

**ABRIDGED LETTER OF OFFER CONTAINING SALIENT FEATURES OF THE LETTER OF OFFER****FOR THE ELIGIBLE EQUITY SHAREHOLDERS OF THE COMPANY ONLY**

This is an Abridged Letter of Offer containing salient features of the Letter of Offer dated January 15, 2024 (“**Letter of Offer**”) which is available on the websites of the Registrar, our Company, and the stock exchange where the Equity Shares of our Company are listed, i.e., BSE Limited (“**BSE**”) (“**Stock Exchange**”). You are encouraged to read greater details available in the Letter of Offer. Capitalized terms not specifically defined herein shall have the meaning ascribed to them in the Letter of Offer.

**THIS ABRIDGED LETTER OF OFFER CONTAINS 8 PAGES. PLEASE ENSURE THAT YOU HAVE RECEIVED ALL THE PAGES**

Our Company has made available on the Registrar’s website at <https://purvashare.com> and the Company’s website, Abridged Letter of Offer along with the Rights Entitlement Letter and Application Form to the Eligible Equity Shareholder who have provided an Indian address to our Company. You may also download the Letter of Offer from the websites of the Company, the Stock Exchange, and the Registrar, i.e., at <https://indianinfotechandsoftwareltd.in/>, [www.bseindia.com](http://www.bseindia.com), and [www.purvashare.com](http://www.purvashare.com), respectively. The Application Form is available on the respective websites of the Stock Exchange, our Company and the Registrar to the Issue.

**INDIAN INFOTECH AND SOFTWARE LIMITED**

**Registered Office:** : Office No. 110, 1st Floor, Golden Chamber Pre Co-Op Soc Ltd. New Link Road Andheri West Mumbai-400053, India

**Contact Person:** Manish Kumar Badola, Managing Director ; **Telephone:** 022-49601435

**E-mail:** [indianinfotechsoftware@yahoo.com](mailto:indianinfotechsoftware@yahoo.com) **Website:** [www.indianinfotechandsoftwareltd.in](http://www.indianinfotechandsoftwareltd.in) ;

**Corporate Identity Number:** L70100MH1982PLC027198.

**PROMOTERS OF OUR COMPANY: MAHAMAYA FINANCIAL CONSULTANTS PRIVATE LIMITED, JAYANTI PRIME SOFTWARE ADVISORY PRIVATE LIMITED, GENEROSITY SHARE TRADING PRIVATE LIMITED, DHANVARSHA ADVISORY SERVICES PRIVATE LIMITED**

**FOR PRIVATE CIRCULATION TO THE ELIGIBLE EQUITY SHAREHOLDERS OF INDIAN INFOTECH AND SOFTWARE LIMITED (“OUR COMPANY” OR “THE ISSUER”) ONLY**

**ISSUE DETAILS, LISTING AND PROCEDURE**

**RIGHT ISSUE OF UPTO 26,14,53,270 EQUITY SHARES OF FACE VALUE OF ₹1.00 EACH (“EQUITY SHARES” OR “RIGHTS EQUITY SHARES) OF OUR COMPANY FOR CASH AT A PRICE OF ₹ 1.60 PER RIGHTS EQUITY SHARE INCLUDING A SHARE PREMIUM OF 0.60 PAISE PER RIGHTS EQUITY SHARE (THE “ISSUE PRICE”) AGGREGATING UP TO ₹ 4,183.25\* LAKH (“THE ISSUE”) ON A RIGHTS BASIS TO THE ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY IN THE RATIO OF THIRTEEN (13) RIGHT EQUITY SHARE FOR EVERY FIFTY (50) FULLY PAID-UP EQUITY SHARES HELD BY THE ELIGIBLE EQUITY SHAREHOLDERS OF OUR COMPANY ON THE RECORD DATE, THAT IS JANUARY 29, 2024 (THE “ISSUE”). FOR FURTHER DETAILS, SEE “TERMS OF THE ISSUE” BEGINNING ON PAGE 82 OF LETTER OF OFFER.**

**\*Assuming full subscription**

The existing Equity Shares of our Company are listed on BSE Limited. Our Company has received “in-principle” approval from BSE Limited and for listing the Rights Equity Shares through their letters dated December 05, 2023. For the purposes of the Issue, the Designated Stock Exchange is BSE Limited. Our Company will also make application to the Stock Exchange to obtain the trading approval for the Rights Entitlements as required under the SEBI circular bearing reference number SEBI/HO/CFD/DIL2/CIR/P/2020/13 dated January 22, 2020.

