

May 30, 2022



<b>BSE Limited</b> Department of Corporate Services Listing Department P J Towers, Dalal Street, Mumbai - 400001 <i>Scrip Code: 542367</i>	<b>National Stock Exchange of India Limited</b> Listing Department Exchange Plaza Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400051 <i>Scrip Symbol: XELPMOC</i>
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Dear Sir/Madam,

**Subject: Details of Proposed Investments**

In continuation to our letter dated May 29, 2022 in respect to outcome of Board meeting, we further inform you that based on the recommendation of Audit Committee, Board at their meeting also considered and approved the following proposal of Investments:

- a) Investment in securities of Accelerated Learning Edutech Private Limited, in one or more tranches and;
- b) Extension of time period of proposal of incorporation of Wholly Owned Subsidiary in Hyderabad from June 30, 2022 to March 31, 2022. The said proposal was approved by the Audit Committee and Board of Directors of the Company in their earlier meeting held on November 12, 2021 and which was subsequently informed to the stock exchange on November 13, 2021.
- c) Due to resignation of Mr. Soumyadri Bose from the Directorship of the Company, the proposal of investment to be made in securities GOFX Platform Technologies Pte. Ltd (GPTPL) as approved by the Audit and Board in their meeting held on August 14, 2021, is cancelled, as GPTPL is a wholly owned subsidiary of GOFAR Advisory and Investments Pte Ltd. (GA IPL) wherein Mr. Soumyadri Bose hold substantial stake and directorship and directly/indirectly control and/or participate in the business operation of GPTPL. The said investment proposal was informed to the Stock Exchange on August 14, 2021.

The details required under Regulation 30 of the SEBI (LODR) Regulations, 2015 read with SEBI Circular No. CIR / CFD / CMD / 4 / 2015, dated September 09, 2015, pertaining to above mentioned investments is enclosed in **Annexure 1**

We request you to take the same on record.

Thanking you,

Yours faithfully,

**For Xelpmoc Design and Tech Limited**

  
**Vaishali Kondbhar**  
Company Secretary



**Encl: As above**

**XELPMOC DESIGN AND TECH LIMITED**

Regd & Corp Address: #17, 4<sup>th</sup> Floor, Agies Building, 1<sup>st</sup> A Cross, 5<sup>th</sup> Block, Koramangala, Bengaluru - 560034  
Phone number: 080 4370 8360 | Website: www.xelpmoc.in | Email: vaishali.kondbhar@xelpmoc.in

CIN NO: L72200KA2015PLC082873 | GST NO: 29AAACX1880G1Z5

**Details required under Regulation 30 of SEBI (LODR) Regulations, 2015 read along with SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015**

**Annexure -1**

Sr. No.	Particulars	Details
1.	Name of the target entity, details in brief such as size, turnover etc.;	<p><b>ACCELERATED LEARNING EDUTECH PRIVATE LIMITED</b> (ALEPL/SOAL) is a private limited Company incorporated under the provisions of Companies Act, 2013 having its registered office in Mumbai, Maharashtra, India</p> <p><b><u>Capital Detail:</u></b></p> <p>Authorized Share Capital:</p> <p>Rs.5,03,80,000/- (15,38,000 Equity Shares of face value of Rs.10/- each and 7,00,000 CCPS of face value of Rs.50/- each per share)</p> <p>Paid Up Share Capital:</p> <p>Rs.3,89,81,400/- (11,34,900 Equity Shares of face value of Rs.10/- each and 5,52,648 CCPS of face value of Rs.50/- each per share)</p> <p><b><u>Turnover:</u></b> Rs.2,39,42,846 (Unaudited Financials as on March 31, 2022)</p>
2.	Whether the acquisition would fall within related party transaction(s) and 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 "arms length";	<p>ALEPL/SOAL is not a related party viz-a-vis the Company i.e. Xelpmoc Design And Tech Limited ("Xelpmoc").</p> <p>The transaction will be done at "Arm's Length".</p>
3.	Industry to which the entity being acquired belongs;	Edutech
4.	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>Our Company is going to provide advisory services to ALEPL/SOAL and looking at the concept and future prospect of the ALEPL/SOAL and further, on request of promoters of ALEPL/SOAL to have participation in the ownership of the ALEPL/SOAL. The Board of the directors of the Company has decided to subscribe Compulsory Convertible Preference Shares (CCPS) of ALEPL/SOAL.</p>
5.	Brief details of any governmental or regulatory approvals required for	No governmental or prior regulatory approvals

