

**Date:** 26<sup>th</sup> October, 2020

**To,**  
**The Secretary**  
**Listing Department**  
**BSE Limited**  
P.J Towers, Dalal Street, Fort,  
Mumbai - 400 001  
**Scrip Code: 531723/ 570005**

**To**  
**The Manager,**  
**Listing Department**  
**National Stock Exchange of India Limited**  
Exchange Plaza. 5th Floor, Plot No. C/1, G Block  
Bandra-Kurla Complex, Bandra (E)  
Mumbai-400051, Maharashtra.  
**Symbol: STAMPEDE/ SCAPDVR**

Dear Sir/Madam,

**Sub: Intimation regarding receipt of Observation Letters from Stock Exchanges Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) of the Draft Scheme of Reduction of Capital of Stampede Capital Limited and their respective shareholders**

Pursuant to Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015, we wish to inform you that our Company has received observation letters from Stock Exchanges Bombay Stock Exchange (BSE) and National Stock Exchange (NSE) of the Draft Scheme of Reduction of Capital of Stampede Capital Limited vide their letters dated 22.10.2020 and 26.10.2020 respectively regarding Draft Scheme of Reduction of Capital of Stampede Capital Limited and their respective shareholders under Section 66 and other applicable provision of the Companies Act, 2013.

We further inform you that, the **trading window for dealing in securities of the Company by designated person is already closed vide letter dated September 30, 2020 to BSE and NSE by the Company** and shall remain closed till 48 hours after the declaration of Un-Audited Financial Results of the Company for the quarter and half Year ended September 30, 2020 in compliance with SEBI (Prohibition of Insider Trading) Regulations 2015.

This disclosure will also be made available on the website of the Company and can be accessed at: [http://www.stampedecap.com/investor\\_relations.html](http://www.stampedecap.com/investor_relations.html)

We request you to take the above on your record.  
Enclosed as above

**For STAMPEDE CAPITAL LIMITED**

  
**Abhishek Jain**  
Company Secretary



**Date:** 26.10.2020  
**Place:** Hyderabad

**Stampede Capital Ltd.**

Royal Pavilion Apartment, H. No. 6-3-787, Flat No. 1003, Block - A, 10<sup>th</sup> Floor, Ameerpet, Hyderabad TG 500016 IN.T: +91 40 234 05683/84, Email: [cs@stampedecap.com](mailto:cs@stampedecap.com), [www.stampedecap.com](http://www.stampedecap.com)  
**CIN: L67120TG1995PLC020170**

**National Stock Exchange Of India Limited**

Ref: NSE/LIST/20893\_III

October 26, 2020

The Company Secretary  
Stampede Capital Limited  
A to Z Elite, 1st Floor, Plot No. 197,  
Guttalabegumpet Village, Madhapur,  
Hyderabad-500034

**Kind Attn.: Mr. Abhishek Jain**

Dear Sir,

**Sub: Observation Letter for Draft Scheme of Reduction of Capital of Stampede Capital Limited and their respective shareholders**

We are in receipt of the Draft Scheme of Reduction of Capital of Stampede Capital Limited and their respective shareholders vide application dated May 17, 2019.

Based on our letter reference no Ref: NSE/LIST/20893 submitted to SEBI and pursuant to SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017 ('Circular'), kindly find following comments on the draft scheme:

- 1. The Company shall comply with Section 66 and other applicable provisions of the Companies Act, 2013.*
- 2. The Company shall ensure that additional information, if any, submitted by the Company, after filing the Scheme with the stock exchange, and from the date of the receipt of this letter is displayed on the website of the listed company.*
- 3. The Company shall duly comply with various provisions of the Circular.*
- 4. The Company is advised that the observations of SEBI/Stock Exchanges shall be incorporated in the petition to be filed before National Company Law Tribunal (NCLT) and the company is obliged to bring the observations to the notice of NCLT.*
- 5. It is to be noted that the petitions are filed by the company before NCLT after processing and communication of comments/observations on draft scheme by SEBI/ stock exchange. Hence, the company is not required to send notice for representation as mandated under section 230(5) of Companies Act, 2013 to SEBI again for its comments/ observation/ representations.*

It is to be noted that the petitions are filed by the company before NCLT after processing and communication of comments/observations on draft scheme by SEBI/ stock exchange. Hence, the company is not required to send notice for representation as mandated under section 230(5) of Companies Act, 2013 to National Stock Exchange of India Limited again for its comments/observations/ representations.

This Document is Digitally Signed

Based on the draft scheme and other documents submitted by the Company, including undertaking given in terms of Regulation 11 of SEBI (LODR) Regulations, 2015, we hereby convey our “No-objection” in terms of Regulation 94 of SEBI (LODR) Regulations, 2015, so as to enable the Company to file the draft scheme with NCLT.