**Procedure:** If you wish to know about processes and procedures applicable to rights issue, you may refer to the section titled “*Terms of the Issue*” on page 80 of the Letter of Offer. You may download a copy of the Letter of Offer from the websites of the Company, SEBI, BSE, Registrar as stated above. You can also request the Registrar or our Company to provide a hard copy of Letter of Offer.

**ELIGIBILITY FOR THE ISSUE**

Our Company is a listed company incorporated under the Companies Act, 1956. Our Equity Shares are presently listed on the BSE Limited. Our Company undertakes to make an application to the Stock Exchange for listing of the Rights Equity Shares to be issued pursuant to this Issue.

**INDICATIVE TIMETABLE\***

<b>Last Date for credit of Rights Entitlements</b>	Thursday, 1 February, 2024	<b>Finalization of Basis of Allotment (on or about)</b>	Thursday, 15 February, 2024
<b>Issue Opening Date</b>	Tuesday, 6 February, 2024	<b>Date of Allotment (on or about)</b>	Thursday, 15 February, 2024
<b>Last date for On Market Renunciation of Rights Entitlements<sup>#</sup></b>	Thursday, 8 February, 2024	<b>Date of credit (on or about)</b>	Monday, 19 February, 2024
<b>Issue Closing Date*</b>	Tuesday, 13th February, 2024	<b>Date of listing (on or about)</b>	Monday, 26 February, 2024

\* Eligible Equity Shareholders are requested to ensure that renunciation through off-market transfer is completed in such a manner that the Rights Entitlements are credited to the demat account of the Renouncee(s) on or prior to the Issue Closing Date.

<sup>#</sup> Our Board or a duly authorized committee thereof will have the right to extend the Issue period as it may determine from time to time, provided that the Issue will not remain open in excess of 30 (thirty) days from the Issue Opening Date (inclusive of the Issue Opening Date). Further, no withdrawal of Application shall be permitted by any Applicant after the Issue Closing Date.

## NOTICE TO INVESTORS

THE RIGHTS ENTITLEMENTS AND THE EQUITY SHARES HAVE NOT BEEN AND WILL NOT BE REGISTERED UNDER THE UNITED STATES SECURITIES ACT OF 1933, AS AMENDED (THE "US SECURITIES ACT"), OR THE SECURITIES LAWS OF ANY STATE OF THE UNITED STATES AND MAY NOT BE OFFERED, SOLD, RESOLD OR OTHERWISE TRANSFERRED WITHIN THE UNITED STATES, EXCEPT PURSUANT TO AN EXEMPTION FROM, OR IN A TRANSACTION NOT SUBJECT TO, THE REGISTRATION REQUIREMENTS OF THE US SECURITIES ACT AND APPLICABLE STATE SECURITIES LAWS. ACCORDINGLY, THE RIGHTS ENTITLEMENTS (INCLUDING THEIR CREDIT) AND THE EQUITY SHARES ARE ONLY BEING OFFERED AND SOLD OUTSIDE THE UNITED STATES IN OFFSHORE TRANSACTIONS IN RELIANCE ON REGULATION S UNDER THE US SECURITIES ACT ("REGULATION S") AND THE APPLICABLE LAWS OF THE JURISDICTION WHERE THOSE OFFERS AND SALES OCCUR. THE RIGHTS ENTITLEMENTS AND THE EQUITY SHARES MAY NOT BE RE-OFFERED, RE-SOLD, PLEDGED OR OTHERWISE TRANSFERRED EXCEPT IN AN OFFSHORE TRANSACTION IN ACCORDANCE WITH REGULATION S, OR OTHERWISE IN A TRANSACTION EXEMPT FROM, OR NOT SUBJECT TO, THE REGISTRATION REQUIREMENTS OF THE US SECURITIES ACT. THE OFFERING TO WHICH THE LETTER OF OFFER RELATES IS NOT, AND UNDER NO CIRCUMSTANCES IS TO BE CONSTRUED AS, AN OFFERING OF ANY EQUITY SHARES OR THE RIGHTS ENTITLEMENT FOR SALE IN THE UNITED STATES OR AS A SOLICITATION THEREIN OF AN OFFER TO BUY OR TRANSFER ANY OF THE EQUITY SHARES OR RIGHTS ENTITLEMENT. THERE IS NO INTENTION TO REGISTER ANY PORTION OF THE ISSUE OF ANY OF THE SECURITIES DESCRIBED HEREIN IN THE UNITED STATES OR TO CONDUCT A PUBLIC OFFERING OF SECURITIES IN THE UNITED STATES. ACCORDINGLY, THE ISSUE DOCUMENTS AND THE APPLICATION FORM SHOULD NOT BE FORWARDED TO OR TRANSMITTED IN OR INTO THE UNITED STATES AT ANY TIME.

