

KEYNOTE

Ref # Key25/Stock Exchange Let/Sk(87)

17 th April, 2025 The Manager BSE Limited, Listing Department, PhirozeJeejeebhoy Towers, Dalal Street, Mumbai - 400 001 Scrp Code: 512597	The Manager National Stock Exchange of India Ltd. Listing Department, Exchange Plaza, C-1, Block - G, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 Symbol: KEYFINSERV
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Dear Sir/Madam,

Sub: Intimation under Regulation 10 (7) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

With reference to the captioned subject, we hereby submit the Report under Regulation 10(7) of Takeover Regulations received from Mr. Vineet Suchanti, Promoter of the Company pursuant to inter-se transfer of shares by way of gift from Mrs. Pushpa Nirmal Suchanti and Mr. Nirmal Harschand Suchanti (his mother and father, respectively,) who are also Promoters of the Company.

Further, as per SEBI Circular No. SEBI/HO/CFD/CFD-RAC-DCR1/P/CIR/2025/0034 dated 20th March, 2025, this Report under Regulation 10(7) of Takeover Regulations along with the requisite Fees is submitted to SEBI through Email and SEBI SI Portal.

The intimation is annexed herewith for your kind reference.

You are requested to kindly take the above information in your records.

Thanking You,
Yours Sincerely,

For **Keynote Financial Services Limited**
Simran Prakash Kashela
Company Secretary & Compliance Officer

Keynote Financial Services Limited
The Ruby, 9th Floor, Senapati Bapat Marg, Dadar (West), Mumbai 400028 Tel : 91 22 6826 6000 Fax : 91 22 6826 6088 Email : info@keynoteindia.net Website www.keynoteindia.net
CIN - L67120MH1993PLC072407

Vineet Suchanti

*13 B, Jolly Maker Apt 1
Cuffe Parade
Mumbai – 400005*

16th April 2025

The Securities and Exchange Board of India
SEBI Bhuvan, Plot No. C4-A, 'G' Block,
Bandra Kurla Complex,
Bandra (East), **Mumbai – 400 051.**

**Sub:- Report under Regulation 10(7) of Securities and Exchange Board of India
(Substantial Acquisition of Shares and Takeover) Regulations, 2011,**

Dear Sir,

Please find enclosed report under Regulation 10(7) of the (Substantial Acquisition of Shares and Takeovers) Regulations 2011, in respect of acquisition of shares of Keynote Financial Services Limited (Target Company) made in accordance with Regulation 10(1)(a)(i) by inter-se transfer (by way of Gift) amongst the promoters of the Company.

The respective intimations under Regulation 10(5) and 10(6) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations 2011 has already been filed with stock exchanges on 24.03.2025 and 28.03.2025 respectively.

Consequent to the above transaction, there has been a change in control of NSS Digital Media Limited, wherein Mr. Vineet Suchanti, who previously held a 12.81% stake in the company, now holds 58.49%. This has resulted in an indirect change in control within the promoter group without affecting the pre- and post-shareholding structure of the Target Company.

Further, as per SEBI Circular No. SEBI/HO/CFD/CFD-RAC-DCR1/P/CIR/2025/0034 dated 20th March, 2025, this Report under Regulation 10(7) of Takeover Regulations along with the requisite Fees is submitted to SEBI through Email and SEBI SI Portal with Application Id Number- 47

The applicable fees of Rs. 1,50,000/- (Rupees One Lakh Fifty Thousand Only) plus GST @ 18% of Rs. 27,000/- (Rupees Twenty Seven Thousand only) aggregating to Rs. 1,77,000/- (Rupees One Lakh Seventy-Seven Thousand only) have been remitted through Net banking NBSM/100762656/PAY GOV dated 16th April 2025.

Request to kindly take note of the attached Report and also the Report submitted through SEBI SI Portal on record for Compliance under Takeover Regulations.

Kindly acknowledge the receipt.

Thanking you,

VINEET
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by VINEET
SUCHANTI
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Vineet Suchanti
Acquirer /Promoter

Annexure

Format under Regulation 10(7) - Report to SEBI in respect of any acquisition made in reliance upon exemption provided for in regulation 10(1)(a)(i) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1	General Details	
a.	Name, address, telephone no., e-mail of acquirer(s) {In case there are multiple acquirers, provide full contact details of any one acquirer (the correspondent acquirer) with whom SEBI shall correspond.}	Name: Vineet Suchanti Address: 13B- Jolly Maker Apartments, Cuffe Parade, Mumbai - 400005 Email id: suchanti@keynoteindia.net Contact No: 022 30266011
b.	Whether sender is the acquirer (Y/N)	Yes
c.	If not, whether the sender is duly authorized by the acquirer to act on his behalf in this regard (enclose copy of such authorization)	Not Applicable
d.	Name, address, Tel no. and e-mail of sender, if sender is not the acquirer	Not Applicable
2	Compliance of Regulation 10(7)	
a.	Date of Report	16 th April 2025 (Payment date is taken as date of Report as per SEBI SI Portal)
b.	Whether report has been submitted to SEBI within 21 working days from the date of the acquisition	Yes, the report is being made to SEBI within 21 days from the date of acquisition viz, 28 th March, 2025.
c.	Whether the report is accompanied with fees as required under Regulation 10(7)	Yes, the applicable fee of Rs. 1,50,000/- have been remitted through Net banking NBSM/100762656/PAY GOV dated 16 th April 2025.
3	Compliance of Regulation 10(5)	
a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed at least 4 working days before the date of the proposed acquisition.	Yes A copy of the same is enclosed herewith as Annexure 1
b.	Date of Report	24 th March, 2025