	the acquisition;	are required for the acquisition.
6.	Indicative time period for completion of the acquisition;	Transaction is expected to be completed by end of March, 2025.
7.	Nature of consideration - whether cash consideration or share swap and details of the same;	<p>Cash Consideration: Rs.1,45,12,500/- against 67,500 CCPS of face value of Rs.50/- each at an issue price of Rs.215/- per share including premium of Rs.165/- per share</p> <p>Advisory subscription shares: 2,47,500 CCPS of an issue price of Rs.215/- per share aggregating to Rs. Rs.5,32,12,500/- against the advisory services of equaling amount by the Company to ALEPL/SOAL.</p>
8.	Cost of acquisition or the price at which the shares are acquired;	Total cost of acquisition as stated above is Rs.6,77,25,000/- i.e. 3,15,000 CCPS at an issue price of Rs.215/- per share.
9.	Percentage of shareholding / control acquired and / or number of shares acquired.	<p>After the proposed acquisition, the Company is going to hold 3,15,000 CCPS of ALEPL/SOAL.</p> <p>Considering the current shareholding pattern and conversion/exercise of existing 2,49,200 ESOP into shares of the Company, upon acquisition our shareholding will be 13.99% of total paid-up share capital on fully diluted basis.</p>
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><b><u>Background about the company:</u></b></p> <p>School of Accelerated Learning (SOAL) is an upskilling start up that designs and runs cohort based courses which help students kickstart their careers in Engineering &amp; Design irrespective of their background or privilege. It offers these programs via a unique Income Share Agreement model where a student only pays SOAL once they get a job. SOAL aims to be the leader in alternative education and help students build employable skills without creating a massive financial burden on them.</p> <p><b><u>Product /line of Business:</u></b></p> <p>SOAL's learning platform - DELTA helps learners learn employable skills by building a slew of industry relevant products and projects. DELTA is deep integrated with modern platforms like Zoom, Discord, GitHub etc to help deliver a cutting edge learning experience to its learners. It is also working on a protocol design to create, assess and record decentralized skill credentials. The protocol will help learners prove their skills to organizations by having their skills validated by industry</p>

experts through a consensus mechanism.

**Date of Incorporation:**

6<sup>th</sup>April, 2017

**Turnover of last three years:**

Turnover:

<b>Financial Year</b>	<b>Amount in Rs.</b>
2021-22	2,39,42,846/- (Unaudited)
2020-21	35,03,309/-
2019-20	24,64,518/-

**Country in which has presence:**

India



# SOAL

School of Accelerated Learning™



**10x Learning. 10x Career. 10x Growth.**



# Know About Us

School of Accelerated Learning is a neo-product school with programs in Product Engineering, Design, and Management enabled by its learning-tech: Delta.

**SOAL** (*sohl*) programs upskill its learners in hot industry skills and enable deep cognition and a disruptive outlook towards building tech.

We work at the intersection of education and employment, to address the needs of recruiters as well as our learners.



# [FOUNDERS OF SOAL]

## [VARSHA BHAMBHANI]

Varsha impacted 16000 learners and 600 educators through her work in education. She was felicitated by Satya Nadella for winning the Global Entrepreneurship Challenge at the Microsoft E2 Conference while at RN Podar School. A certified instructional technologist, she headed the functional English teaching program: “Pehlay Akshar” at RPG Foundation and worked pro-bono for the UN SDSN Youth’s Global Schools Program. IIM Bangalore recently selected her for the Goldman Sachs 10000 Women entrepreneurship program.

## [RAJ DESAI]

An alumnus of HBX | Harvard Business School and DevBootcamp. He created and conceived AutoTrash - an AI powered trash bin which won him the TechCrunch Disrupt Hackathon, California. He also works as a part of the Burning Man technology team and has spoken at various TedX events in the past. Raj and Pratik co-founded ThinkScream, a Wi-Fi networking startup which was recognized as CNN IBN’s 5 most promising ventures (2015) and as Economic Time’s top 50 startups (2017)

## [PRATIK AGARWAL]

Pratik has authored Science textbooks for CBSE in the past. He was also picked by Government of India’s NITI Aayog to mentor school students to learn and practice future skills such as design and computational thinking. A speaker at TedX, Josh Talks, Pratik is an alumnus of the Indian School of Business and Narsee Monjee College. Pratik and Raj co-founded ThinkScream, a Wi-Fi networking startup which was recognized as CNN IBN’s 5 most promising ventures (2015) and as Economic Time’s top 50 startups (2017)

Founders that have amassed  
experience and proven  
excellence across domains



## [CO-CREATORS AT SOAL]



**[PRADEEP DESU]** Global Head of Recruiting, GoJEK

SOAL's maintains a consistent alignment with the industry requirements by keeping education sharp, focussed, and relevant. We need great product developers and not just good engineers. SOAL promises to deliver on this front.