NO ACTION HAS BEEN TAKEN OR WILL BE TAKEN THAT WOULD PERMIT A PUBLIC OFFERING OF THE RIGHTS ENTITLEMENTS OR EQUITY SHARES TO OCCUR IN ANY JURISDICTION OTHER THAN INDIA, OR THE POSSESSION, CIRCULATION OR DISTRIBUTION OF THE LETTER OF OFFER OR ANY OTHER MATERIAL RELATING TO OUR COMPANY, THE RIGHTS ENTITLEMENTS OR THE EQUITY SHARES IN ANY JURISDICTION WHERE ACTION FOR SUCH PURPOSE IS REQUIRED. ACCORDINGLY, THE RIGHTS ENTITLEMENTS OR EQUITY SHARES MAY NOT BE OFFERED OR SOLD, DIRECTLY OR INDIRECTLY, AND NEITHER THE LETTER OF OFFER NOR ANY OFFERING MATERIALS OR ADVERTISEMENTS IN CONNECTION WITH THE RIGHTS ENTITLEMENTS OR EQUITY SHARES MAY BE DISTRIBUTED OR PUBLISHED IN OR FROM ANY COUNTRY OR JURISDICTION EXCEPT IN ACCORDANCE WITH THE LEGAL REQUIREMENTS APPLICABLE IN SUCH COUNTRY OR JURISDICTION. THE ISSUE WILL BE MADE IN COMPLIANCE WITH THE APPLICABLE SEBI REGULATIONS.

## GENERAL RISKS

Investment in equity and equity related securities involve a degree of risk and investors should not invest any funds in the Issue unless they can afford to take the risk with such investment. Investors are advised to read the risk factors carefully before taking an investment decision in relation to the Issue. For taking an investment decision, investors shall rely on their own examination of the Company and the Issue including the risks involved. The Rights Equity Shares have not been recommended or approved by the Securities and Exchange Board of India ("SEBI") nor does SEBI guarantee the accuracy or adequacy of the Letter of Offer. Specific attention of investors is invited to the statement of "Risk Factors" beginning on page 18 of the Letter of Offer and "Internal Risk Factors" on page 5 of this Abridged Letter of Offer before making an investment in the Issue.

<b>Name of Registrar to the Issue and contact details</b>	<b>Purva Sharegistry (India) Private Ltd</b> Unit no. 9, Shiv Shakti Ind. Estt. J. R. Boricha Marg, Lower Parel (E) Mumbai 400 011. Telephone: +91 22 3199 8810; +91 22 4970 0138 +91 22 4961 4132; Facsimile: +91 22 22 3570 0224; E-mail: support@purvashare.com ; Website: https://purvashare.com ; Contact person: Deepali Dhuri, Compliance Officer Investor grievance: support@purvashare.com; SEBI Registration No: INRO00001112 Validity of Registration: Permanent
<b>Name of Statutory Auditors</b>	M/s. Adv and Associates (FRN: 128045W)
<b>Banker to the Issue</b>	<b>Axis Bank Limited</b> Ground Floor, Jeevan Prakash Building, Sir PM Road, Fort, Mumbai, Maharashtra, 400001 <b>Telephone No.:</b> 8879556155 <b>Email:</b> vijay.koyale@axisbank.com <b>Website:</b> https://www.axisbank.com/ <b>Contact Person:</b> Vijay Koyale

## 1. SUMMARY OF BUSINESS

We are a non-banking finance company ("NBFC") incorporated in the year 1982 registered with the Reserve Bank of India bearing registration number B-13.0022 to carry on NBFC business activities under Section 45IA of the Reserve Bank of India Act, 1934. We are a Non-systemically important non-deposit taking company with over two decades of lending experience in rural and semi-urban geographies in India. We are primarily engaged in micro centric lending solutions to look after the needs and aspirations of customers. Our portfolio includes Vehicle Finance and Business Finance Products to small business owners. We have a long history of serving all types of markets with high growth potential and have maintained a track record of financial performance and operational efficiency through consistently high rates of customer acquisition and retention and low cost expansion into underpenetrated areas.

