

DCS/FL/PB/ESOP-IP/888/2020-21

“E-Letter”

December 9, 2020

The Company Secretary
Xtglobal Infotech Ltd.
Plot Nos. 31 (part) & 32, Third Floor,
Tower A, Ramky Selenium, Financial District Nanakramguda,
Hyderabad, Telangana - 500032

Dear Sir/Madam,

Re: Application of In-principle approval for 50,00,000 Equity shares of Re. 1/- each to be issued under Xtglobal Infotech Ltd Employee Stock Benefit Scheme - 2020.

We acknowledge the receipt of your letter on the captioned matter regarding in-principle approval for issue and allotment of 50,00,000 Equity shares of Re. 1/- each to be allotted by the Company, upon exercise of stock options in terms of SEBI (Shares Based Employee Benefits) Regulations 2014, together with copy of statement under Reg 10(b) and other enclosures and subsequent submissions by the company. In this regard, the Exchange is pleased to grant in-principle approval for issue and allotment of a maximum of 50,00,000 Equity Shares, which are likely to arise out of exercise of options as and when exercised under the Scheme subject to the company fulfilling the following conditions:

1. The company shall notify the Exchange as per the format prescribed under Reg 10(c) of (Share Based Employee Benefits) Regulations, 2014 together with listing application after the shares were allotted and the same are credited to the beneficiaries account or share certificates have been dispatched, as may be applicable.
2. Payment of fees as may be prescribed from time to time.
3. Receipt of statutory and other approvals and compliance of guidelines issued by the statutory authorities including SEBI, RBI, and MCA etc.
4. Compliance to all guidelines/regulation/directions of the Exchange or any statutory authorities, documentary requirements from time to time.
5. Compliance of all conditions of Listing Agreement as on date of Listing.
6. Compliance to the Companies Act, 1956 / 2013 and other applicable laws.
- 7 Submissions of documents as given in the Checklist available on the BSE website under link <http://www.bseindia.com/static/about/downloads.aspx?expandable=2>

The Exchange reserves its right to withdraw its in-principle approval at any later stage if the information submitted to the Exchange is found to be incomplete/incorrect/misleading/false or for any contravention of Rules, Bye-laws and Regulations of the Exchange, Listing Agreement, Guidelines/Regulations issued by statutory authorities etc.

Kindly note that the Exchange will issue trading permission from time to time upon receipt of notification under Reg. 10(c) and subject to the compliance of the conditions as stated above.

Yours faithfully,

Sd/-
Nitinkumar Pujari
Senior Manager