

June 5<sup>th</sup>, 2025

To,  
National Stock Exchange of India Limited  
Exchange Plaza, C-1, Block-G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai – 400051

NSE Symbol: MAXPOSURE

Dear Sir/ Madam,

**Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- Acquisition of Additional 35% stake in Neutral Digital Limited**

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, we wish to inform you that the Company acquired additional 35% equity stake in Neutral Digital Limited (“Target Company”), thereby increasing its total shareholding to 92%.

The detailed disclosures as required under Regulation 30 and Schedule III of SEBI (LODR) Regulations, 2015 read with SEBI Master Circular No. **SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024** is enclosed.

You are requested to take the above information in your records.

Thanking you.

**For Maxposure Limited**

**Priya Kesari**  
**Company Secretary and Compliance Officer**  
**ACS 22710**



Delhi | Mumbai | Bengaluru | Chennai | Kolkata | Hyderabad

**Maxposure Limited**

#TheAddress, Plot No 62,  
Okhla Phase-3, New Delhi-110020, India  
Tel +91-11-43011111, Fax +91-11-43011199  
CIN L22229DL2006PLC152087

✉ [finance@maxposuremedia.com](mailto:finance@maxposuremedia.com)

🌐 [maxposuremedia.com](http://maxposuremedia.com)

S. No.	Particulars	Disclosures
1.	Name of the target entity, details in brief such as size, turnover etc.	Neutral Digital Limited (referred to as 'Target Company').  Turnover as on 31 <sup>st</sup> March, 2025- £ 2,257,300 Networth as on 31 <sup>st</sup> March, 2025- £ 345,185  Neutral Digital specializes in creating immersive platforms and experiences for airlines, blending business understanding, aesthetic excellence, and technical expertise to deliver innovative solutions that engage the senses and create memorable customer interactions.
2.	Whether the acquisition would fall within related party transaction(s)  Whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arm's length"	No.  The Company / group companies of the Company do not have any interest in the Target Company.
3.	Industry to which the entity being acquired belongs	Immersive platforms and experiences mainly for Aviation industry
4.	Objects and impact 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)	This acquisition aligns with Maxposure Limited's strategy to:  <ul style="list-style-type: none"> <li>•Expand market presence in Western Europe and North America as its location (London) is of strategic importance.</li> <li>•Leverage Neutral Digital's established clientele and expertise.</li> <li>•Enhance competitiveness through diversification and innovation.</li> </ul>
5.	Brief details of any governmental or regulatory approvals required for the acquisition	None



