

# KARANBHUMI ESTATES PRIVATE LIMITED

**Date:** May 10, 2025

**Scrip Code – 533520**

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street,

MUMBAI – 400 001

**YAARI**

**National Stock Exchange of India Limited**

“Exchange Plaza”, Bandra-Kurla Complex,  
Bandra (East),

MUMBAI – 400 051

**Sub: Disclosure pursuant to Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended**

Dear Sirs,

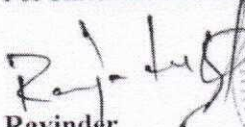
To achieve restructuring of Promoters existing shareholding in Yaari Digital Integrated Services Limited (“the Target Company” or “the TC”), an aggregate of 1,88,74,064 shares of TC was transferred through inter se transfer on May 8, 2025 between the Promoter group entities. Towards the same, please find enclosed a disclosure, in the prescribed format, pursuant to Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, with respect to change in our shareholding.

This is for your information and record.

Thanking you,

Yours truly,

For Karanbhumi Estates Private Limited

  
Ravinder  
Authorised Signatory



Encl: as above

CC:

The Board of Directors

**Yaari Digital Integrated Services Limited**

**5th Floor, Plot No. 108, IT Park, Udyog Vihar, Phase 1,**

**Industrial Complex Dundahera, Gurgaon- 122016, Haryana**

# KARANBHUMI ESTATES PRIVATE LIMITED

## DISCLOSURE OF DETAILS OF DISPOSAL/ACQUISITION TO TARGET COMPANY AND STOCK EXCHANGES WHERE THE SHARES OF THE TARGET COMPANY ARE LISTED, IN TERMS OF REGULATION 29(2) OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011

|                                                                                |                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                            |                                                         |
|--------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------|---------------------------------------------------------|
| 1                                                                              | Name of the Target Company (TC)                                                                                                                                        | <b>Yaari Digital Integrated Services Limited</b>                                                                                                                                                                                                                                                                                                                                                                                  |                                                            |                                                         |
| 2                                                                              | Name(s) of the Acquirer and Persons Acting in Concert (PACs) with the acquirer                                                                                         | <b><u>Acquirer:</u></b><br>Karanbhumi Estates Private Limited<br><br><b><u>PACs:</u></b><br>Mr. Sameer Gehlaut<br>Kritikka Infrastructure Private Limited<br>Meru Minerals Private Limited<br>Galax Minerals Private Limited<br>Powerscreen Media Private Limited<br>Calleis Constructions Private Limited<br>Calleis Real Estate Private Limited<br>Calleis Properties Private Limited<br>Jyestha Infrastructure Private Limited |                                                            |                                                         |
| 3                                                                              | Whether the acquirer belongs to Promoter/Promoter group                                                                                                                | Yes                                                                                                                                                                                                                                                                                                                                                                                                                               |                                                            |                                                         |
| 4                                                                              | Name(s) of the Stock Exchange(s) where the shares of TC are Listed                                                                                                     | BSE Limited<br>National Stock Exchange of India Limited                                                                                                                                                                                                                                                                                                                                                                           |                                                            |                                                         |
| 5                                                                              | 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 |
| <b><u>Before the acquisition/disposal under consideration, holding of:</u></b> |                                                                                                                                                                        |                                                                                                                                                                                                                                                                                                                                                                                                                                   |                                                            |                                                         |
| (a)                                                                            | Shares carrying voting rights                                                                                                                                          | <b><u>Acquirer:</u></b><br>Nil<br><br><b><u>PACs:</u></b><br>2,75,77,640<br>fully paid-up equity shares                                                                                                                                                                                                                                                                                                                           | Nil<br><br>27.46%*                                         | Nil<br><br>27.46%*                                      |
| (b)                                                                            | Shares in the nature of encumbrance (pledge/ lien/non-disposal undertaking/ others)                                                                                    | Nil                                                                                                                                                                                                                                                                                                                                                                                                                               | Nil                                                        | Nil                                                     |
| (c)                                                                            | Voting rights (VRs) 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)                                                                            | <b>Total (a + b + c + d)</b>                                                                                                                                           | <b>2,75,77,640<br/>fully paid-up equity shares</b>                                                                                                                                                                                                                                                                                                                                                                                | <b>27.46%*</b>                                             | <b>27.46%*</b>                                          |

Registered Office: 2nd Floor, 591, Udyog Vihar, Phase-V Gurugram- 122016, Haryana  
(CIN: U45201HR2006PTC078785)