## 2. SUMMARY OF OBJECTS OF THE ISSUE AND MEANS OF FINANCE

The details of the proceeds of the Issue are summarised in the table below:

(₹ in Lakhs)

Particulars	Amount in Rupees (in Lakh)
Working Capital Requirement*	3,500.00
General Corporate Purposes**	653.25
<b>Net Proceeds from the Issue</b>	<b>4,153.25</b>

\*Assuming full subscription and Allotment of the Rights Entitlement.

\*\* The amount to be utilized for general corporate purposes will not exceed 25% of the Gross Proceeds.

Particulars	Amount in Rupees (in Lakh)
Working Capital Requirement*	3,500.00
General Corporate Purposes**	653.25
<b>Net Proceeds from the Issue</b>	<b>4,153.25</b>

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Working Capital Requirement*	3,500.00
General Corporate Purposes**	653.25
<b>Net Proceeds from the Issue</b>	<b>4,153.25</b>

### Schedule of Implementation, Requirement of Funds and Utilization of Net Proceeds

The Net Fresh Issue Proceeds are proposed to be utilized and are currently expected to be deployed in the manner set out in the following table:

(₹ in lakhs)

Sr. No	Particulars	Total Estimated Expenditure	Amount to be financed from Internal Accruals	Amount to be Financed from Net Proceeds	Estimated deployment of Net Proceeds by the Financial Year ended March 31, 2024
1	Working Capital Requirement*	26,513.61	22,983.61	3,500.00	3,500.00
2	General Corporate Purposes*	653.25	Nil	653.25	653.25

\* Amount utilized for general corporate purposes shall not exceed 25% of the gross proceeds of the issue.

### Means of Finance

Accordingly, we are in compliance with the requirements prescribed under Paragraph 9(C)(1) of Part B of Schedule VI and Regulation 230 (1)(e) of the SEBI ICDR Regulations which require firm arrangements of finance to be made through verifiable means towards at least 75% of the stated means of finance, excluding the amount to be raised through the Issue and existing identifiable internal accruals. In case of a shortfall in the Net Proceeds or any increase in the actual utilisation of funds earmarked for the Objects, our Company may explore a range of options including utilizing our internal accruals.

## 3. SHAREHOLDING PATTERN

- The shareholding pattern of our Company at the quarter ended September 30, 2023, can be accessed on the website of the BSE at <https://www.bseindia.com/stock-share-price/indian-infotech--software-ltd/indinfo/509051/shareholding-pattern/>
- The statement showing holding of Equity Shares of persons belonging to the category “Promoter and Promoter Group” including the details of lock-in, pledge of and encumbrance thereon, as at the quarter ended September 30, 2023, can be accessed on the website of the BSE at <https://www.bseindia.com/stock-share-price/indian-infotech--software-ltd/indinfo/509051/shareholding-pattern/>
- The statement showing holding of securities (including Equity Shares, warrants, convertible securities) of persons belonging to the category “Public” including Equity Shareholders holding more than 1% of the total number of Equity Shares as at the quarter ended September 30, 2023, as well as details of shares which remain unclaimed for public can be accessed on the website of the BSE at <https://www.bseindia.com/stock-share-price/indian-infotech--software-ltd/indinfo/509051/shareholding-pattern/>

