

# KEYNOTE

Ref # Key25/Stock Exchange Let/Sk(75)

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

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

We wish to inform you that the company has received an advance intimation of inter se transfer between the promoters under Regulation 10(1)(a)(i) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, from Vineet Suchanti, stating his intention to acquire additional 59,880 equity shares or constituting 45.68% of the outstanding equity share capital of NSS Digital Media Limited (promoter of the Company) 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.

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](mailto:info@keynoteindia.net) Website [www.keynoteindia.net](http://www.keynoteindia.net)  
CIN - L67120MH1993PLC072407

*Vineet Suchanti*

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

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24<sup>th</sup> 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,

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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, 9<sup>th</sup> Floor, Senapati  
Bapat Marg Road, Dadar West,  
Mumbai- 400028  
mail: [simran@keynoteindia.net](mailto: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 <sup>th</sup> 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.	<b>Rationale, if any, for the proposed transfer</b>	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.		<b>Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from making open Offer</b>	Regulation 10(1)(a)(i) of the SEBI (SAST) Regulations, 2011.
6.		<b>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.</b>	Not Applicable
7.		<b>If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.</b>	Not Applicable
8.		<b>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.</b>	Not Applicable
9.		<b>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)</b>	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.		<b>Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.</b>	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
	<b>a</b>	<b>Acquirer(s) and PACs (other than sellers)(*)</b>	31,12,256	55.92	31,12,256	55.92
	<b>b</b>	<b>Seller (s)</b>	31,12,256	55.92	31,12,256	55.92

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**Vineet Suchanti**  
**Proposed Acquirer**  
**Shareholder of NSS Digital Media Limited**

**Place: Mumbai**  
**Date: 24<sup>th</sup> 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.**