

July 11, 2023

Listing Compliance & Legal Regulatory  
BSE Limited  
Phiroze Jeejeebhoy Towers Dalal  
Street, Mumbai 400 001  
Stock Code: 543227

Listing & Compliance  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex  
Bandra East, Mumbai 400 051  
Stock Code: HAPPSTMNDS

Dear Sir/Madam,

**Sub: Qualified institutions placement of equity shares of face value of ₹ 2 (the “Equity Share(s)”) by Happiest Minds Technologies Limited (the “Company”) under the provisions of Chapter VI of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the “SEBI ICDR Regulations”), and Sections 42 and 62 of the Companies Act, 2013 (including the rules made thereunder), as amended (the “Issue”)**

We wish to inform you that pursuant to the approval accorded by the board of directors of the Company (the “Board”), at its meeting held on October 05, 2022, and the shareholders of the Company, pursuant to the special resolution passed by way of postal ballot on November 10, 2022, the Fund Raising Committee of Directors (the “Committee”) has, at its meeting held today i.e. July 11, 2023, *inter alia*, passed the following resolutions:

- a. Authorizing the opening of the Issue today, i.e. July 11, 2023;
- b. Approving the floor price for the Issue, being ₹ 972.16 per Equity Share (“Floor Price”), based on the pricing formula as prescribed under the SEBI ICDR Regulations; and
- c. Approving and adopting the preliminary placement document dated July 11, 2023, together with the application form in connection with the Issue.

We further wish to inform you that the ‘relevant date’ for the purpose of the Issue, in terms of Regulation 171(b)(i) of the SEBI ICDR Regulations, is July 11, 2023, and the floor price in respect of the Issue has been determined according to the same, based on the pricing formula as prescribed under Regulation 176(1) of the SEBI ICDR Regulations.

Pursuant to Regulation 176(1) of the SEBI ICDR Regulations and in accordance with the approval of the Shareholders accorded through a special resolution passed by way of postal ballot on November 10, 2022, the Company may at its discretion offer a discount of not more than 5% on the floor price for the Issue. The Issue price will be determined by the Company in consultation with the book running lead managers appointed for the Issue. In compliance with the Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the trading window of the Company, which is already closed, shall remain closed till 48 hours after the declaration of financial results for the quarter ended June 30, 2023, the date for which will be intimated in due course.

The meeting of the Committee commenced at 8:30 pm and concluded at 8:45 pm.



**Born Digital . Born Agile**

**Happiest Minds Technologies Limited**

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Bengaluru-560068, Karnataka, India

**CIN of the Co.** L72900KA2011PLC057931

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**Website:** [www.happiestminds.com](http://www.happiestminds.com)

**Email:** [investors@happiestminds.com](mailto:investors@happiestminds.com)

We request you to kindly take this on records, and the same be treated as compliance under Regulation 29(1) and 30 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Thanking you,

Yours faithfully,

For **Happiest Minds Technologies Limited**

**Praveen Kumar Darshankar**

**Company Secretary & Compliance Officer**

**Membership No. F6706**

