

January 06, 2021

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai - 400 001 Company Code No.: 539807	National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 Company Symbol: INFIBEAM
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Sub: Apportionment of Cost of Acquisition of Equity Shares of Infibeam Avenues Limited, Suvidhaa Infoserve Limited and DRC Systems India Limited pursuant to the Composite Scheme of Arrangement under Section 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 amongst Infibeam Avenues Limited, Suvidhaa Infoserve Limited, DRC Systems India Limited and NSI Infinium Global Limited and their respective shareholders and creditors

Dear Sir/ Madam,

Please find enclosed herewith communication being issued for general guidance of shareholders of Infibeam Avenues Limited in relation to apportionment of the cost of acquisition of shares of Infibeam Avenues Limited, Suvidhaa Infoserve Limited and DRC Systems India Limited as per the provisions of the Income Tax Act, 1961.

Please take note of the above information on your record.

Thanking you,

Yours faithfully,

For Infibeam Avenues Limited



Shyamal Trivedi
Vice President & Company Secretary

Encl.: As above

INFIBEAM AVENUES LIMITED

(Formerly known as Infibeam Incorporation Limited)

Regd. Office: 28th Floor, GIFT Two Building, Block No: 56, Road-5C, Zone-5, GIFT CITY, Gandhinagar,
Taluka & District - Gandhinagar - 382 355, **CIN: L64203GJ2010PLC061366**

Tel: +91 79 67772204 | **Fax:** +91 79 67772205 | **Email:** ir@ia.ooo | **Website:** www.ia.ooo

FOR THE ATTENTION OF THE SHAREHOLDERS OF INFIBEAM AVENUES LIMITED

The Hon'ble National Company Law Tribunal, Ahmedabad Bench has, vide its order dated November 27, 2020, sanctioned the Composite Scheme of Arrangement amongst Infibeam Avenues Limited ('Infibeam'), Suvidhaa Infoserve Limited ('Suvidhaa'), DRC Systems India Limited ('DRC') and NSI Infinium Global Limited ('NSI') and their respective shareholders and creditors under Sections 230 to 232 read with Section 66 and other applicable provisions of the Companies Act, 2013 ('Scheme').

The Scheme envisages the following:

- a. Transfer and vesting of the SME E-Commerce Services Undertaking from Infibeam to Suvidhaa and the consideration thereof;
- b. Transfer and vesting of the E-Commerce Business Undertaking from NSI to Suvidhaa and the consideration thereof;
- c. Transfer and vesting of the Themepark & Event Software Undertaking from Infibeam to DRC and the consideration thereof;

Pursuant to the Scheme, equity shares of Suvidhaa and DRC have been allotted to shareholders of Infibeam in the following ratio:

- a) 197 (One Hundred Ninety-Seven) equity shares of Re. 1/- (Rupee One Only) each of Suvidhaa credited as fully paid-up for every 1,500 (One Thousand Five Hundred) equity shares of Re. 1/- (Rupee One Only) each held by such shareholder in Infibeam as on the Record Date fixed for the purpose i.e. December 11, 2020; and
- b) 1 (One) equity share of Rs. 10/- (Rupees Ten Only) each of DRC credited as fully paid-up for every 412 (Four Hundred Twelve) equity shares of Re. 1/- (Rupee One Only) each held by such shareholder in Infibeam as on the Record Date fixed for the purpose i.e. December 11, 2020.

For determining the post demerger cost of acquisition of the equity shares of Infibeam and the cost of equity shares of Suvidhaa and DRC under the Income Tax Act, 1961 ("Act"), the shareholders are informed to apportion their pre-demerger cost of acquisition of Infibeam's equity shares in the following manner:

Name of the Company	% of cost of acquisition of Infibeam's shares
Infibeam	98.54%
Suvidhaa	1.32%
DRC	0.14%
Total	100%

Accordingly, the cost of acquisition of equity shares allotted in Suvidhaa and DRC will be 1.32% and 0.14% of the total cost of acquisition of the equity shares held in Infibeam prior to the demerger. The same is based on "net book value" of the assets of the demerged undertaking to the "net worth" of Infibeam, computed in accordance with Section 49(2C) and 49(2D) of the Act.

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Further, according to the provisions of Section 47(vi)(d) of the Act, the issue of shares by Suvidhaa and DRC pursuant to the Scheme, to the equity shareholders of Infibeam in consideration of demerger of the SME E-Commerce Services Undertaking and Themepark & Event Software Undertaking respectively, will not be regarded as transfer. Accordingly, the date of acquisition of shares of Infibeam shall be deemed to be the date of acquisition of shares of Suvidhaa and DRC too.

Post allotment of the equity shares by Suvidhaa Infoserve Limited and DRC Systems India Limited, they will complete the necessary steps to have the equity shares listed on the BSE Limited and the National Stock Exchange of India Limited.

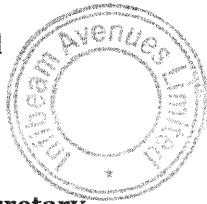
This communication is merely for the general guidance of the shareholders and should not be considered as a substitute for any independent opinion that the shareholders may obtain. The Company takes no express or implied liability in relation to this guidance.

Yours faithfully,

For Infibeam Avenues Limited



Shyamal Trivedi
Vice President & Company Secretary



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