

ZAGGLE/25-26/28

June 5, 2025

To Listing Department, NATIONAL STOCK EXCHANGE OF INDIA LIMITED Exchange Plaza, Plot No C/1, G Block Bandra Kurla Complex, Bandra (East), Mumbai -400 051, Maharashtra Company Symbol: ZAGGLE	To The Corporate Relations Department BSE LIMITED Phiroz Jeejeebhoy Towers, 25 th Floor, Dalal Street, Mumbai -400 001, Maharashtra Company Scrip Code: 543985
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Dear Sir / Madam,

Sub: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that the Company has agreed to acquire 100% shares capital and voting rights in Dice Enterprises Private Limited from the existing shareholders of Dice Enterprises Private Limited subject to execution of definitive agreements and completion of certain identified conditions precedent. In this regard, the Company has executed a non-binding term sheet on June 5, 2025.

The mode of acquisition (cash consideration / shares swap) will be determined by the Board of Directors at a later stage, and the same shall be duly communicated to the stock exchange in accordance with applicable regulatory requirements.

The proposed acquisition by the Company will be effected on such terms and conditions as may be contained in the Share Purchase Agreement and/or definite agreement to be executed by the parties to the transaction.

Details of the proposed acquisition, as required under Regulation 30 of SEBI LODR Regulations, read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 ("SEBI Circular"), are mentioned in Annexure I.

Please take the information on record.

Thanking you

Yours faithfully,
For Zaggle Prepaid Ocean Services Limited

Hari Priya
Company Secretary and Compliance Officer

Encl: As above

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Zaggle Prepaid Ocean Services Limited

Regd. Office : 15th Floor, Western Block, "Vamsiram – Suvarna Durga Tech Park", Nanakramguda Village, Serilingampally Mandal, GHMC Serilingampally Circle, Ranga Reddy District, 500032, Telangana.

CIN: L65999TG2011PLC074795 | accounts.hyd@zaggle.in | www.zaggle.in

Annexure I

Disclosure under sub-para (1) [i.e. Acquisition(s) (including agreement to acquire)] of Para (A) of Part (A) of Schedule III of the Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

Sl. No.	Particulars	Details
1	Name of the target entity, details in brief such as size, turnover etc.	<p>Name: Dice Enterprises Private Limited (Dice)</p> <p>Size: Authorized share capital of Rs. 10,00,000/- divided into 40,000/- equity shares of Rs. 10/- each and 60,000/- Compulsory Convertible Preference Shares of Rs.10 each.</p> <p>Paid up capital of Rs. 1,88,890/- divided into 11,296/- equity shares of Rs. 10/- each and 7,593/- Compulsory Convertible Preference Shares of Rs.10 each.</p> <p>Turnover: Dice has achieved a turnover of Rs. 6.32 Crores for the Financial year 2023-24.</p>
2	whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at “arm’s length”;	No, the acquisition would not fall within related party transaction(s) and the promoter/ promoter group/ group companies have no interest in the entity being acquired.
3	Industry to which the entity being acquired belongs;	Spend Management
4	objects and impact of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	The acquisition expands our product offerings for our customers and gives us access to a large base of existing customers of the target entity. Along with this, the combined product offering enables us to expand further in the Indian market as well as open up opportunities for providing solutions globally. As part of the acquisition, we also get the ability to onboard a highly technically skilled workforce which would enhance our future product capabilities as well.

5	brief details of any governmental or regulatory approvals required for the acquisition;	Not Applicable						
6	indicative time period for completion of the acquisition;	Within the period of 90 days from the date of approval by the Board of Directors of the Company						
7	consideration - whether cash consideration or share swap or any other form and details of the same;	The mode of acquisition (cash consideration / shares swap) will be determined by the Board of Directors at a later stage.						
8	cost of acquisition and/or the price at which the shares are acquired;	The Company will acquire 100% shareholding of Dice for a total aggregate consideration of Rs. 123 Crores.						
9	percentage of shareholding / control acquired and / or number of shares acquired;	Same as mentioned at Point No. 8						
10	brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	a. Brief background: Dice Enterprises Pvt Ltd is a spend management platform providing travel & expense management, accounts payable management and procurement management solutions						
		b. Date of incorporation: January 12, 2018						
		c. Last three years' turnover:						
		(Amount in Crores)						
		<table><tr><td>FY 2021-22</td><td>FY 2022-23</td><td>FY 2023-24</td></tr><tr><td>1.39</td><td>3.87</td><td>6.32</td></tr></table>			FY 2021-22	FY 2022-23	FY 2023-24	1.39
FY 2021-22	FY 2022-23	FY 2023-24						
1.39	3.87	6.32						
d. The entity has its presence only in India.								