4	Compliance of Regulation 10(6)	
a.	Whether the report has been filed with the Stock Exchanges where the shares of the Company are listed within 4 working days of the acquisition.	Yes A copy of the same is enclosed herewith as Annexure 2.
b.	Date of Report	28 th March, 2025
5	Details of the Target Company	
a.	Name & address of TC	Keynote Financial Services Limited The Ruby, 9 th Floor, Senapati Bapat Marg Road, Dadar West, Mumbai-400028
b.	Name of the Stock Exchange(s) where the shares of the TC are listed	BSE Limited; and National Stock Exchange of India Limited
6	Details of the acquisition	
a.	Date of acquisition	28 th March, 2025
b.	Acquisition price per share (in Rs.)	Not applicable as the transaction is inter se- se-transfer by way of gift among the immediate relatives.
c.	Regulation which would have triggered off, had the report not been filed under Regulation 10(7). {Whether Regulation 3(1), 3(2), 4 or 5}	Regulation 5 of the SEBI (SAST) Regulations, 2011.

	d.	Shareholding of acquirer(s) and PAC individually in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)(*)	Before the acquisition		After the acquisition	
			No. of Shares	% w.r.t total share capital of TC	No. of Shares	% w.r.t total share capital of TC
		Acquirer and PAC (other than seller)(*) Vineet Suchanti (Acquisition of 1,58,880 Equity shares by Mr. Vineet Suchanti in NSS Digital Media Limited which is promoter group company of the target company holding 55.92%. The proposed acquisition of shares in NSS Digital Media Limited will result into indirect control of 32.70% of the Target Company) TOTAL	-	-	-	-
	e.	Shareholding of seller/s in TC (in terms of no. & as a percentage of the total share/voting capital of the TC)(*)	Before the acquisition		After the acquisition	
			No. of Shares	% w.r.t total share capital of the TC	No. of Shares	% w.r.t total share capital of TC
		Mr. Nirmal Harschand Suchanti and Mrs. Puspha Nirmal Suchanti have transferred 79,440 and 79,440 Equity shares, respectively of NSS Digital Media Limited to Mr. Vineet Suchanti by virtue of gift. Pursuant to this transfer, the shareholding of Mr. Vineet Suchanti, who was holding 12.81% in NSS Digital Media Limited, has increased to 58.49%. NSS Digital Media Limited is part of the Promoter Group of Target Company ("TC"), holding 55.92% in the TC. The proposed acquisition of shares of NSS Digital Media Limited results into indirect control of 32.70% of the TC.	-	-	-	-

7	Information specific to the exemption category to which the instant acquisition belongs Regulation 10(1)(a)(i)	
	a.	Provide the names of the seller(s) Mrs. Pushpa Nirmal Suchanti Mr. Nirmal Harschand Suchanti
	b.	Specify the relationship between the acquirer and the seller. Mr. Vineet Suchanti is the Son of Mr.Nirmal Suchanti and Mrs. Pushpa Suchanti.
	c.	Confirm whether the acquirer(s) and the seller(s) are 'immediate relatives' as defined in the Regulation 2(l). Yes, the acquirer(s) and the seller(s) are 'immediate relatives' as defined under Regulation 2(1)(l).
	d.	If shares of the TC are frequently traded, volume-weighted average market price (VWAP) of such shares for a period of sixty trading days preceding the date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed. Not Applicable
	e.	If shares of the TC are infrequently traded, the price of such shares as determined in terms of clause (e) of sub-regulation (2) of regulation 8. Not Applicable
	f.	Confirm whether the acquisition price per share is not higher by more than twenty-five percent of the price as calculated in (d) or (e) above as applicable Not Applicable
	g.	Date of issuance of notice regarding the proposed acquisition to the stock exchanges where the TC is listed 24 th March, 2025

h	<p>1) Whether the acquirers as well as sellers have complied with the provisions of Chapter V of the Takeover Regulations (corresponding provisions of the repealed Takeover Regulations 1997) (Y/N).</p> <p>2) If yes, specify applicable regulation(s) as well as date on which the requisite disclosures were made and furnish copies of the same.</p>	<p>Yes, the acquirers as well as sellers have complied with the provisions of Chapter V of the Takeover Regulations (corresponding provisions of the repealed Takeover Regulations 1997).</p> <p>The copy of Regulation 29(1) and Regulation 29(2) of SEBI(SAST) Regulations, 2011 are enclosed as Annexure 3</p> <p>Date: 28th March, 2025.</p>
i.	<p>Declaration by the acquirer that all the conditions specified under regulation 10(1)(a)(i) with respect to exemptions has been duly complied with.</p>	<p>I, Vineet Nirmal Suchanti, Promoter of Keynote Financial Services Limited and acquirer in the said transaction confirm that, all the conditions specified under regulation 10(1)(a)(i) with respect to exemption has duly complied with.</p>