Email id: secretarialgurgaon@yahoo.in ; Contact no. 0124-2970591



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| <b>Details of acquisition / (sale):</b>        |                                                                                                                                                                                          |                                                                                                                                                 |               |               |
|------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------|---------------|---------------|
| (a)                                            | Shares carrying voting rights acquired/(sold)                                                                                                                                            | <b>Acquirer:</b><br>1,00,79,525<br>fully paid-up equity shares<br><br><b>PACs (See Note 1):</b><br>(1,00,79,525)<br>fully paid-up equity shares | 10.04%^       | 10.04%^       |
| (b)                                            | Voting rights (VRs) acquired/ (sold) otherwise than by shares                                                                                                                            | Nil                                                                                                                                             | Nil           | Nil           |
| (c)                                            | 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           |
| (d)                                            | Shares encumbered / invoked/released by the acquirer                                                                                                                                     | Nil                                                                                                                                             | Nil           | Nil           |
| (e)                                            | <b>Total (a + b + c +/- d)</b>                                                                                                                                                           | <b>Nil</b>                                                                                                                                      | <b>0.00%</b>  | <b>0.00%</b>  |
| <b>After the acquisition / sale, holding :</b> |                                                                                                                                                                                          |                                                                                                                                                 |               |               |
| (a)                                            | Shares carrying voting rights                                                                                                                                                            | <b>Acquirer:</b><br>1,00,79,525<br><br><b>PACs:</b><br>1,74,98,115<br>fully paid-up equity shares                                               | 10.04%        | 10.04%        |
| (b)                                            | Shares encumbered with the acquirer                                                                                                                                                      | Nil                                                                                                                                             | Nil           | Nil           |
| (c)                                            | Voting rights (VRs) 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) after acquisition | Nil                                                                                                                                             | Nil           | Nil           |
| (e)                                            | <b>Total (a + b + c + d)</b>                                                                                                                                                             | <b>2,75,77,640<br/>fully paid-up equity shares</b>                                                                                              | <b>27.46%</b> | <b>27.46%</b> |



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|    |                                                                                                                                           |                                                                                                           |
|----|-------------------------------------------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------|
| 6  | Mode of acquisition / sale (e.g. open market/off-market/public issue/rights issue/preferential allotment / <i>inter-se</i> transfer etc.) | Inter-se transfer (off-market)                                                                            |
| 7  | Date of acquisition/ sale of shares/VR or date of receipt of intimation of allotment of shares, whichever is applicable                   | May 8, 2025                                                                                               |
| 8  | Equity share capital / total voting capital of the target company before the said acquisition / sale                                      | Rs. 20,08,84,518 (comprising 10,04,42,259 fully paid-up equity shares having face value of Rs. 2/- each). |
| 9  | Equity share capital/total voting capital of the target company after the said acquisition / sale                                         | Rs. 20,08,84,518 (comprising 10,04,42,259 fully paid-up equity shares having face value of Rs. 2/- each). |
| 10 | Total diluted capital/ voting capital of the target company after the said acquisition / sale                                             | Rs. 20,08,84,518 (comprising 10,04,42,259 fully paid-up equity shares having face value of Rs. 2/- each). |

\* Percentage has been computed on paid-up share capital of the Target Company comprising of 10,04,42,259 fully paid-up equity shares having face value of Rs. 2/- each.

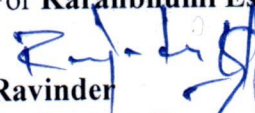
^ Indicates difference between pre and post acquisition / sale percentage shareholding in the Target Company.

## Note 1:

| S. No                               | Transferor PACs                        | Total No. of Equity shares transferred through <i>inter se</i> transfer | % to total share / voting capital |
|-------------------------------------|----------------------------------------|-------------------------------------------------------------------------|-----------------------------------|
| 1                                   | Jyestha Infrastructure Private Limited | (46,79,525)                                                             | (4.66%)                           |
| 2                                   | Calleis Constructions Private Limited  | (54,00,000)                                                             | (5.38%)                           |
| 3                                   | Calleis Real Estate Private Limited    | (54,00,000)                                                             | (5.38%)                           |
| 4                                   | Calleis Properties Private Limited     | (33,94,539)                                                             | (3.38%)                           |
| <b>Total shares transferred (a)</b> |                                        | <b>(1,88,74,064)</b>                                                    | <b>(18.80%)</b>                   |

| S. No                                              | Acquirer PACs                           | Total No. of Equity shares acquired through <i>inter se</i> transfer | % to total share / voting capital |
|----------------------------------------------------|-----------------------------------------|----------------------------------------------------------------------|-----------------------------------|
| 1                                                  | Kritikka Infrastructure Private Limited | 87,94,539                                                            | 8.76%                             |
| <b>Total shares acquired (b)</b>                   |                                         | <b>87,94,539</b>                                                     | <b>8.76%</b>                      |
| <b>Net Acquisition / (sale) by PACs[(a) – (b)]</b> |                                         | <b>(1,00,79,525)</b>                                                 | <b>(10.04)%</b>                   |

For Karanbhumi Estates Private Limited

  
**Ravinder**  
 Authorised Signatory

Date: May 10, 2025

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