

FOR THE ATTENTION OF PUBLIC SHAREHOLDERS OF

ACCELYA SOLUTIONS INDIA LIMITEDREGISTERED OFFICE: ACCELYA ENCLAVE, 685/2B & 2C, 1ST FLOOR, SHARADA ARCADE,
SATARA ROAD, PUNE – 411 037. TEL: +91 20 6608 3777 AND FAX: +91 20 2423 1639.WEBSITE: <https://w3.accelya.com/>
CIN: L74140PN1986PLC041033

OPEN OFFER FOR ACQUISITION OF UP TO 3,782,966 FULLY PAID UP EQUITY SHARES OF FACE VALUE OF INR 10 EACH, REPRESENTING 25.34% OF THE VOTING SHARE CAPITAL OF ACCELYA SOLUTIONS INDIA LIMITED ("TARGET COMPANY") FROM THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY BY AURORA UK BIDCO LIMITED ("ACQUIRER") TOGETHER WITH VISTA EQUITY PARTNERS PERENNIAL, L.P. ("PAC 1"), VISTA EQUITY PARTNERS PERENNIAL A, L.P. ("PAC 2") AND ACCELYA TOPCO LIMITED ("PAC 3"), (COLLECTIVELY REFERRED TO AS THE "PACS"), IN THEIR CAPACITY AS THE PERSONS ACTING IN CONCERT WITH THE ACQUIRER ("OPEN OFFER" OR "OFFER") PURSUANT TO AND IN COMPLIANCE WITH REGULATIONS 3(1), 4 AND 5(1) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 AND SUBSEQUENT AMENDMENTS THERETO ("SEBI (SAST) REGULATIONS") AT AN OFFER PRICE OF INR 1,042.99 PER EQUITY SHARE.

This advertisement ("Advertisement") is being issued by JM Financial Limited, the manager to the Open Offer ("Manager to the Offer"), for and on behalf of the Acquirer and the PACs in respect of the Offer to the Public Shareholders of the Target Company, pursuant to and in compliance with SEBI Circular SEBI/CIR/CFD/DCR1/CIR/P/2020/83 dated May 14, 2020 and SEBI Circular SEBI/HO/CFD/DCR2/CIR/P/2020/139 dated July 27, 2020 (collectively, "Relaxation Circulars") to supplement:

- the public announcement in connection to the Open Offer, made by the Manager to the Offer on behalf of the Acquirer and PACs to BSE and NSE on November 19, 2019 ("PA");
- the corrigendum to the PA in connection to the Open Offer, made by the Manager to the Offer on behalf of the Acquirer and PACs to BSE and NSE on November 22, 2019 ("Corrigendum to PA");
- the detailed public statement in connection with the Offer, published on December 31, 2019 in all editions of Financial Express (English), all editions of Jansatta (Hindi), Pune edition of Loksatta (Marathi) and Mumbai edition of Navshakti (Marathi) ("DPS");
- the corrigendum to the DPS in connection with the Offer, published on September 23, 2020 in all editions of Financial Express (English), all editions of Jansatta (Hindi), Pune edition of Loksatta (Marathi) and Mumbai edition of Navshakti (Marathi) ("Corrigendum to DPS"); and
- the letter of offer dated September 23, 2020 ("LOF").

Capitalised terms used in this Advertisement and not defined herein shall have the same meaning as ascribed in the LOF.

1. COMPLETION OF DISPATCH

In terms of the Relaxation Circulars and in the light of the COVID-19 pandemic, the LOF has been electronically dispatched to all the Public Shareholders holding Equity Shares of the Target Company as on the Identified Date (who have registered their email IDs with the depositories and/ or the Target Company as on the Identified Date). Further, physical dispatch of the LOF has also been done in respect of all the Public Shareholders to whom electronic dispatch was unsuccessful and to those not having their email IDs registered but have their addresses as per the records of the depositories and/or the Target Company as on the Identified Date, in accordance with the Relaxation Circulars and SEBI (SAST) Regulations.

2. AVAILABILITY OF LETTER OF OFFER

- The LOF along with the Form of Acceptance will be available on the websites of SEBI at www.sebi.gov.in, the Target Company at <https://w3.accelya.com/>, Registrar to the Offer at <https://karisma.kfintech.com>, Manager to the Offer at www.jmfl.com, BSE at www.bseindia.com and NSE at www.nseindia.com.
- The Public Shareholders can also contact the following persons for receiving a soft copy of the LOF and the Form of Acceptance:

JM Financial Limited

Address: 7th Floor, Chergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai 400025, India
Tel No.: +91 22 6630 3030; +91 22 6630 3262
Fax No.: +91 22 6630 3330
Contact Person: Ms. Prachee Dhuri
Email ID: prachee.dhuri@jmfl.com; accelya.openoffer@jmfl.com
Website: www.jmfl.com
SEBI Registration Number: INM000010361

KFin Technologies Private Limited

Address: Selenium Tower- B, Plot No 31 & 32 Gachibowli, Financial District Nanakramguda, Serilingampally, Hyderabad, Telangana - 500032
Tel No.: +91 40 67162222; 18003454001
Fax No.: +91 40 343 1551
Contact Person: M Murali Krishna
Email ID: accelya.openoffer@kfintech.com
Website: <https://karisma.kfintech.com>
SEBI Registration Number: INR000000221

3. BRIEF SCHEDULE OF ACTIVITIES

The schedule of major activities is set forth below:

No.	Activity	Date	Day
1.	Date of commencement of the tendering period	October 5, 2020	Monday
2.	Date of closure of the tendering period	October 16, 2020	Friday
3.	Last date of communicating the rejection/ acceptance and completion of payment of consideration or refund of Equity Shares to the Public Shareholders	November 2, 2020	Monday
4.	Last date for publication of post- Offer public announcement in the newspapers in which this DPS has been published	November 9, 2020	Monday

Note: Where last dates are mentioned for certain activities, such activities may happen on or before the respective last date.

4. OTHER INFORMATION

- The information contained in this Advertisement is in accordance with the Relaxation Circulars.
- The Offer will be implemented through stock exchange mechanism made available by NSE and BSE. The details relating to the procedure for tendering the Equity Shares are more particularly set out in paragraph 7 of the LOF.
- The Advertisement will also be available on the website of SEBI at www.sebi.gov.in, the Target Company at <https://w3.accelya.com/>, Registrar to the Offer at <https://karisma.kfintech.com>, Manager to the Offer at www.jmfl.com, BSE at www.bseindia.com and NSE at www.nseindia.com.

Issued by the Manager to the Offer:

 **JM FINANCIAL**
JM Financial Limited

7th Floor, Chergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai 400025, India.

Tel. No.: +91 22 6630 3030; +91 22 6630 3262; Fax No.: +91 22 6630 3330

Email ID: prachee.dhuri@jmfl.com; Contact Person: Ms. Prachee Dhuri; SEBI Registration Number: INM000010361**On behalf of the Acquirer and the PACs**

Aurora UK Bidco Limited (Acquirer)
Vista Equity Partners Perennial, L.P. (PAC 1)
Vista Equity Partners Perennial A, L.P. (PAC 2)
Accelya Topco Limited (PAC 3)

Place: Mumbai

Date: September 25, 2020