I hereby declare that the information provided in the instant report is true and nothing has been concealed there from.

VINEET
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VINEET SUCHANTI
Date: 2025.04.16
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Vineet Nirmal Suchanti

Date: 16th April 2025

Place: Mumbai

NOTE:

- (*) In case, percentage of shareholding to the total capital is different from percentage of voting rights, indicate percentage of shareholding and voting rights separately.
- (**) Shareholding of each entity shall be shown separately as well as collectively.

Vineet Suchanti

*13 B, Jolly Maker Apt 1
Cuffe Parade
Mumbai – 400005*

24th March, 2025
The Manager
BSE Limited,
Listing Department,
PhirozeJeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 512597

The Manager
National Stock Exchange of India Ltd.
Listing Department,
Exchange Plaza, C-1, Block – G,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051
Symbol: KEYFINSERV

Dear Sir/Madam,

Sub: Prior Intimation under Regulation 10(5) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 for proposed acquisition of shares by way of gift.

**Reference: Target Company: KEYNOTE FINANCIAL SERVICES LIMITED
ISIN: INE681C01015,
NSE SCRIP SYMBOL: KEYFINSERV,
BSE SCRIP CODE: 512597.**

In compliance with Regulation 10(1)(a)(i) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, I, Vineet Suchanti, the shareholder of NSS Digital Media Limited, hereby submit an advance intimation regarding the proposed acquisition of 1,59,880 equity shares of NSS Digital Media Limited. This acquisition will be executed through a gift transfer of 45.68% shares of NSS Digital Media Limited from Mr. Nirmal Harschand Suchanti, who holds 79,940 equity shares (constituting 22.84%), and Mrs. Pushpa Nirmal Suchanti, who also holds 79,940 equity shares (constituting 22.84%) of NSS Digital Media Limited.

This intimation is submitted in accordance with the requirements of Regulation 10(5) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.

You are requested to kindly take the above information in your records.

Thanking You,
Yours Sincerely,

VINEET
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VINEET SUCHANTI
Date: 2025.03.24
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Vineet Suchanti
Proposed Acquirer
Shareholder of NSS Digital Media Limited

Encl: as above

CC To :
The Company Secretary
Keynote Financial Services Limited
Regd Office: The Ruby, 9th Floor, Senapati
Bapat Marg Road, Dadar West,
Mumbai- 400028
mail: simran@keynoteindia.net

Disclosures under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Keynote Financial Services Limited BSE Scrip Code:512597 NSE Symbol: KEYFINSERV
2.	Name of the acquirer(s)	Mr. Vineet Nirmal Suchanti is the son of Mr. Nirmal Harschand Suchanti and Mrs. Pushpa Nirma Suchanti (Existing Shareholders of NSS Digital Media Limited)
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	The acquirers are immediate relatives of the transferor/donor and are members of the Promoter Group.
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	1. Mrs. Pushpa Nirmal Suchanti 2. Mr. Nirmal Harschand Suchanti (Existing Shareholders of NSS Digital Media Limited)
	b. Proposed date of acquisition	On or after 28 th March, 2025.
	c. Number of shares to be acquired from each person mentioned in 4(a) above	79,440 Equity Shares held by Mrs. Pushpa Nirmal Suchanti and 79,440 Equity shares held by Mr. Nirmal Harschand Suchanti. (Existing Shareholders of NSS Digital Media Limited)
	d. Total shares to be acquired as % of share capital of TC	Mr. Vineet Nirmal Suchanti will acquire 45.68% of shares of NSS Digital Media Limited, which will result into indirect acquisition 25.54% the aggregate shareholding of Mr. Vineet direct and indirect will be 32.92%
	e. Price at which shares are proposed to be acquired	Inter-se Transfer of share by way of gift without any consideration from father and mother to son.

	f.	Rationale, if any, for the proposed transfer	Acquisition of 1,58,880 Equity shares of NSS Digital Media Limited which holds 55.92% in the Target Company. The proposed acquisition of shares of NSS Digital Media Limited, which will result into indirect control of 32.70% of the Company by Mr.Vineet
5.		Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open Offer	Regulation 10(1)(a)(i) of the SEBI (SAST) Regulations, 2011.
6.		If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	Not Applicable
7.		If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	Not Applicable
8.		Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	Not Applicable
9.		Declaration by the acquirer, that the transferor and transferee have complied / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations 1997)	With respect to proposed inter-se transfer of shares in terms of Regulation 10(1)(a)(i) of SEBI (SAST) Regulations, 2011 and subsequent amendments thereto, it is hereby declared and confirmed that the transferor and transferee have complied/will comply with the applicable provisions of Chapter V of SEBI (SAST) Regulations, 2011.
10.		Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	It is hereby declared and confirmed that all the conditions specified under Regulation 10(1)(a) of SEBI (SAST) Regulations, 2011 with respect to exemptions has been duly complied with.