**[SRINIVAS KOLLIPARA]** Founder, T-Hub

SOAL's product based pedagogy and a curriculum that is guided and designed by the industry enables it's learners to adapt and grow in this rapidly evolving world. SOAL graduates are prepared to learn any new technologies and can start building on Day 1 itself! These grads will be a great fit for any tech team of a new age company.



**[AJIT RANGNEKAR]** xDean, Indian School of Business

The way we learn is being disrupted by SOAL. We need to get out of the traditional classroom model of education. SOAL has hit the nail with its Hybrid Learning. I can see this accelerated learning pedagogy being a better alternative to top engineering colleges.

We are advised by leaders  
across tech, academia and  
startup ecosystems





## [ WITH A STRONG PRODUCT AT THE CORE OF EVERYTHING HAPPENING AT SOAL ]

The image displays four overlapping screenshots of the DELTA learning platform interface, illustrating the user journey through a course. The top screenshot shows the 'Intro to Javascript' course page with a progress bar and a 'Hi pratiksoal' profile. The second screenshot shows the 'Review your skills' section, encouraging users to submit their work. The third screenshot shows the 'Concepts' section, featuring a search bar and a progress indicator. The bottom screenshot shows the 'Explore MS Topics' section, which includes a motivational message, a video recommendation, and a leaderboard.

**DELTA**

About the Course  
**Intro to Javascript**  
42 learners attempted this

Progress - MS 01 | Faker  
0/0 Lectures | 0/37 Resources | 0/26 MiniMs

**DELTA**

**Review your skills**  
Know about your learning progress

Progress - MS 01 | Faker

**DELTA**

**Concepts**

Progress - MS 01 | Faker

**DELTA**

**You are doing great!**  
Keep going and submit your work for review soon...

**Explore MS Topics**

In this milestone, kickstart your product development journey by diving into the world of Open Source. Nemo inventore veritatis et quasi architecto beatae vitae dicta armetur veritatis et quasi shubhaf amangam architect.

Start by learning about the first topic in the series.

Watch Shakuntala Dixi explains  
**AWS Resource Groups & the Resource Groups Tagging API**

**Your stats**

Name	Rank	Commits
vaulstein	1	4
swagatsoal	2	0
nandinirr	2	0
tejasmighty	2	0
portalltest	2	0

### DELTA- the brain behind

SOAL's learning platform is a sophisticated assistant that enables you to navigate and keep up with one's learning journey.

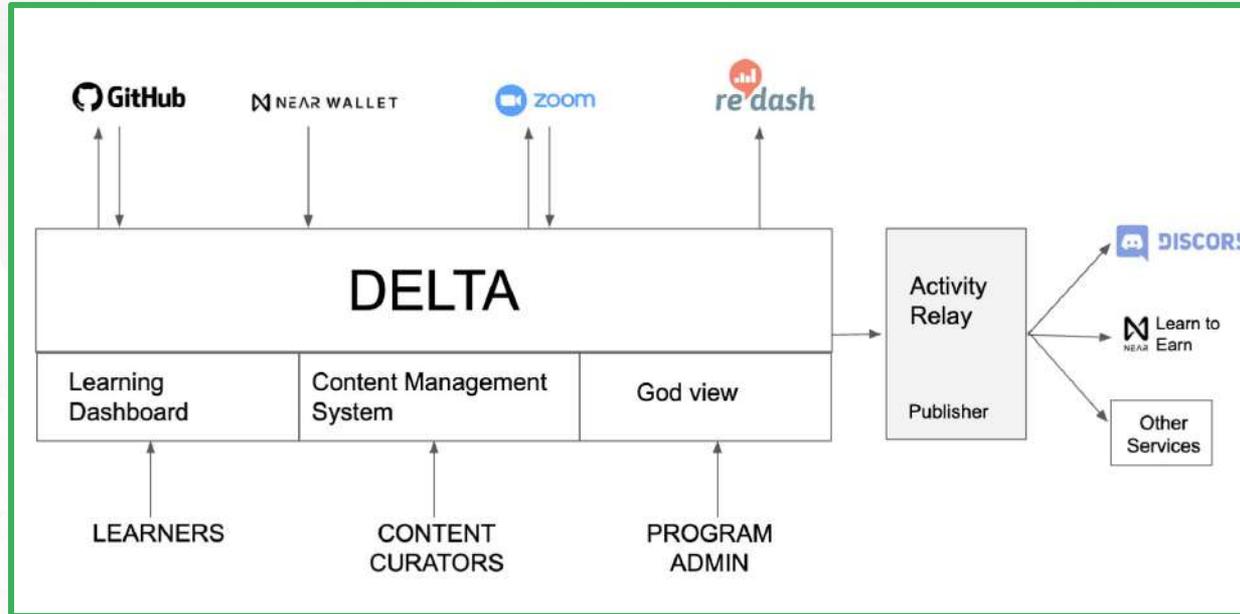
Integrated with GitHub, Discord, Zoom, Blockchain wallets, DELTA is a one stop destination for learners to:

- Learn new concepts
- Attend live sessions
- Attempt code and design challenges
- Build Milestone products
- Review their work
- Track their progress

DELTA also facilitates a complete administration usability for the program as well as a platform to enable the mentors and prospective recruiters through its job board.



[ DESIGNED AND BUILT FOR USE AT SCALE ]



### THE ARCHITECTURE OF DELTA

A scalable architecture that integrates with all the key platforms and enables stakeholders across the board to interact and facilitate the journey for the learners.



## [ DELTA IS A ONE-STOP PLATFORM FOR EACH STAKEHOLDER ]

DELTA is our proprietary learning platform. With behavioural design & data-driven personalisation, DELTA automates and drives processes for all key stakeholders in the SOAL learning ecosystem.

Gamified nudges to keep learners on track in their learning journey

A pool of curated content that helps learners learn in their own style

Tailored feedback via qualitative rubrics and assessments by Catalysts

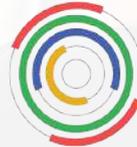
2500+ sessions

15000+ learning resources

10000+ Verified Skills

200+ alumni network

**LEARN.DELTA**  
Learner Platform



**WORK.DELTA**  
Recruiter Platform



**ADMIN.DELTA**  
Internal SOAL Ops Platform

6000+ learner queries

800+ assessments

2000+ sessions

1300+ reviews



**CATALYSTS.DELTA**  
Industry Experts Platform

Companies can list their open roles

Filter learners basis their verified skills

Access portfolio of learners with all the products they have built and their work history

Overview dashboard and detailed Analytics

Learner engagement, progress and work tracking at all levels

Redressal of learner concerns and review of assessments and submissions

Schedules of sessions that a Catalyst has signed up for

Format of breakouts and lesson plans to help Catalyst deliver effective sessions



## [ OVER THE PAST YEAR WE HAVE INTERACTED WITH GOVERNMENTS & COLLEGES ACROSS THE COUNTRY ]



- ASAP Kerala- Government of Kerala
- TASK Telangana- Government of Telangana
- Lovely Professional University
- NIT Srinagar
- JNTU - Hyderabad
- Vaagdevi College of Engineering
- Jerusalem College of Engineering
- SVPM College Of Engineering
- Vikram University
- Babu Banarasi Das College of Engineering
- AGMR College of Engineering
- RBV Mahabaleswarappa Engineering College
- Jawaharlal Nehru College Of Technology
- Laxmi Institute of Technology
- Anantrao Pawar College Of Engineering
- Marathwada Mitra Mandal's College of Engineering

200+

TPOs Engaged

10%

Learners through Institute of Change



[ WITH A MODEL TO INCREASE ACCESS AND ASSURE SUCCESS ]



## EARN FIRST

**Zero Upfront Fees**  
(Only a small Admissions Deposit)

**Minimum Assured Salary of**  
INR 4,00,000/-

**Dedicated Placement Assistance**  
By SOAL



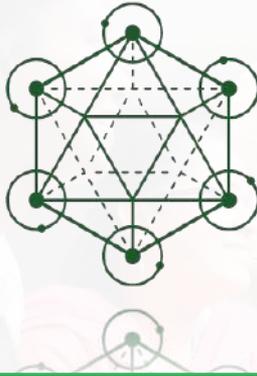
## PAY LATER

**Pay after placement**  
(17% of CTC x 3 years)

**0% Interest EMIs**  
For all students



[ AND ONE THAT ALIGNS THE INCENTIVES OF ALL STAKEHOLDERS ]



## HIVEMIND

Learn to Earn program in association with



**HIVEMIND** will enable new breed of students to learn building on the blockchain.

As a part of this model, the learners will be incentivised to learn with Near Coins which they will earn once their work is validated by industry experts.

