

To

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

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

Dear Sir/ Madam,

This is to inform you that Affle International Pte. Ltd., a wholly-owned Singapore subsidiary of the Company has entered into a definitive Share Purchase Agreement to acquire 100% equity ownership in YouAppi Inc. (“YouAppi”).

The details of the transaction as required under SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015 and BSE & NSE Circular (NSE: NSE/CML/2023/11, BSE: 20230127-37) dated January 27, 2023 are enclosed herewith as **Annexure I**.

Submitted for your information and records.

Thanking you,

Yours Faithfully,
For Affle (India) Limited

Parmita Choudhury
Company Secretary & Compliance Officer

Affle (India) Limited

Regd. Office | A47 Lower Ground Floor, Hauz Khas, Off Amar Bhawan, New Delhi-110016
Communication Office | 3rd Floor, Tower-B, Awfis Unitech Cyber Park, Sector – 39, Gurugram-122002, Haryana
(P) 0124-4598749 (W) www.affle.com CIN: L65990DL1994PLC408172

Annexure I

S. No.	Particulars	Details
1.	Name of acquirer	Affle International Pte. Ltd.
2.	Relationship of acquirer with the listed entity	Affle International Pte. Ltd. is a wholly-owned Singapore subsidiary of Affle (India) Limited
3.	Details of other relation with acquirer	None
4.	Name of the target entity	YouAppi Inc, USA (“YouAppi”)
5.	Latest financial parameter of target entity	Financial year ending December 31, 2022 <i>(Unaudited)</i>
	Turnover (Revenue from Operations)	USD 32.83 million
	PAT	USD 2.45 million
	Net worth	USD 4.00 million
6.	Whether the acquisition would fall within Related Party Transaction(s)?	YouAppi is not a related party as on the date of entering into the agreement
7.	Date of board meeting in which RPT approval taken	Not applicable
8.	Date of audit committee meeting in which RPT approval taken	Not applicable
9.	Whether the said RPT is material?	Not applicable
10.	Date of approval from shareholders	Not applicable
11.	Whether the promoter / promoter group / group / associate / holding / subsidiary companies / Director & KMP and its relatives have any interest in the entity being acquired?	No
12.	Nature of interest and details thereof	Not applicable
13.	Whether the same is done at “arm’s length”?	Yes, the transaction has been done at arms' length basis.
14.	Whether special resolution is passed / proposed?	Not applicable
15.	Date of Special Resolution	Not applicable
16.	Industry to which the entity being acquired belongs	Mobile Advertising

Affle (India) Limited

Regd. Office | A47 Lower Ground Floor, Hauz Khas, Off Amar Bhawan, New Delhi-110016
Communication Office | 3rd Floor, Tower-B, Awfis Unitech Cyber Park, Sector – 39, Gurugram-122002, Haryana
(P) 0124-4598749 (W) www.affle.com CIN: L65990DL1994PLC408172

17.	Objects and effects 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)	<p>YouAppi's acquisition is strategic for Affle as it aligns to our Affle2.0 global growth strategy of verticalizing our teams & platforms with deeper platform integrations, to fortify all use cases of our CPCU business in the gaming vertical.</p> <p>We see a lot of synergies with YouAppi's unique gaming focused mobile advertising platform. We look to further strengthen YouAppi as a Consumer Platform business and it is well aligned to our CPCU business model on both iOS & Android platforms, thus unlocking greater consumer conversions for the game developers globally.</p>
18.	Whether any governmental or regulatory approvals are required for the acquisition?	No
19.	Provide brief details of any governmental or regulatory approvals	Not applicable
20.	Whether the transaction will be in tranches	Yes
21.	Indicative time period for completion of the acquisition	Longstop date for completion is 60 days from the date of execution of the agreement
22.	Nature of consideration - whether cash consideration or share swap and details of the same	Cash Consideration
23.	Details of consideration	A total consideration of USD 45 million including upfront consideration of USD 35.44 million for purchase of 100% equity ownership and contingent incremental consideration of USD 9.56 million to be paid after the end of 12 months from the date of completion of the acquisition, subject to performing and fulfilling certain conditions.
24.	Cost of acquisition or the price at which the shares are acquired (Total value) (Rs in Crore)	USD 35.44 million (≈ INR 291 crore) (Refer point no. 23 for more details)
25.	Existing percentage of shareholding held by acquirer	0.0%
26.	Percentage of control acquired	100.0% equity ownership
27.	Percentage of shares acquired (additional if existing holding persists)	100.0% equity ownership (with no ownership prior to the said transaction)

Affle (India) Limited

Regd. Office | A47 Lower Ground Floor, Hauz Khas, Off Amar Bhawan, New Delhi-110016
Communication Office | 3rd Floor, Tower-B, Awfis Unitech Cyber Park, Sector – 39, Gurugram-122002, Haryana
(P) 0124-4598749 (W) www.affle.com CIN: L65990DL1994PLC408172

28.	Brief background about the entity acquired in terms of products/line of business acquired	<p>YouAppi is a global, performance-linked mobile marketing platform. YouAppi Inc. was incorporated in the USA in 2011 and has multiple subsidiaries. They have a strong on-ground presence with teams based out of USA, Israel and Japan.</p> <p>YouAppi delivers a comprehensive range of mobile marketing solutions with real-time results optimization for the fast growing gaming industry globally. YouAppi's programmatic mobile marketing platform deploys AI & ML-powered proprietary technology with granular audience segmentation to engage, re-engage and retain the app users for its customers.</p>		
29.	Date of incorporation	August 10, 2011		
30.	History of last 3 years turnover	Year description	Amount of turnover (in USD million)	Profit After Tax (in USD million)
	1 st Previous year turnover	FY2022	USD 32.83 million	USD 2.45 million
	2 nd Previous year turnover	FY2021	USD 19.49 million	USD (4.37) million
	3 rd Previous year turnover	FY2020	USD 16.01 million	USD (2.51) million
<i>(Note: Financial year of YouAppi is January 1 to December 31)</i>				
31.	Country in which the acquired entity has presence	Operates across EMEA, North America and APAC with key teams, management & operations based out of USA, Israel and Japan		
32.	Any other significant information (in brief)	None		

Affle (India) Limited

Regd. Office | A47 Lower Ground Floor, Hauz Khas, Off Amar Bhawan, New Delhi-110016
Communication Office | 3rd Floor, Tower-B, Awfis Unitech Cyber Park, Sector – 39, Gurugram-122002, Haryana
(P) 0124-4598749 (W) www.affle.com CIN: L65990DL1994PLC408172