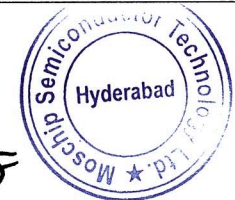


ANNEXURE VI

Brief particulars of the transferee/resulting and transferor/demerged companies:

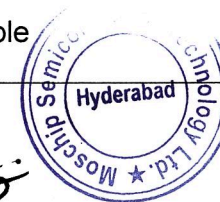
Particulars	Transferee Company	Transferor Company-1	Transferor Company-2
Name of the company	MosChip Semiconductor Technology Limited	First Pass Semiconductor Private Limited	Gigacom Semiconductor Private Limited
Date of Incorporation & details of name changes, if any	27 th July, 1999 MosChip Semiconductor Technology Limited was originally incorporated as NetMos Technology India Private Limited and changed its name to MosChip Semiconductor Technology Private Limited. Later the Company converted into Limited Company and subsequently changed its name to MosChip Semiconductor Technology Limited.	03 rd November, 2010	12 th September, 2012
Registered Office	Plot No. 83 & 84, 02 nd Floor, Punnaiah Plaza, Road No. 02, Banjara Hills, Hyderabad, Telangana – 500 034.	Plot No 11, 2nd Floor, Galton Center, Shilpi Vally, Madhapur, Hyderabad, Telangana – 500081.	8 th Floor, MVR Vinayagar Trade Center, VIP Road CBM Compound, Asilmetta Visakhapatnam, Andhra Pradesh - 530003
Brief particulars of the scheme	This Scheme of Arrangement is presented for the Amalgamation of Transferor Company-1 and Transferor Company-2 (collectively the "Transferor Companies") with the Transferee Company and the consequent dissolution of the Transferor Companies without Winding up and issuance of New Equity Shares (as defined hereinafter) to the shareholders of the Transferor Companies in accordance with the Share Exchange Ratio-1 and Share Exchange Ration-2, pursuant to Section 230 to 232 and other applicable provisions of the Companies Act, 2013. In addition, this Scheme of Amalgamation and Arrangement also provides for various matter consequential or otherwise integrally connected therewith.		

[Handwritten Signature]



Rationale for the scheme	<p>1) The Transferor Companies and the Transferee Company are engaged in the same line of business namely Semiconductor design services. The Transferee Company proposes to acquire the Transferor Companies to expand its scale of business, customer reach and geographical spread. The Transferor Companies have the requisite talent pool which will enhance the skill sets of the transferee Company's business.</p> <p>2) The amalgamation of the Companies will facilitate in providing a complete suite of Semiconductor design services to customers thus augmenting the business and overall profitability. The amalgamation will ensure a complete synergy between all the Companies to further the business prospects and provide a strong and focused base to undertake the business more advantageously. The amalgamation will have beneficial results for the amalgamating companies, their stakeholders and all concerned.</p> <p>3) The synergies created by the scheme of arrangement would increase the organizational capability, the project execution abilities, the operational efficiencies arising from pooling of human capital and leadership having vast experience as well as divergent to compete in an increasingly globalized and competitive industry.</p> <p>4) The proposed arrangement will strengthen the 'MosChip' brand, leading to a stronger market presence with expanded footprint, and providing customers with seamless experience, thus strengthening its position in the industry, in terms of the asset base, revenues, product and service range.</p> <p>5) This Scheme provides for the amalgamation of the Transferor Companies with the Transferee Company and the consequent treatment of assets and liabilities of respective Companies in the manner provided for in the Scheme.</p>		
Date of resolution passed by the Board of Director of the company approving the scheme	23 rd July, 2018	23 rd July, 2018	23 rd July, 2018
Date of meeting of the Audit	23 rd July, 2018	Not Applicable	Not Applicable