11.	Shareholding details		Before the proposed transaction		After the proposed transaction	
			No. of shares /voting rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
	a	Acquirer(s) and PACs (other than sellers)(*)	31,12,256	55.92	31,12,256	55.92
	b	Seller (s)	31,12,256	55.92	31,12,256	55.92

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Date: 2025.03.24
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Vineet Suchanti
Proposed Acquirer
Shareholder of NSS Digital Media Limited

Place: Mumbai
Date: 24th March 2025

Note:

- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

There has been a change in control of NSS Digital Media Limited, wherein Mr. Vineet, who previously held a 12.81% stake in the company, now holds 58.49%. This has resulted in an indirect change in control within the promoter group without affecting the pre- and post-shareholding structure of the Target Company.

Vineet Suchanti

**13 B, Jolly Maker Apt 1
Cuffe Parade
Mumbai – 400005**

28th March 2025

The Manager BSE Limited, Listing Department, PhirozeJeejeebhoy Towers, Dalal Street, Mumbai – 400 001 Scrip Code: 512597	The Manager National Stock Exchange of India Ltd. Listing Department, Exchange Plaza, C-1, Block – G, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051 Symbol: KEYFINSERV
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Dear Sir/Madam,

Sub: Disclosure under 10(6) of SEBI (Substantial Acquisition of shares and Takeovers) Regulations 2011

Ref: Prior intimation submitted under regulation 10(5) of the SEBI (Substantial Acquisition of shares and Takeovers) Regulations 2011 dated 24th March, 2025.


With regard to the captioned subject and in continuation of my prior intimation submitted under Regulation 10(5) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, dated 24th March 2025, I, Vineet Suchanti, a shareholder of NSS Digital Media Limited, have acquired 1,58,880 Equity Shares of NSS Digital Media Limited. This acquisition will be executed through a gift transfer of 45.68% of shares from Mr. Nirmal Harschand Suchanti, Promoter, who holds 79,940 Equity Shares (constituting 22.84%), and Mrs. Pushpa Nirmal Suchanti, Promoter, who also holds 79,940 Equity Shares (constituting 22.84%) of NSS Digital Media Limited.

The Disclosure under Regulation 10(6) of the SEBI (Substantial Acquisition of shares and Takeovers) Regulations 2011 is enclosed herewith.

The said acquisition is pursuant to inter-se transfer of shares between the promoter and promoter group (immediate relatives) as specified under regulation 10(1)(a)(i) of SEBI (Substantial Acquisition of shares and Takeovers) Regulations, 2011 by way of Gift.

This for your kind information and records.

Thanking You,
Yours Sincerely,



Vineet Suchanti

Acquirer
Shareholder of NSS Digital Media Limited

Encl: as above

CC : To,
The Company Secretary
Keynote Financial Services Limited
Regd Office: The Ruby, 9th Floor, Senapati
Bapat Marg Road, Dadar West, Mumbai- 400028
mail: simran@keynoteindia.net

Vineet Suchanti

13 B, Jolly Maker Apt 1
Cuffe Parade
Mumbai – 400005

Disclosures under Regulation 10(6) -Report to Stock Exchanges in respect of any acquisition made in reliance upon exemption provided for in Regulation 10 of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Keynote Financial Services Limited BSE Scrip Code: 512597 NSE Symbol: KEYFINSERV
2.	Name of the acquirer(s)	Mr. Vineet Nirmal Suchanti is the son of Mrs. Pushpa Nirma Suchanti and Mr. Nirmal Harschand Suchanti and (Existing Shareholders of NSS Digital Media Limited)
3.	Name of the stock exchange where shares of the TC are listed	<ul style="list-style-type: none">• BSE Limited• National Stock Exchange of India Limited
4.	Details of the transaction including rationale, if any, for the transfer/ acquisition of shares.	Acquisition of 1,58,880 Equity shares of NSS Digital Media Limited which holds 55.92% in the Target Company. The proposed acquisition of shares of NSS Digital Media Limited, which will result into indirect control of 32.70% of the Company by Mr. Vineet Suchanti.
5.	Relevant regulation under which the acquirer is exempted from making open offer.	[Regulation 10(1)(a)(i) of SEBI (SAST) Regulations, 2011
6.	Whether disclosure of proposed acquisition was required to be made under regulation 10 (5) and if so, <ul style="list-style-type: none">- whether disclosure was made and whether it was made within the timeline specified under the regulations.- date of filing with the stock exchange.	Yes, the acquirer has made the disclosure under Regulation 10(5) of the stock exchanges with respect to the intimation of Interse -Transfer where the shares of the TC are listed. Date of filing with the Stock Exchanges: 24 th March, 2025.

