 2021...

BEFORE THE NATIONAL COMPANY LAW TRIBUNAL AHMEDABAD BENCH, AT AHMEDABAD COMPANY SCHEME APPLICATION NO. CA (CAA) NO. 18(AHM)2021. In the matter of Companies Act, 2013; AND In the matter of Sections 230 to 232 and other applicable provisions of the Companies Act, 2013; AND In the matter of Scheme of Arrangement between Evolutionary Systems Private Limited, Trans American Information Systems Private Limited and Mastek Limited. EVOLUTIONARY SYSTEMS PRIVATE LIMITED (CIN: U1722GJ2006PTC049073) ...Applicant Demerged Company. TRANS AMERICAN INFORMATION SYSTEMS PRIVATE LIMITED (CIN: U51505GJ1999PTC112745) ...Applicant Resultant Company 1. MASTEK LIMITED (CIN: L74140GJ1982PLC005215) ...Applicant Resultant Company 2. NOTICE AND ADVERTISEMENT OF NOTICE OF THE MEETING OF EQUITY SHAREHOLDERS OF MASTEK LIMITED AND MEETINGS OF UNSECURED CREDITORS OF EVOLUTIONARY SYSTEMS PRIVATE LIMITED, TRANS AMERICAN INFORMATION SYSTEMS PRIVATE LIMITED AND MASTEK LIMITED. NOTICE is hereby given that by an Order dated April 12, 2021, in Company Application No. CA(CAA)-18(AHM)2021 ("Order"), the Hon'ble National Company Law Tribunal, Ahmedabad Bench at Ahmedabad ("NCLT/Tribunal") has inter-alia directed Separate Meetings to be held of the Unsecured Creditors of Evolutionary Systems Private Limited ("Applicant Demerged Company" or "ESPL") and the Unsecured Creditors of Trans American Information Systems Private Limited ("Applicant Resultant Company 1" or "TAISPL") and the Equity Shareholders and Unsecured Creditors of Mastek Limited ("Applicant Resultant Company 2" or "Mastek"), for the purpose of considering and if thought fit, approving, with or without modification(s), the proposed Scheme of Arrangement ("Scheme") between ESPL, TAISPL and Mastek ("Companies") and their respective Shareholders and Creditors, pursuant to the provisions of Sections 230 to 232 and any other applicable provisions of the Companies Act, 2013 ("Act"), at such date and time, mentioned hereinafter, as decided by the Companies in consultation with the Chairperson of the Meetings in terms of the Order. In pursuance of the Order read with General Circulars issued by the Ministry of Corporate Affairs ("MCA") viz., Circular No. 14 dated April 08, 2020, (Circular No. 17 dated April 13, 2020, Circular No. 20 dated May 05, 2020 read with Circular No. 02 dated January 13, 2021 ("MCA Circulars") and the SEBI vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 read with SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 ("SEBI Circulars"), further notice is hereby given that Meetings of Unsecured Creditors of ESPL and TAISPL and Meetings of Equity Shareholders and Unsecured Creditors of the Mastek will be held through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") without the physical presence at common venue, at the respective time as mentioned below, the said Unsecured Creditors and Equity Shareholders are requested to attend the respective Meetings. Sr. No. Class of Meetings Date of Meetings Time (IST) 1 Unsecured Creditors of ESPL Friday, May 28, 2021 10.00 a.m. 2 Unsecured Creditors of TAISPL 11.30 a.m. 3 Unsecured Creditors of Mastek 01.00 p.m. 4 Equity Shareholders of Mastek 05.00 p.m. Copy of the Scheme of Arrangement, the Explanatory Statement under Section 230(3) read with Section 102 and other applicable provisions of the Act read with Rule 6 of the Companies (Compromises, Arrangements and Amalgamation) Rules, 2016 ("CAA Rules") and Annexures thereat can be accessed/downloaded from the website of the Company at: www.mastek.com and on the website of the Stock Exchanges, i.e., BSE and NSE at www.bseindia.com and www.nseindia.com respectively, and on the website of National Securities Depository Limited at www.evoting.nsdl.com. If so desired, person may obtain a printed copy of the Scheme of the Explanatory Statement under Section 230(3) read with Section 102 and other applicable provisions of the Act read with Rule 6 of CAA Rules, etc., free of charge from the Registered Office of the ESPL, TAISPL and Mastek or from the office of the PCA Mr. Sanjay Majumdar at B-303 at