## 4. BOARD OF DIRECTORS

Details of Directors	Other Directorships in Companies
<p><b>Name:</b> Mr. Manish Badola  <b>Designation</b> Managing Director;  <b>Address:</b> A/201, Singhad CHS, Shivaji Nagar Nilemore, Nallasopara West, Nale Palghar, Mumbai – 401203  <b>Occupation:</b> Business  <b>Term:</b> June 17, 2022 till June 16, 2027  <b>Period of Directorship:</b> Not Liable to retire by rotation  <b>Nationality:</b> Indian  <b>Date of Birth:</b> August 03, 1983  <b>DIN:</b> 05016172  <b>Age:</b> 39 years</p>	<ul style="list-style-type: none"> <li>- M3 Consultant LLP</li> <li>- Nextgen Accounting Solutions and Technology LLP</li> </ul>
<p><b>Name:</b> Mr. Hemant Vadilal Mod  <b>Designation:</b> Executive -Director  <b>Address:</b> D-804 Ratnadeep towers, Nr. Arjun tower, b/h C.P Nagar Ghatlodia Ahmedabad city Ahmedabad, Gujarat-380061  <b>Occupation:</b> Business  <b>Term:</b> September 30,2022 till date  <b>Period of Directorship:</b> Liable to retire by Rotation  <b>Nationality:</b> Indian  <b>Date of Birth:</b> July 13, 1980  <b>DIN:</b> 09630204  <b>Age:</b> 43 years</p>	<p>NIL</p>
<p><b>Name:</b> Ms. Aksha Bihani  <b>Designation:</b> Non-Executive - Independent Director  <b>Address:</b> 17/1, Lal Madhab Mukherjee Lane, Kolkata-700007 <b>Occupation:</b> Business  <b>Term:</b> March 19, 2019 till date  <b>Period of Directorship:</b> Not Liable to retire by Rotation  <b>Nationality:</b> Indian  <b>Date of Birth:</b> April 11, 1990  <b>DIN:</b> 08102933  <b>Age:</b> 33 years</p>	<ul style="list-style-type: none"> <li>• Swastik City Developers Limited</li> <li>• Sasmal Infra Developers Private Limited</li> </ul>
<p><b>Name:</b> Mr. Hari Singh Rao  <b>Designation:</b> Non-Executive - Independent Director  <b>Address:</b> 1506- Boulevard 01, Lal Bahadur Shastri Marg, Ghatkopar West, Opp. R-City Mall, Mumbai-400086  <b>Occupation:</b> Business  <b>Term:</b> June 08,2022 till date  <b>Period of Directorship:</b> Not Liable to retire by Rotation  <b>Nationality:</b> Indian  <b>Date of Birth:</b> July 1, 1978  <b>DIN:</b> 05132581  <b>Age:</b> 45 years</p>	<p>H.S.R. Jewels Private Limited</p>
<p><b>Name:</b> Mr. Vinay Kumar Yadav  <b>Designation:</b> Non-Executive Independent Director  <b>Address:</b> G-8 C Wing Building No B Cabin Cross road near Narmada Nagar, Bhayander east Thane, Maharashtra- 401105  <b>Occupation:</b> Business  <b>Term:</b> June 08,2022 till date  <b>Period of Directorship:</b> Not Liable to retire by Rotation  <b>Nationality:</b> Indian  <b>Date of Birth:</b> May ,02,1993  <b>DIN:</b> 09630182  <b>Age:</b> 30 years.</p>	<p>NIL</p>

Details of Directors	Other Directorships in Companies
<p><b>Name:</b> Mr. Sandeep Kumar Sahu  <b>Designation:</b> Non-Executive Independent Director  <b>Address:</b> Jablapur road behind petrol pump Lugharwada seoni Madhya Pradesh 480661.  <b>Occupation:</b> Business  <b>Term:</b> September 09, 2022 till date  <b>Period of Directorship:</b> Not Liable to retire by Rotation  <b>Nationality:</b> Indian  <b>Date of Birth:</b> October 20, 1984  <b>DIN:</b> 06396817  <b>Age:</b> 38 years</p>	<ul style="list-style-type: none"> <li>• Prismx Global Ventures Limited</li> <li>• Tahmar Enterprises Limited</li> <li>• Panorama Studios International Limited</li> <li>• Panorama Studios Private Limited</li> <li>• Sanescort Lifecare Private Limited</li> </ul>

**5. DETAILS OF THE ISSUER OR ANY OF ITS PROMOTERS OR DIRECTORS BEING A WILFUL DEFAULTER**

Neither our Company nor our Promoter or our Directors have been or are identified as Wilful Defaulters.