7.	Details of acquisition		Disclosures required to be made under regulation 10(5)	Whether the disclosures under regulation 10(5) are actually made
	a.	Name of the transferor / seller	Mrs. Pushpa Nirmal Suchanti and Mr. Nirmal Harschand Suchanti	Yes Yes
	b.	Date of acquisition	28 th March, 2025	Yes
	c.	Number of shares/ voting rights in respect of the acquisitions from each person mentioned in 7(a) above	79,440 Equity Shares held by Mrs. Pushpa Nirmal Suchanti and 79,440 Equity Shares held by Mr. Nirmal Harschand Suchanti. (Existing Shareholders of NSS Digital Media Limited)	Yes
	d.	Total shares proposed to be acquired / actually acquired as a % of diluted share capital of TC	Mr. Vineet Suchanti will acquire 45.68% of shares of NSS Digital Media Limited, which will result in indirect acquisition of 25.54% the aggregate shareholding of Mr. Vineet Suchanti, both direct and indirect, in the Target Company will be 32.92%.	Yes
	e.	Price at which shares are proposed to be acquired / actually acquired	Not Applicable, being gift without consideration. Hence, no consideration involved.	Yes

Vineet Suchanti

**13 B, Jolly Maker Apt 1
Cuffe Parade
Mumbai – 400005**

8.	Shareholding details (Shareholding of NSS Digital Media Limited, in the Target Company)		Pre-Transaction		Post-Transaction	
			No. of shares held	% w.r.t total share capital of TC	No. of shares held	% w.r.t total share capital of TC
	A	Each Acquirer / Transferee(*)	31,12,256	55.92	31,12,256	55.92
	B	Each Seller / Transferor	31,12,256	55.92	31,12,256	55.92

Yours Sincerely,



Vineet Suchanti
Acquirer
Shareholder of NSS Digital Media Limited

Note:

There has been a change in control of NSS Digital Media Limited, wherein Mr. Vineet Suchanti, who previously held a 12.81% stake in the company, now holds 58.49%. This has resulted in an indirect change in control within the promoter group without affecting the pre- and post-shareholding structure of the Target Company.

Vineet Suchanti

*13 B, Jolly Maker Apt 1,
Cuffe Parade,
Mumbai 400005*

28th March 2025

BSE LIMITED P J Towers Dalal Street, Fort, Mumbai 400 001 Company Code No.: 512597	NATIONAL STOCK EXCHANGE OF INDIA LIMITED Exchange Plaza, Bandra Kurla Complex, Bandra East, Mumbai - 400051 NSE- KEYFINSERV	KEYNOTE FINANCIAL SERVICES LIMITED. The Ruby, 9 th Floor, Senapati Bapat Marg Road, Dadar West. Mumbai- 400028.
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Dear Sir / Madam,

Sub.: Disclosure under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SAST Regulations")

With reference to the above subject, please find enclosed herewith the disclosure as per Regulation 29(1) of SEBI SAST Regulations, 2011 with regards to the acquisition of 1,58,880 equity shares constituting 45.68% of the outstanding equity share capital of NSS Digital Media Limited (Promoter Company of Keynote Financial Services Limited) from Mr. Nirmal Harschand Suchanti, who holds 79,940 equity shares (constituting 22.84%), and Mrs. Pushpa Nirmal Suchanti, who also holds 79,940 equity shares (constituting 22.84%) of the said promoter.

In this connection, please find enclosed Disclosure, in the prescribed format in terms of Regulation 29(1) of SEBI(SAST) Regulations, 2011.

In view of the subject matter, you are requested to take this on records and do the needful.

Thanking You,
Yours Sincerely,



Vineet Nirmal Suchanti
Acquirer/Promoter

Encl: as above

Vineet Suchanti

*13 B, Jolly Maker Apt 1,
Cuffe Parade,
Mumbai 400005*

ANNEXURE -1

Disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	KEYNOTE FINANCIAL SERVICES LIMITED		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Mr. Vineet Nirmal Suchanti		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	<ul style="list-style-type: none"> • BSE Limited • National Stock Exchange of India Limited 		
(§)Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital-of the TC(*)
<u>Before the acquisition/disposed off without consideration, holding of:</u>			
a) Shares carrying voting rights	NIL	NIL	NIL
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	NIL	NIL	NIL
e) Total (a+b+c+d)	NIL	NIL	NIL