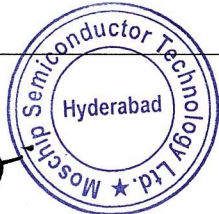
Safar Ali



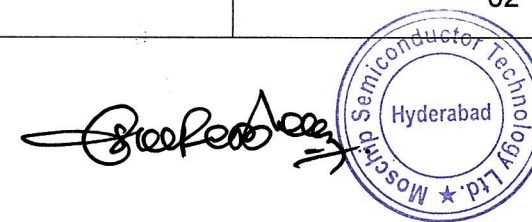
Committee in which the draft scheme has been approved			
Appointed Date	01 st April, 2018	01 st April, 2018	01 st April, 2018
Name of Exchanges where securities of the company are listed	BSE	Not Applicable	Not Applicable
Nature of Business	Semiconductor Services & IoT	Semiconductor Services	Semiconductor Services
Capital before the scheme (No. of equity shares as well as capital in rupees)	147,249,777 Equity shares of Rs.02/- each fully paid up aggregating Rs. 294,499,554 /-	1,250,000 Equity shares of Rs. 10/- each fully paid up aggregating Rs. 12,500,000 /-	10,000 Equity shares of Rs. 10/- each fully paid up aggregating Rs. 100,000 /-
No. of shares to be issued	Not Applicable	46,65,070 equity shares to the shareholders of Transferor Company-1	22,34,000 equity shares to the shareholders of Transferor Company-2




Cancellation of shares on account of cross holding, if any	There is no cross-holding	MosChip is holding 228,750 equity shares of Transferor Company-1, which constitutes 18.30 % of the total capital of Transferor Company-1. Upon scheme become to effective, MosChip shareholding in Transferor Company-1 will stand cancelled.	There is no cross holding
Capital after the scheme (No. of equity shares as well as capital in rupees)	154,148,847 Equity shares of Rs.02/- each fully paid up aggregating Rs. 308,297,694 /-	Nil	Nil
Net Worth Pre Post	(Rs. In crores) Rs. 43.75 Rs. 69.81	(Rs. In crores) 3.78 Nil	(Rs. In crores) 0.53 Nil
Valuation by independent Chartered Accountant – Name of the valuer/valuer firm and Regn no.	Valuer's Report on Share Entitlement Ratio dated 21 st July, 2018 as obtained from K. V. Srinivas & Associates., Chartered Accountants (FRN: 016283S) & CA Bhavani Shankar Mylavarapu, Practicing Chartered Accountant ("Valuer's Report");		
Methods of valuation and value per share arrived under each method with weight given to each	As per pricing formula under SEBI (ICDR) regulation	Weighted Average of Discounted Cash Flow (DCF) method and Profit Earning Capacity Valuation (PECV) method	Weighted Average of Discounted Cash Flow (DCF) method and Profit Earning Capacity Valuation (PECV) method

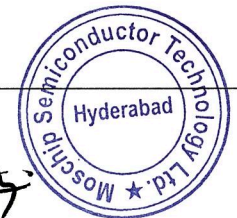



method, if any.												
Fair value per shares	Rs. 33.36	Rs. 196.43	Rs.7,610.17									
Exchange ratio	Not Applicable	<ul style="list-style-type: none"> • 4568 (Four Thousand Five Hundred and Sixty Eight only) Equity Shares of the Transferee Company, credited as fully paid-up with rights attached thereto for every 1000 (One thousand) Equity Shares of Rs.10/- each fully paid-up, held by such shareholder in the capital of the Transferor Company-1 ("Share Exchange Ratio - 01"). 	<ul style="list-style-type: none"> • 2234 (Two Thousand Two Hundred and Thirty Four) Equity Shares of the Transferee Company, credited as fully paid-up with rights attached thereto for every 10 (Ten) Equity Share of Rs.10/- each fully paid-up, held by such shareholder in the capital of the Transferor Company-2 ("Share Exchange Ratio - 02"). 									
Name of Merchant Banker giving fairness opinion	Quintessence Enterprises Private Limited, a SEBI Registered Category I Merchant Banker with registration code: INM000011997, having its place of business at 8-2-603/1/VP, B-201, Zahera Nagar, Road No. 10, Banjara Hills, Hyderabad – 500 034.											
Shareholding pattern	Pre		Post		Pre		Post		Pre		Post	
	No. of Shares	% of holding	No. of Shares	% of holding	No. of Shares	% of holding	No. of Shares	% of holding	No. of Shares	% of holding	No. of Shares	% of holding
Promoter	89,524,737	60.80	89,524,737	58.08	1021250	81.7	NIL	NIL	10,000	100	NIL	NIL
Public	57,725,040	39.20	64,624,110	41.92	228750	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Transferee Company	NA	NA	NA	NA	NA	18.3	NIL	NIL	NIL	NIL	NIL	NIL
Custodian	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL	NIL
TOTAL	147,249,777	100	154,148,847	100	1,250,000	100	NIL	NIL	10,000	100	NIL	NIL
No of shareholders	19,733				04				02			