## 6. SUMMARY OF FINANCIAL STATEMENTS

A summary of the Financial Information for the for the period ended on September 30, 2023 and the Financial Year ended March 31, 2023 and March 31, 2022, are as follows:

Particulars	(₹ in Lakh)		
	For the period ended on September 30, 2023	For the year ended March 2023	For the year ended March 2022
Equity Share Capital	10,055.89	10,055.89	10,055.89
Net Worth	23,702.50	22,981.33	22,923.84
Total Income	1,095.28	4,706.13	5,539.23
Profit / (loss) after tax	721.17	60.59	31.72
Basic EPS	0.07	0.00	0.00
Diluted EPS	0.07	0.00	0.00
Net asset value per Equity Share	2.36	2.29	2.28
Total borrowings	30.00	30.00	30.00

## 7. INTERNAL RISK FACTORS

The below mentioned risks are the top 5 risk factors as per the Letter of Offer:

1. There are outstanding legal proceedings involving our Company, Promoters and Directors Any adverse decision in such proceeding may have a material adverse effect on our business, results of operations and financial condition.
2. We provide unsecured loans to our borrowers. If our customers default in their repayment obligations, our business, results of operations, financial condition and cash flows may be adversely affected.
3. We operate in a highly competitive industry.
4. Our business is vulnerable to interest rate risk and volatility in interest rates which could adversely affect our income from our operations and adversely affect our financial performance and profitability.
5. Our Company has reported negative cash flow in the past. Any negative cash flows in the future would adversely affect our cash flow requirements, which may adversely affect our ability to operate our business and implement our growth plans, thereby affecting our financial condition.

For further details, see the section “Risk Factors” on page 18 of the Letter of Offer.

## 8. SUMMARY TABLE OF OUTSTANDING LITIGATIONS

The Summary of legal proceedings involving our Company and Subsidiaries as on date of the Letter of Offer are set out below:

Nature of cases	Number of cases	Amount involved
<b>Litigations involving our Company</b>		
Litigation Involving Actions by Statutory/Regulatory Authorities;	Nil	Nil
Litigation involving Tax Liabilities; 1. For F.Y. 2015-16 Tax Amount 2,13,48,900 & Penalty Rs. 1,13,04,670 Total Rs. 3,26,53,570 <b>The same is under protest and the company has filed appeal with commissioner</b> 2. For F.Y. 2017-18 Tax Amount Rs. 1,06,890 <b>This order passed by CPC under Section 143(3) which is also under protest</b>	2	3,27,60,460
Proceedings involving issues of moral turpitude or criminal liability on the part of our Company;	Nil	Nil
Proceedings involving Material Violations of Statutory Regulations by our Company;	Nil	Nil

Matters involving economic offences where proceedings have been initiated against our Company;	Nil	Nil
Other proceedings involving our Company which involve an amount exceeding the Materiality Threshold or are otherwise material in terms of the Materiality Policy, and other pending matters which, if they result in an adverse outcome would materially and adversely affect the operations or the financial position of our Company;	Nil	Nil
Litigation involving our Directors, Promoters and Promoter Group;	Nil	Nil
Litigation involving our Group Companies;	Nil	Nil

For further details, see “Outstanding Litigation and Defaults” on page 71 of the Letter of Offer.

## 9. TERMS OF THE ISSUE

### Process of Making an Application in the Issue.

#### 1) Dispatch and availability of Issue materials:

In accordance with the SEBI ICDR Regulations, SEBI circulars SEBI/HO/CFD/DIL2/CIR/P/2020/78 dated May 6, 2020, Circular SEBI/HO/CFD/DIL1/CIR/P/2020/136 dated July 24, 2020 and the MCA Circular, our Company will send, only through email, the Abridged Letter of Offer, the Rights Entitlement Letter, Application Form and other issue material to the email addresses of all the Eligible Equity Shareholders who have provided their Indian addresses to our Company. The Letter of Offer will be provided, only through email, by the Registrar on behalf of our Company to the Eligible Equity Shareholders who have provided their addresses to our Company and in case the Eligible Shareholders have not provided their e-mail address, then the Issue Materials will be dispatched, on a reasonable effort basis, to the India addresses provided by them.

Investors can also access the Draft Letter of Offer, Letter of Offer, the Abridged Letter of Offer and the Application Form (provided that the Eligible Equity Shareholder is eligible to subscribe for the Rights Equity Shares under applicable securities laws) on the websites of:

- Our Company at [www.indianinfotechandsoftwareltd.in](http://www.indianinfotechandsoftwareltd.in)
- the Registrar to the Issue at <https://purvashare.com>
- the Stock Exchanges at [www.bseindia.com](http://www.bseindia.com)

Eligible Equity Shareholders can obtain the details of their respective Rights Entitlements from the website of the Registrar at <https://purvashare.com> by entering their DP ID and Client ID or Folio Number (in case of Eligible Equity Shareholders holding Equity Shares in physical form). The link for the same shall also be available on the website of our Company (i.e., [www.indianinfotechandsoftwareltd.in](http://www.indianinfotechandsoftwareltd.in)).