<u>Details of acquisition/sale/ disposed off</u>		% w.r.t. total share/ voting capital wherever applicable	% w.r.t. total diluted share/ voting capital of the TC(*)
a) Shares carrying voting rights acquired/sold / disposed off	NIL	NIL	NIL
	NIL	NIL	NIL
	NIL	NIL	NIL
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) VRs acquired /sold otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	NIL	NIL	NIL
e) Total (a+b+c+d)	NIL	NIL	NIL
<u>After the acquisition/sale,-disposed off holding of:</u>			
a) Shares carrying voting rights	NIL	NIL	NIL
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) VRs otherwise than by shares	NIL	NIL	NIL

Vineet Suchanti

13 B, Jolly Maker Apt 1,
Cuffe Parade,
Mumbai 400005

d). Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NIL	NIL	NIL
e) Total (a+b+c+d)	NIL	NIL	NIL
Mode of <u>acquisition</u> / <u>sale</u> (e.g. open market / off market / public issue / rights issue / preferential allotment / inter-se transfer etc)	Acquisition of 1,58,880 Equity shares by Mr. Vineet Suchanti in NSS Digital Media Limited which is promoter group company of the target company holding 55.92%. The proposed acquisition of shares in NSS Digital Media Limited will result into indirect control of 32.70% of the Target Company		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Not Applicable		
Date of disposed off acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	28 th March 2025		
Equity share capital / total voting capital of the TC before the said disposed off acquisition / sale	Rs. 5,56,66,370/- (55,66,637 Equity shares of Rs.10/- each)		
Equity share capital/ total voting capital of the TC after the said disposed off acquisition / sale	Rs. 5,56,66,370/- (55,66,637 Equity shares of Rs.10/- each)		
Total diluted share/voting capital of the TC after the said acquisition / sale .	Rs. 5,56,66,370/- (55,66,637 Equity shares of Rs.10/- each)		

Vineet Suchanti

*13 B, Jolly Maker Apt 1,
Cuffe Parade,
Mumbai 400005*

Part B*****

Name of the Target Company: **Keynote Financial Services Limited**

Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Whether the acquirer belongs to the Promoter/ Promoter group	PAN of the acquirer and/or PACs
NA	NA	NA



Vineet Nirmal Suchanti
Acquirer/Promoter

Date: 28th March 2025
Place: Mumbai

- (*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.
- (**) Diluted share/ voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/ warrants into equity shares of the TC.
- (***) Part-B shall be disclosed to the Stock Exchanges but shall not be disseminated.

(\$) Mr. Nirmal Harschand Suchanti and Mrs. Puspha Nirmal Suchanti have transferred 79,440 and 79,440 Equity shares, respectively of NSS Digital Media Limited to Mr. Vineet Suchanti by virtue of gift. Pursuant to this transfer, the shareholding of Mr. Vineet Suchanti, who was holding 12.81% in NSS Digital Media Limited, has increased to 58.49%. NSS Digital Media Limited is part of the Promoter Group of Target Company ("TC"), holding 55.92% in the TC. The proposed acquisition of shares of NSS Digital Media Limited results into indirect control of 32.70% of the TC.

Vineet Suchanti

*13 B, Jolly Maker Apt 1
Cuffe Parade
Mumbai-400005*

28th March 2025

BSE LIMITED P J Towers Dalal Street, Fort, Mumbai 400 001 Company Code No.: 512597	NATIONAL STOCK EXCHANGE OF INDIA LIMITED Exchange Plaza, Bandra Kurla Complex, Bandra East, Mumbai - 400051 NSE- KEYFINSERV	KEYNOTE FINANCIAL SERVICES LIMITED. The Ruby, 9 th Floor, Senapati Bapat Marg Road, Dadar West. Mumbai- 400028.
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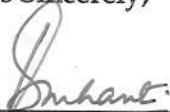
Dear Sir / Madam,

Sub.: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SAST Regulations")

With regard to the captioned subject, please find enclosed herewith disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares & Takeover) Regulations, 2011.

This is for your Information and request you to kindly take on your record.

Thanking You,
Yours Sincerely,



Vineet Nirmal Suchanti
Acquirer/Promoter

Encl: as above

Vineet Suchanti

13 B, Jolly Maker Apt 1

Cuffe Parade

Mumbai-400005

ANNEXURE -1

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	KEYNOTE FINANCIAL SERVICES LIMITED		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Mr. Vineet Nirmal Suchanti		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	<ul style="list-style-type: none"> • BSE Limited • National Stock Exchange of India Limited 		
⑤Details of the acquisition / disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital-of the TC(*)
<u>Before the acquisition/disposed off without consideration, holding of:</u>			
a) Shares carrying voting rights	NIL	NIL	NIL
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	NIL	NIL	NIL
e) Total (a+b+c+d)	NIL	NIL	NIL

