

NSE & BSE / 2018-19 / 56

September 27, 2018

The Manager,
Corporate Services,
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai 400 051

The Manager,
Corporate Services,
Bombay Stock Exchange Limited
14th Floor, P J Towers, Dalal Street,
Mumbai 400 001

Ref: Symbol: PERSISTENT

Ref: Scrip Code: 533179

Dear Sirs,

Sub: Information pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the 'Regulations'), we wish to inform you that the Company has entered into an agreement dated September 27, 2018 with M/s. Above Solutions India Private Limited ('Above Solutions') for acquisition of selected contracts and employees from Above Solutions and its affiliates.

In this regard, please find enclosed an intimation and the details of the said acquisition as prescribed under Reg. 30(2) and (6) of the Regulations read with Schedule III to the Regulations and SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 as **Annexure I**.

Please acknowledge the receipt.

Thanking you,

Yours faithfully,
For Persistent Systems Limited


Amit Atre
Company Secretary



Annexure I

Sr. No.	Particulars	Details
1.	Full Name of the entity to be acquired, details in brief such as size, turnover etc.	<ul style="list-style-type: none"> Acquisition of selected contracts and employees ("Assets") from Above Solutions India Private Limited and its affiliates ('Above Solutions'). Since this is an 'Asset Acquisition' and not 'Entity Acquisition', we understand that details in brief such as size, turnover etc. of Above Solutions are not required to be disclosed.
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 "arm's length"	<p>The acquisition does not classify as a Related Party Transaction.</p> <p>The Promoter/ Promoter Group has no interest in the Assets being acquired.</p>
3.	Industry to which the entity being acquired belongs	These contracts are for product development.
4.	Objects and effects 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 acquisition will extend our business in line with our current business.
5.	Brief details of any governmental or regulatory approvals required for the acquisition	No governmental or regulatory approvals are required for the acquisition.
6.	Indicative time period for completion of the acquisition	<ul style="list-style-type: none"> An Asset Purchase Agreement has been executed with Above Solutions on September 27, 2018. It is expected that employees will join and contracts will be transitioned to Persistent over the next 60 days. Once these activities are completed, the acquisition will be completed ("Closing").
7.	Nature of consideration - whether cash consideration or share swap and details of the same	Upon Closing of the transaction, the consideration paid will be in cash.



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Sr. No.	Particulars	Details
8.	Cost of acquisition or the price at which the shares are acquired	<p>The maximum purchase consideration payable for the acquisition of the Assets is US\$ 0.9 Mn, subject to customary adjustments for working capital. This value is broken up as follows:</p> <ul style="list-style-type: none"> • Maximum upfront payment of US\$ 0.45 Mn on Closing of the transaction • Maximum deferred payment of US\$ 0.45 Mn after a period of 12 months based on achievement of certain revenue targets
9.	Percentage of shareholding / control acquired and/or number of shares acquired	No shares of Above Solutions have been acquired. Only Assets, as discussed above, will be acquired.
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)	<ul style="list-style-type: none"> • Incorporated in 2008 in India, Above Solutions India Pvt. Ltd. is a boutique software development company based out of Bengaluru, India. Persistent is acquiring selected contracts and employees from Above Solutions. • Since this is an 'Asset Acquisition' and not 'Entity Acquisition', we understand that the date of incorporation, last three years' turnover and geographical presence of Above Solutions are not required to be disclosed. • Persistent is acquiring selected contracts and related employees of which the associated revenue will be a maximum of US\$ 2.1 Mn per annum.