GCP Business Centre, Opp. Memnagar Fire Station, Near Vijay Rasta, Ahmedabad - 380014, during normal business hours between (9:30 am and to 6:30 pm.) on Monday to Friday upto and including the date of the Meeting. Pursuant to the said Order read with the MCA Circulars and the SEBI Circulars, voting at the above Meetings shall not be permitted through proxies. The Hon'ble NCLT has appointed Mr. S. Sandilya and failing him Mr. Ashank Desai, to be the Chairperson of the said Meetings. The Scheme of Arrangement, if approved in the aforesaid Meetings, will be subject to the subsequent approval of the other regulatory authorities and sanction by the Hon'ble NCLT. FURTHER NOTICE is hereby given that: 1) In compliance with the Order read with MCA Circulars and SEBI Circulars and provisions of Section 230(4) read with Section 108 of the Act, read with Rule 20 and other applicable provisions of the Companies (Management and Administration) Rules, 2014 and in accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 and Paragraph 9 of the Circular No. CFD/DL3/CIR/2017/21 dated March 10, 2017, issued by the SEBI, the business as set out in notices for aforesaid Meetings be transacted through e-voting means by way of remote e-voting facility and e-voting facility during the Meetings. The Companies are providing facility for remote e-voting and e-voting during Meetings through National Securities Depository Limited ("NSDL"). The necessary instructions for remote e-voting and e-voting during Meetings have been set out in the notices dated April 23, 2021. This Facility is being provided to the Equity Shareholders of Mastek holding shares in physical and dematerialised form as on cut-off date i.e. May 19, 2021 and Unsecured Creditors of ESPL, TAISPL and Mastek as on cut-off date i.e. December 15, 2020. 2) ESPL and TAISPL on April 23, 2021 and Mastek on April 24, 2021 has completed the dispatch of the Notice of Meetings of the Unsecured Creditors and the Explanatory Statement thereto by electronic mode upon all its Unsecured Creditors as on December 15, 2020. The voting rights as well as value of vote of the Unsecured Creditors shall be in proportion to outstanding amount due to them by the ESPL, TAISPL and Mastek as on December 15, 2020 being the cut-off date. A person/entity who is not an Unsecured Creditor of ESPL, TAISPL and Mastek as on the cut-off date should treat the notice of Meeting of the Unsecured Creditors for information only. 3) Mastek has on April 23, 2021 also completed the dispatch of the Notice of Meeting of the Equity Shareholders and the Explanatory Statement thereto by electronic mode to those Equity Shareholders whose e-mail IDs are registered with the Mastek Depositories as on March 31, 2021. The voting right of the Equity Shareholders shall be in proportion to the value of fully paid equity shares of the Mastek held by them as on May 19, 2021 being the cut-off date. A person who is not an Equity Shareholder of Mastek as on the cut-off date should treat the notice of Meeting of the Equity Shareholders for information only. 4) The remote e-voting period for the aforesaid Meetings of Equity Shareholders and Unsecured Creditors will commence on Monday, May 24, 2021 at 9:00 am (IST) and shall end on Thursday, May 27, 2021 at 5:00 pm (IST). During this period, Equity Shareholders and Unsecured Creditors as on their respective cut-off dates, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting at 5:00 pm on Thursday, May 27, 2021. Once the vote on the resolution is cast by an Equity Shareholders and Unsecured Creditors through remote e-voting, he or she will not be allowed to change it subsequently. The casting of votes by remote e-voting does not disentitle the Equity Shareholders and the Unsecured Creditors from attending and participating in the Meetings, however, those who have already voted prior to the Meetings date would not be entitled to vote at the Meetings. Votes may be cast at the Meetings and those who have not cast their vote before the Meetings shall be entitled to exercise their right at the Meetings. 