However, the Exchange reserves its rights to raise objections at any 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 Regulations, Guidelines / Regulations issued by statutory authorities.

The validity of this “Observation Letter” shall be six months from October 26, 2020 within which the scheme shall be submitted to NCLT.

Yours faithfully,  
For National Stock Exchange of India Limited

Jiten Patel  
Manager

P.S. Checklist for all the Further Issues is available on website of the exchange at the following URL [http://www.nseindia.com/corporates/content/further\\_issues.htm](http://www.nseindia.com/corporates/content/further_issues.htm)

This Document is Digitally Signed

Signer: Jiten Bharat Patel  
Date: Mon, Oct 26, 2020 20:10:33 IST  
Location: NSE



**DCS/AMAL/SD/R37/1821/2020-21**

**“E-Letter”**

**October 22, 2020**

The Company Secretary,  
**Stampede Capital Limited.**

Royal Pavilian Apartment, H. No. 6-3-787,  
Block - A, Flat No. 1003, Ameerpet,  
Hyderabad, Telangana, 500016.

Sir,

**Sub: Observation letter regarding the Draft Scheme of Reduction of Share Capital by Stampede Capital Limited.**

We are in receipt of the Draft Scheme of Reduction of Share Capital by Stampede Capital Limited filed as required under SEBI Circular No. CFD/DIL3/CIR/2017/21 dated March 10, 2017; SEBI vide its letter dated October 22, 2020 has inter alia given the following comment(s) on the draft scheme of Reduction:

- **“The company shall comply with the Section 66 and other applicable provisions of the Companies Act 2013.”**
- **“Company shall ensure that additional information, if any, submitted by the Company, after filing the Scheme with the Stock Exchange, and from the date of receipt of this letter is displayed on the websites of the listed company and the stock exchanges.”**
- **“Company shall duly comply with various provisions of the Circular/ provisions of SEBI rules and regulations.”**
- **“Company is advised that the observations of SEBI/Stock Exchanges shall be incorporated in the petition to be filed before National Company Law Tribunal (NCLT) and the company is obliged to bring the observations to the notice of NCLT.”**
- **“It is to be noted that the petitions are filed by the company before NCLT after processing and communication of comments/observations on draft scheme by SEBI/stock exchange. Hence, the company is not required to send notice for representation as mandated under section 230(5) of Companies Act, 2013 to SEBI again for its comments / observations / representations.”**

Accordingly, based on aforesaid comment offered by SEBI, the company is hereby advised:

- To provide additional information, if any, (as stated above) along with various documents to the Exchange for further dissemination on Exchange website.
- To ensure that additional information, if any, (as stated aforesaid) along with various documents are disseminated on their (company) website.
- To duly comply with various provisions of the circulars.

In light of the above, we hereby advise that we have no adverse observations with limited reference to those matters having a bearing on listing/de-listing/continuous listing requirements within the provisions of Listing Agreement, so as to enable the company to file the scheme with Hon'ble NCLT.

Further, where applicable in the explanatory statement of the notice to be sent by the company to the shareholders, while seeking approval of the scheme, it shall disclose information about unlisted company involved in the format prescribed for abridged prospectus as specified in the circular dated March 10, 2017.

Kindly note that as required under Regulation 37(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the validity of this Observation Letter shall be six months from the date of this Letter, within which the scheme shall be submitted to the NCLT.

The Exchange reserves its right to withdraw its 'No adverse observation' at any 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.

Please note that the aforesaid observations does not preclude the Company from complying with any other requirements.

Further, it may be noted that with reference to Section 230 (5) of the Companies Act, 2013 (Act), read with Rule 8 of Companies (Compromises, Arrangements and Amalgamations) Rules 2016 (Company Rules) and Section 66 of the Act read with Rule 3 of the Company Rules wherein pursuant to an Order passed by the Hon'ble National Company Law Tribunal, a Notice of the proposed scheme of compromise or arrangement filed under sections 230-232 or Section 66 of the Companies Act 2013 as the case may be **is required to be served upon the Exchange seeking representations or objections if any.**

In this regard, with a view to have a better transparency in processing the aforesaid notices served upon the Exchange, the Exchange has **already introduced an online system of serving such Notice along with the relevant documents of the proposed schemes through the BSE Listing Centre.**

Any service of notice under Section 230 (5) or Section 66 of the Companies Act 2013 seeking Exchange's representations or objections if any, **would be accepted and processed through the Listing Centre only and no physical filings would be accepted.** You may please refer to circular dated February 26, 2019 issued to the company.

Yours faithfully,

sd/-

**Nitinkumar Pujari**  
**Senior Manager**