The Registrar will not be liable for non-dispatch of physical copies of Issue materials, including the Letter of Offer, the Abridged Letter of Offer, the Rights Entitlement Letter and the Application Form.

#### 2) Facilities for Application in this Issue:

In accordance with Regulation 76 of the SEBI ICDR Regulations, SEBI circular, bearing reference number SEBI/HO/CFD/DIL2/CIR/P/2020/13 dated January 22, 2020, bearing reference number SEBI/HO/CFD/CIR/CFD/DIL/67/2020 dated April 21, 2020, SEBI circular bearing reference number SEBI/HO/CFD/DIL2/CIR/P/2020/78 dated May 6, 2020, and SEBI circular bearing reference number SEBI/HO/CFD/DIL1/CIR/P/2020/136 dated July 24, 2020 (Collectively hereafter referred to as “SEBI Rights Issue Circulars”) and SEBI circular SEBI/CFD/DIL/ASBA/1/2009/30/12 dated December 30, 2009, SEBI circular CIR/CFD/DIL/1/2011 dated April 29, 2011 and the SEBI circular, bearing reference number SEBI/HO/CFD/DIL2/CIR/P/2020/13 dated January 22, 2020 (Collectively hereafter referred to as “ASBA Circulars”), all Investors desiring to make an Application in this Issue are mandatorily required to use either the ASBA process. Original Shareholders shall mean the Resident Shareholders who are holding the Equity Shares of our Company as on the Record Date i.e. January 29, 2024 (hereinafter referred to as the “Original Shareholders”). Investors should carefully read the provisions applicable to such Applications before making their Application through ASBA or using optional mechanism. For details, see “Procedure for Application through the ASBA Process” and on page 87 of the Letter of Offer.

#### 3) Credit of Rights Entitlements in demat accounts of Eligible Equity Shareholders:

In accordance with Regulation 77A of the SEBI ICDR Regulations read with the SEBI Rights Issue Circular, the credit of Rights Entitlements and Allotment of Rights Equity Shares shall be made in dematerialized form only. Prior to the Issue Opening Date i.e. Tuesday, 06th February, 2024, our Company shall credit the Rights Entitlements to (i) the demat accounts of the Eligible Equity Shareholders holding the Equity Shares in dematerialised

form; and (ii) a Right Entitlement Demat Suspense Account (namely, “**INDIAN INFOTECH AND SOFTWARE LIMITED- Right Entitlement Demat Suspense Account**”) opened by our Company, for the Eligible Equity Shareholders which would comprise Rights Entitlements relating to (a) Equity Shares held in a demat suspense account pursuant to Regulation 39 of the SEBI Listing Regulations; or (b) Equity Shares held in the account of IEPF authority; or (c) the demat accounts of the Eligible Equity Shareholder which are frozen or details of which are unavailable with our Company or with the Registrar on the Record Date; or (d) Equity Shares held by Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date where details of demat accounts are not provided by Eligible Equity Shareholders to our Company or Registrar; or (e) credit of the Rights Entitlements returned / reversed / failed; or (f) the ownership of the Equity Shares currently under dispute, including any court proceedings. Eligible Equity Shareholders are requested to provide relevant details (such as copies of self-attested PAN and client master sheet of demat account etc., details / records confirming the legal and beneficial ownership of their respective Equity Shares) to the Company or the Registrar not later than two Working Days prior to the Issue Closing Date to enable the credit of their Rights Entitlements by way of transfer from the demat suspense escrow account to their demat account at least one day before the Issue Closing Date, to enable such Eligible Equity Shareholders to make an application in this Issue, and this communication shall serve as an intimation to such Eligible Equity Shareholders in this regard. Such Eligible Equity Shareholders are also requested to ensure that their demat account, details of which have been provided to the Company or the Registrar account is active to facilitate the aforementioned transfer.