5) Equity Shareholders of Mastek as on cut-off date i.e. March 31, 2021 who have not registered their email addresses with the Mastek Depositories may follow the process detailed below for the registration of their email address: a) For members holding shares in physical mode please provide Folio No., Name of member, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to investor\_grievances@mastek.com b) Members Holding shares in Demat mode please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to investor\_grievances@mastek.com or evoting@nsdl.co.in c) Unsecured Creditors of the Applicant Demerged Company, Applicant Resultant Company 1 and Applicant Resultant Company 2, as on cut-off date i.e. December 15, 2020 may send e-mail request to NSDL at evoting@nsdl.co.in providing their name, address, amount outstanding and PAN. 6) The NCLT vide its Order dated April 12, 2021 has appointed Mr. Prashant S. Mehta, Practicing Company Secretary, as the Scrutiniser to scrutinise e-voting during the Meetings and voting through remote e-voting in a fair and transparent manner. The Scrutiniser will make a consolidated Scrutiniser's Report of the total votes cast in favor and against the resolutions and invalid votes, if any, to the Chairperson of the Meetings, in writing. 7) The results of the Meetings alongwith Scrutiniser's Report would be displayed at the Registered Office of the ESPL, TAISPL and Mastek. Results of Meetings of the Equity Shareholders and Unsecured Creditors of Mastek shall also be displayed on its website at www.mastek.com, on the websites of Stock Exchanges where its securities are listed and on the website of NSDL at www.evoting.nsdl.com and Results of Meetings of Unsecured Creditors of ESPL and TAISPL shall be displayed on the website of NSDL at www.evoting.nsdl.com. 8) In case of any grievance connected with the remote e-voting and e-voting during the Meetings, the Equity shareholders and the Unsecured Creditors may call NSDL on toll free number 1800 1020 990/ 1800 224 430. 9) In order to express their views and to seek explanations pertaining to Scheme of Arrangement during the Meeting the concerned Equity Shareholders are requested to register themselves as Speaker at least 2 (two) days prior to the Meeting by sending request from their registered e-mail address mentioning their name, demat account number/ folio number, e-mail id, mobile number at investor\_grievances@mastek.com. Place : Ahmedabad Sd/- S. Sandilya Date : April 24, 2021 Chairperson appointed by the Hon'ble NCLT for the Meetings of Equity Shareholders of Mastek Limited and Unsecured Creditors of all the Applicant Companies

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E-AUCTION SALE NOTICE (Sale of Kwalty Limited (In Liquidation) as Going Concern under Insolvency and Bankruptcy Code, 2016) Sale of Kwalty Ltd. ("Company or Corporate Debtor") (In Liquidation) or its business as a going concern under Regulations 32A of the of the Insolvency and Bankruptcy Board of India (Liquidation Process) Regulations, 2016 ("Liquidation Regulations") by the Liquidator appointed by the Hon'ble Adjudicating Authority, National Company Law Tribunal, New Delhi Bench - III ("NCLT") vide order dated 11 January 2021. The sale will be done by the undersigned through e-auction platform at the web portal of https://right2vote.in/. The E-Auction will be live on the portal from 10:00 A.M. 12 May 2021 to 6:00 P.M. 12 May 2021 for submitting the bids. Table with Reserve Price, EMD Amount, and Minimum Incremental Bid. Terms and Condition of the E-auction are as under. 1. E-Auction will be conducted on "AS IS WHERE IS" and "WHATEVER THERE IS BASIS" through approved service provider Right2Vote. E-Auction tender document containing online e-auction bid form, Declaration, General Terms and Condition of online auction sale are available on websites, https://right2vote.in/. Contact: +91-9920591306 Email Id: contact@right2vote.in... 15. E-auction date & Time: 10:00 A.M. 12 May 2021 to 6:00 P.M. 12 May 2021 (with unlimited extension of 5 min)

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