6.	Indicative time period for completion of the acquisition	<p>The Company has executed Definitive Agreements on 26th February 2025 with the existing shareholders of the Target Company to acquire 100% of the share capital of Neutral Digital Limited, in one or more tranches, subject to fulfilment of prescribed terms and conditions.</p> <p>The indicative time period for completion of the acquisition is provided in the Annexure.</p>																			
7.	Consideration- whether cash consideration or share swap or any other form and details of the same	Cash.																			
8.	Cost of acquisition and/or the price at which the shares are acquired	The indicative investment envisaged, subject to valuation / computation and fulfilment of terms & conditions provided in the Definitive Agreements, is given in the Annexure.																			
9.	Percentage of shareholding / control acquired and / or number of shares acquired	100% of the share capital of the Target Company, Neutral Digital Limited, to be acquired, in one or more tranches, over a time period of about 2 (two) years																			
10.	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief)	<p>Required details of Neutral Digital Limited are given below:</p> <table border="1" data-bbox="613 1003 1445 1751"> <tr> <td colspan="3" data-bbox="618 1010 1440 1045"><b>Neutral Digital Limited</b></td> </tr> <tr> <td data-bbox="618 1052 857 1486">Products / line of business of the target entity</td> <td colspan="2" data-bbox="862 1052 1435 1486"> <p>1. CGI Renders &amp; Animations: High-quality stills and animations for TV, social media, and web, offering cost-effective production compared to traditional filming.</p> <p>2. Cabinly: Interior cabin exploration tools enabling upgrades through CGI rendering and lightweight web deployment.</p> <p>3. Immersive Experiences: Bespoke, event driven marketing tools for brand innovation.</p> <p>4. Design Services: UX/UI and branding services with a focus on in-flight entertainment systems and microsites.</p> </td> </tr> <tr> <td data-bbox="618 1493 857 1562">Date of incorporation</td> <td colspan="2" data-bbox="862 1493 1435 1562">17th April, 2012</td> </tr> <tr> <td data-bbox="618 1568 857 1682" rowspan="3">Last 3 years' turnover</td> <td data-bbox="862 1568 1101 1604">2024-25</td> <td data-bbox="1105 1568 1435 1604">£ 2,257,300</td> </tr> <tr> <td data-bbox="862 1610 1101 1646">2023-24</td> <td data-bbox="1105 1610 1435 1646">£ 1,648,897</td> </tr> <tr> <td data-bbox="862 1652 1101 1688">2022-23</td> <td data-bbox="1105 1652 1435 1688">£ 1,421,248</td> </tr> <tr> <td data-bbox="618 1694 857 1751">Country of operations</td> <td colspan="2" data-bbox="862 1694 1435 1751">United Kingdom</td> </tr> </table>	<b>Neutral Digital Limited</b>			Products / line of business of the target entity	<p>1. CGI Renders &amp; Animations: High-quality stills and animations for TV, social media, and web, offering cost-effective production compared to traditional filming.</p> <p>2. Cabinly: Interior cabin exploration tools enabling upgrades through CGI rendering and lightweight web deployment.</p> <p>3. Immersive Experiences: Bespoke, event driven marketing tools for brand innovation.</p> <p>4. Design Services: UX/UI and branding services with a focus on in-flight entertainment systems and microsites.</p>		Date of incorporation	17th April, 2012		Last 3 years' turnover	2024-25	£ 2,257,300	2023-24	£ 1,648,897	2022-23	£ 1,421,248	Country of operations	United Kingdom	
<b>Neutral Digital Limited</b>																					
Products / line of business of the target entity	<p>1. CGI Renders &amp; Animations: High-quality stills and animations for TV, social media, and web, offering cost-effective production compared to traditional filming.</p> <p>2. Cabinly: Interior cabin exploration tools enabling upgrades through CGI rendering and lightweight web deployment.</p> <p>3. Immersive Experiences: Bespoke, event driven marketing tools for brand innovation.</p> <p>4. Design Services: UX/UI and branding services with a focus on in-flight entertainment systems and microsites.</p>																				
Date of incorporation	17th April, 2012																				
Last 3 years' turnover	2024-25	£ 2,257,300																			
	2023-24	£ 1,648,897																			
	2022-23	£ 1,421,248																			
Country of operations	United Kingdom																				

**Maxposure Limited**

#TheAddress, Plot No 62,  
Okhla Phase-3, New Delhi-110020, India  
Tel +91-11-43011111, Fax +91-11-43011199  
CIN L22229DL2006PLC152087

✉ [finance@maxposuremedia.com](mailto:finance@maxposuremedia.com)

🌐 [maxposuremedia.com](http://maxposuremedia.com)

S. No.	Percentage of shareholding / control acquired and / or number of shares acquired	Indicative consideration and time period
1.	Acquisition of (57%) equity stake in Neutral Digital Limited – First tranche	Consideration- US\$ 1,202,966.10 Acquisition of 57% equity stake, completed on 6 <sup>th</sup> March, 2025.
2.	Acquisition of (35%) equity stake in Neutral Digital Limited – Second tranche	Consideration- US\$ 7,30,856 Acquisition of 35% equity stake, completed on 5 <sup>th</sup> June, 2025.
3.	Purchase of balance equity stake (8%) in Neutral Digital Limited taking the Company's equity stake in Target Company to 100% of their respective paid-up share capital.	<ul style="list-style-type: none"> <li>• Purchase of balance equity stake (4%) in Neutral Digital Limited at the closing of first financial year from the SPA Completion Date.</li> <li>• Purchase of balance equity stake (4%) in Neutral Digital Limited at the closing of second financial year from the SPA Completion Date.</li> </ul> <p>The basis of valuation was determined in accordance with pre-agreed criteria, as set forth in the Definitive Agreements, and shall be subject to the fulfilment of various terms and conditions specified therein.</p>