<u>Details of acquisition/sale/ disposed off</u>	Number	% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC(*)
a) Shares carrying voting rights acquired/sold /disposed off	NIL	NIL	NIL
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) VRs acquired /sold otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	NIL	NIL	NIL
e) Total (a+b+c+d)	NIL	NIL	NIL
<u>After the acquisition/sale,-disposed off holding of:</u>			
a) Shares carrying voting rights	NIL	NIL	NIL
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) VRs otherwise than by shares	NIL	NIL	NIL

Vineet Suchanti

**13 B, Jolly Maker Apt 1
Cuffe Parade
Mumbai-400005**

d). Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NIL	NIL	NIL
e) Total (a+b+c+d)	NIL	NIL	NIL
Mode of <u>acquisition</u> / <u>sale</u> (e.g. open market / off market / public issue / rights issue / preferential allotment / inter-se transfer etc)	Acquisition of 1,58,880 Equity shares by Mr. Vineet Suchanti in NSS Digital Media Limited which is promoter group company of the target company holding 55.92%. The proposed acquisition of shares in NSS Digital Media Limited will result into indirect control of 32.70% of the Target Company		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Not Applicable		
Date of disposed off acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	28 th March, 2025		
Equity share capital / total voting capital of the TC before the said disposed off acquisition / sale	Rs. 5,56,66,370/- (55,66,637 Equity shares of Rs.10/- each)		
Equity share capital/ total voting capital of the TC after the said disposed off acquisition / sale	Rs. 5,56,66,370/- (55,66,637 Equity shares of Rs.10/- each)		

Vineet Suchanti

13 B, Jolly Maker Apt 1
Cuffe Parade
Mumbai-400005

10. Total diluted share/voting capital of the TC after the said acquisition/ sale.	Rs. 5,56,66,370/- (55,66,637 Equity shares of Rs.10/- each)
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Vineet Nirmal Suchanti
Acquirer/Promoter

Date: 28th March 2025

Place: Mumbai

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/ voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

(§) Mr. Nirmal Harschand Suchanti and Mrs. Puspha Nirmal Suchanti have transferred 79,440 and 79,440 Equity shares, respectively of NSS Digital Media Limited to Mr. Vineet Suchanti by virtue of gift. Pursuant to this transfer, the shareholding of Mr. Vineet Suchanti, who was holding 12.81% in NSS Digital Media Limited, has increased to 58.49%. NSS Digital Media Limited is part of the Promoter Group of Target Company ("TC"), holding 55.92% in the TC. The proposed acquisition of shares of NSS Digital Media Limited results into indirect control of 32.70% of the TC.

PUSHPA SUCHANTI

13-B, Jolly Maker Apartments No. 1
Cuffe Parade,
Mumbai - 400 005

28th March 2025

BSE LIMITED P J Towers Dalal Street, Fort, Mumbai 400 001 Company Code No.: 512597	NATIONAL STOCK EXCHANGE OF INDIA LIMITED Exchange Plaza, Bandra Kurla Complex, Bandra East, Mumbai - 400051 NSE- KEYFINSERV	KEYNOTE FINANCIAL SERVICES LIMITED. The Ruby, 9 th Floor, Senapati Bapat Marg Road, Dadar West. Mumbai- 400028.
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Dear Sir / Madam,

Sub.: Disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("SAST Regulations")

With regard to the captioned subject, please find enclosed herewith disclosure under Regulation 29(2) of SEBI (Substantial Acquisition of Shares & Takeover) Regulations, 2011.

This is for your Information and request you to kindly take on your record.

Thanking You,

Yours Sincerely,

Pushpa Suchanti

Pushpa Nirmal Suchanti
Promoter

Encl: as above

ANNEXURE -1

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	KEYNOTE FINANCIAL SERVICES LIMITED		
Name(s) of the Acquirer/Seller Person Acting in Concert (PAC) with the acquirer	Mrs. Pushpa Nirmal Suchanti (Donor)		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	<ul style="list-style-type: none"> • BSE Limited • National Stock Exchange of India Limited 		
(§) Details of the acquisition/disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital-of the TC(*)
<u>Before the acquisition/disposed off without consideration, holding of:</u>			
a) Shares carrying voting rights	NIL	NIL	NIL
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	NIL	NIL	NIL
e) Total (a+b+c+d)	NIL	NIL	NIL

<u>Details of acquisition/sale/ disposed off</u>		% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC(*)
a) Shares carrying voting rights acquired/sold /disposed off	NIL	NIL	NIL
	NIL	NIL	NIL
	NIL	NIL	NIL
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) VRs acquired /sold otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	NIL	NIL	NIL
e) Total (a+b+c+d)	NIL	NIL	NIL
<u>After the acquisition/sale,-disposed off holding of:</u>			
a) Shares carrying voting rights	NIL	NIL	NIL
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) VRs otherwise than by shares	NIL	NIL	NIL