Names of the Promoters (with PAN nos.)	S, No	Name of the Promoter	PAN	S, No	Name of the Promoter	PAN	S, No	Name of the Promoter	PAN
	01	Oshin Global Pte Ltd	AAFCT6757P	01	Kondaveeti Venkata Giri Babu	AIDPK7339M	01	Venkata Sudhakar Simhadri	AVNPS0649D
02	K. Ramachandra Reddy	AGFPK2317P	02	Kakumanu Srinivasa Rao	ABYPK9970A	02	Kondaveeti Venkata Giri Babu	AIDPK7339M	
03	Damodar Rao Gummadapu	BJEPG7977A	03	Venkata Sudhakar Simhadri	AVNPS0649D				
04	Eiji Holdings Pte Ltd	AAFCE0598R	04	Rekha Karicherla	AQRPK1475G				
05	C Dayakar Reddy	ADIPR7984D							
06	C Surekha Reddy	AESPC0112K							
07	K. Pratibha Reddy	AGFPK2316N							
08	Vinay D Kumar	ABIPK0311R							
09	C Rama Reddy	AIBPC5278R							
10	Joseph K. Wai	AAZPW6619C							
11	Eddie Sin Po Chiu	AHSPC2728G							
12	Gary Kennedy	ATIPK2266K							
13	Art Khachaturian	AUGPK2932H							
14	Steve Shu Fun Kam	AYWPK8498G							
15	Sean Paul Carney	AIJPC8442K							
Names of the Board of Directors (with DIN and PAN nos.)	S. No	Name of the Director	DIN	S. No	Name of the Director	DIN	S. No	Name of the Director	DIN
	01	K. Pradeep Chandra	05345536	01	Venkata Giri Babu Kondaveeti	05310031	01	Venkata Sudhakar Simhadri	01883241
02	K. Ramachandra Reddy	00042172	02	Srinivasa Rao Kakumanu	06726305	02	Venkata Giri Babu Kondaveeti	05310031	
03	Prasad Gajjala	00026718	03	Jayaram Susarla	08077540				
04	D. G. Prasad	00160408	04	Suresh Bachalakura	08077526				
05	Damodar Rao G	07027779							
06	Poornima Shenoy	02270175							
07	Raja Praturi	01819707							
08	Camillo Martino	07785530							

(Handwritten Signature)



	09	Venkata Sudhakar Simhadri	01883241		
Please specify relation among the companies involved in the scheme, if any	The Transferor Companies and the Transferee Company are not related.		Mr. Venkata Sudhakar Simhadri 10 % Shareholder of The Transferor Company-1 is appointed as CEO of Transferee Company w.e.f. 24 th July, 2018.	Mr. Venkata Sudhakar Simhadri 99.99 % Shareholder & Director of The Transferor Company-2 is appointed as CEO of Transferee Company w.e.f. 24 th July, 2018.	
Details regarding change in management control in listed or resulting company seeking listing if any	No change in management and control		Upon scheme becoming effective, the Transferor Company-1 will dissolve without Winding up.	Upon scheme becoming effective, the Transferor Company-2 will dissolve without Winding up.	