

To

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001 Scrip Code: 542752	National Stock Exchange of India Ltd Exchange Plaza, 5th Floor, Plot No. C-1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai - 400 051 Symbol: AFFLE
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Subject: Intimation of Alteration in the Memorandum of Association and Articles of Association

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the members of the Company at its Annual General Meeting held on September 23, 2021, have approved the following:

1. Alteration of the Capital Clause of the Memorandum of Association ("MOA") of the Company.
2. Alteration of Articles of Association ("AOA") of the Company with regard to deletion of reference of Common Seal to align with the amendments brought out vide The Companies (Amendment) Act, 2015 no. 21 of 2015 dated May 25, 2015 in the Companies Act, 2013 read with the Rules framed thereunder about the requirement of Common Seal.

Further, the brief details of alteration in MOA and the AOA as required under Regulation 30 read with Part A of the Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 are annexed herewith marked as Annexure A and Annexure B respectively.

We request you to take the same on record.

For Affle (India) Limited



Parmita Choudhury
Company Secretary & Compliance Officer

Encl: As above

Affle (India) Limited

Alteration of the Capital Clause of the Memorandum of Association ("MOA") of the Company

The existing Clause V of the Memorandum of Association of the Company has been substituted thereof by the following new Clause V:

“V. The Authorised Share Capital of the Company is Rs. 300,000,000/- (Rupees Three Hundred Million Only i.e Rupees Thirty Crores Only) divided into 150,000,000 Equity Shares of Rs. 2/- (Rupees Two Only) each , with power to increase or reduce the Capital of the Company and to divide the shares in the capital for the time being into several classes and to attach thereto respectively such preferential, deferred, qualified or special rights, privileges or conditions as may be determined by or in accordance with the Articles of Association of the Company and to vary, modify, amalgamate or abrogate any such rights, privileges or conditions in such manner as maybe for the time being provided by the Articles of Association of the Company.”

Affle (India) Limited

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Alteration of Articles of Association ("AOA") of the Company

The Articles of Association of the Company ("AOA") have been altered by way of deletion/substitution of the following clauses/words of the AOA in conformity with the Companies Act, 2013 and rules made thereunder –

(i) Deletion of Article 1 (tt) and renumbering the Articles after it

(ii) Substitution of sentence "Every certificate shall be under the seal and shall specify the shares to which it relates and the amount paid-up thereon" in Article 10 (c) with "Every certificate shall specify the shares to which it relates and the amount paid-up thereon and shall be signed by two directors or by a director and the Company Secretary."

(iii) Substitution of sentence "Such share certificates shall also be issued in the event of consolidation or sub-division of shares of the Company. Every such certificate shall be issued under the Seal of the Company which shall be affixed in the presence of 2 (two) Directors or persons acting on behalf of the Board under a duly registered power of attorney and the Secretary or some other person appointed by the Board for the purpose and the 2 (two) Directors or their attorneys and the Secretary or other person shall sign the shares certificate(s), provided that if the composition of the Board permits, at least 1 (one) of the aforesaid 2 (two) Directors shall be a person other than a Managing Director(s) or an executive Director(s)" in Article 11(d)(i) with "Every certificate shall be signed by two directors or by a director and the Company Secretary."

(iv) Deletion of Article 70 and renumbering the Articles after it