PUSHPA SUCHANTI

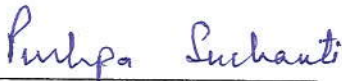
13-B, Jolly Maker Apartments No. 1
Cuffe Parade,
Mumbai - 400 005

d). Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	NIL	NIL	NIL
e) Total (a+b+c+d)	NIL	NIL	NIL
Mode of acquisition / sale (e.g. open market / off-market- / public issue / rights issue / preferential allotment / inter-se transfer etc)	Inter-se Transfer between the immediate relatives by way of gift.		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Not Applicable		
Date of disposed off acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	28 th March 2025		
Equity share capital / total voting capital of the TC before the said disposed off acquisition / sale	Rs. 5,56,66,370/- (55,66,637 Equity shares of Rs.10/- each)		
Equity share capital/ total voting capital of the TC after the said disposed off acquisition / sale	Rs. 5,56,66,370/- (55,66,637 Equity shares of Rs.10/- each)		
Total diluted share/voting capital of the TC after the said acquisition / sale .	Rs. 5,56,66,370/- (55,66,637 Equity shares of Rs.10/- each)		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

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(§) Mr. Nirmal Harschand Suchanti and Mrs. Puspha Nirmal Suchanti have transferred 79,440 and 79,440 Equity shares, respectively of NSS Digital Media Limited to Mr. Vineet Suchanti by virtue of gift. Pursuant to this transfer, the shareholding of Mr. Vineet Suchanti, who was holding 12.81% in NSS Digital Media Limited, has increased to 58.49%. NSS Digital Media Limited is part of the Promoter Group of Target Company ("TC"), holding 55.92% in the TC. The proposed acquisition of shares of NSS Digital Media Limited results into indirect control of 32.70% of the TC.



Pushpa Nirmal Suchanti
Promoter

Place: Mumbai

Date: 28th March 2025

NIRMAL SUCHANTI

13-B, Jolly Maker Apartments No. 1
Cuffe Parade,
Mumbai - 400 005

28th March 2025

BSE LIMITED P J Towers Dalal Street, Fort, Mumbai 400 001 Company Code No.: 512597	NATIONAL STOCK EXCHANGE OF INDIA LIMITED Exchange Plaza, Bandra Kurla Complex, Bandra East, Mumbai - 400051 NSE- KEYFINSERV	KEYNOTE FINANCIAL SERVICES LIMITED. The Ruby, 9 th Floor, Senapati Bapat Marg Road, Dadar West. Mumbai- 400028.
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Dear Sir / Madam,

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This is for your Information and request you to kindly take on your record.

Thanking You,

Yours sincerely,



Nirmal Harschand Suchanti
Promoter

Encl: as above

NIRMAL SUCHANTI

13-B, Jolly Maker Apartments No. 1
Cuffe Parade,
Mumbai - 400 005

ANNEXURE -1

Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	KEYNOTE FINANCIAL SERVICES LIMITED		
Name(s) of the Acquirer/Seller Person Acting in Concert (PAC) with the acquirer	Mr. Nirmal Harschand Suchanti (Donor)		
Whether the acquirer belongs to Promoter/Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	<ul style="list-style-type: none"> • BSE Limited • National Stock Exchange of India Limited 		
(\$) Details of the acquisition/ disposal as follows	Number	% w.r.t. total share/voting capital wherever applicable (*)	% w.r.t. total diluted share/voting capital-of the TC(*)
<u>Before the acquisition/disposed off without consideration, holding of:</u>			
a) Shares carrying voting rights	NIL	NIL	NIL
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) Voting rights (VR) otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	NIL	NIL	NIL
e) Total (a+b+c+d)	NIL	NIL	NIL

<u>Details of acquisition/sale/ disposed off</u>		% w.r.t. total share/voting capital wherever applicable	% w.r.t. total diluted share/voting capital of the TC(*)
a) Shares carrying voting rights acquired/sold /disposed off	NIL	NIL	NIL
	NIL	NIL	NIL
	NIL	NIL	NIL
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) VRs acquired /sold otherwise than by shares	NIL	NIL	NIL
d) Warrants/convertible securities/ any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	NIL	NIL	NIL
e) Total (a+b+c+d)	NIL	NIL	NIL
<u>After the acquisition/sale,-disposed off holding of:</u>			
a) Shares carrying voting rights	NIL	NIL	NIL
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	NIL	NIL	NIL
c) VRs otherwise than by shares	NIL	NIL	NIL

NIRMAL SUCHANTI

13-B, Jolly Maker Apartments No. 1
Cuffe Parade,
Mumbai - 400 005

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Mode of acquisition / sale (e.g. open market / off-market/ public issue / rights issue / preferential allotment / inter-se transfer etc)	Inter-se Transfer between the immediate relatives by way of gift.		
Salient features of the securities acquired including time till redemption, ratio at which it can be converted into equity shares, etc.	Not Applicable		
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Total diluted share/voting capital of the TC after the said acquisition / sale .	Rs. 5,56,66,370/- (55,66,637 Equity shares of Rs.10/- each)		

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Nirmal Harschand Suchanti
Promoter

Place: Mumbai

Date: 28th March S 2025