**4) Application by Eligible Equity Shareholders holding Equity Shares in physical form:**

Please note that in accordance with Regulation 77A of the SEBI (ICDR) Regulations read with the SEBI Rights Issue Circulars, the credit of Rights Entitlements and Allotment of Equity Shares shall be made in dematerialised form only. Accordingly, Eligible Equity Shareholders holding Equity Shares in physical form as on Record Date and desirous of subscribing to Equity Shares in this Issue are advised to furnish the details of their demat account to our Company or Registrar at least two Working Days prior to the Issue Closing Date, to enable the credit of their Rights Entitlements in their respective demat accounts at least one day before the Issue Closing Date.

In accordance with the SEBI Rights Issue Circulars, (a) the Eligible Equity Shareholders, who hold Equity Shares in physical form as on Record Date; or (b) the Eligible Equity Shareholders, who hold Equity Shares in physical form as on Record Date and who have not furnished the details of their demat account to our Company or Registrar at least two Working Days prior to the Issue Closing Date, desirous of subscribing to Rights Shares may also apply in this Issue during the Issue Period. Application by such Eligible Equity Shareholders is subject to following conditions:

- a) The Eligible Equity Shareholders are residents;
- b) The Eligible Equity Shareholders are not making payment from non-resident account;
- c) The Eligible Equity Shareholders shall not be able to renounce their Rights Entitlements; and
- d) The Eligible Equity Shareholders shall receive Rights Shares, in respect of their Application, only in demat mode.

Prior to the Issue Opening Date, the Rights Entitlements of those resident Eligible Equity Shareholders, among others, who hold Equity Shares in physical form, and whose demat account details are not available with our Company or Registrar, shall be credited in a demat suspense escrow account opened by our Company.

Accordingly, such resident Eligible Equity Shareholders are required to send a communication to our Company containing the name(s), Indian address, email address, contact details and the details of their demat account along with copy of self- attested PAN and self-attested client master sheet of their demat account either by post, speed post, courier, electronic mail, or hand delivery, to enable process of credit of Rights Shares in such demat account.

**5) Other important links and helpline:**

The Investors can visit following links for the below-mentioned purposes:

- a) Frequently asked questions and online / electronic dedicated investor helpdesk for guidance on the Application process and resolution of difficulties faced by the Investors: <https://purvashare.com>
- b) Updation of Indian address / email address / mobile number in the records maintained by the Registrar or our Company: <https://purvashare.com>
- c) Updation of demat account details by Eligible Equity Shareholders holding shares in physical form: <https://purvashare.com>

**Renounees**

All rights or obligations of the Eligible Equity Shareholders in relation to Applications and refunds relating to the Issue shall, unless otherwise specified, apply to the Renounee(s) as well.



**DECLARATION BY OUR COMPANY**

We hereby certify that no statement made in this Abridged Letter of Offer contravenes any of the provisions of the Companies Act and the rules made thereunder. We further certify that all the legal requirements connected with the Issue as also the regulations, guidelines, instructions, etc., issued by SEBI, the Government of India and any other competent authority in this behalf, have been duly complied with. We further certify that all disclosures made in this Abridged Letter of Offer are true and correct.

**SIGNED BY ALL THE DIRECTORS OF OUR COMPANY**

<b>NAME AND DESIGNATION</b>	<b>SIGNATURE</b>
<b>Mr. Manish Badola (Managing Director)</b> <i>DIN: 05016172</i>	Sd/-
<b>Mr. Hemant Vadilal Modi</b> <b>(Executive Director cum Chief Financial Officer)</b> <i>DIN: 09630204</i>	Sd/-
<b>Ms. Aksha Bihani (Independent Director)</b> <i>DIN: 08102933</i>	
<b>Mr. Vinay Kumar K Yadav (Independent Director)</b> <i>DIN: 09630182</i>	Sd/-
<b>Mr. Hari Singh Rao (Independent Director)</b> <i>DIN: 05132581</i>	Sd/-
<b>Mr. Sandeep Kumar Sahu (Independent Director)</b> <i>DIN: 06396817</i>	Sd/-

**SIGNED BY THE CHIEF FINANCIAL OFFICER AND THE COMPANY SECRETARY AND COMPLIANCE OFFICER OF OUR COMPANY**

Sd/-  
**MR. Hemant Vadilal Modi**  
*Chief Financial Officer*  
*PAN: ANPPM7578P*

Sd/-  
**MR. Mushahid Khan**  
*Company Secretary and Compliance Officer*  
*PAN: BMLPK4089F*

**Place: Mumbai**  
**Date: January 15, 2024**