Apply now and  
Get the BUIDL Advantage

Learn how to product  
Prepared from our learning.  
Pick up actual skills which sell

DELTA

Sign in

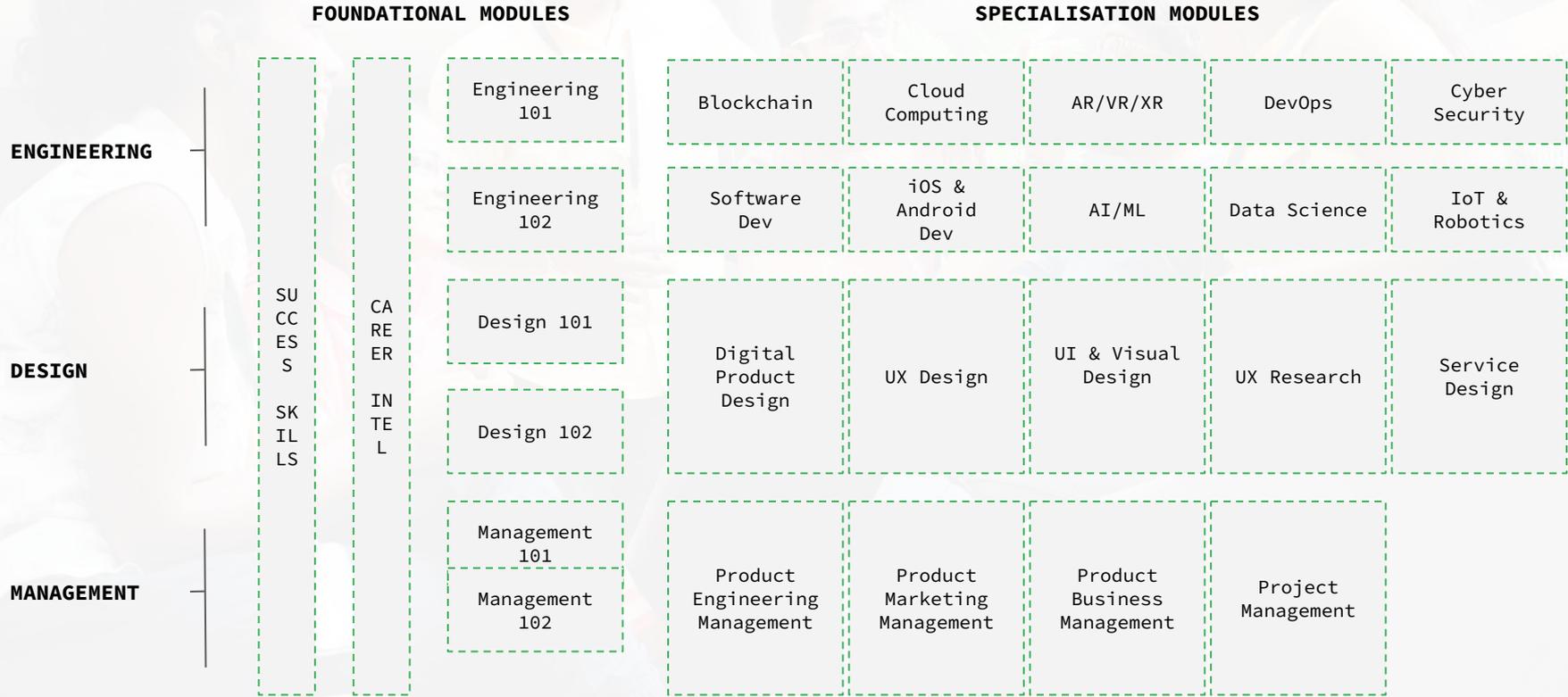
Go from being a  
Coding noob to a  
web3 Developer

Start with Javascript fundamentals | Build  
Web3 dApps with NEAR | Earn as you learn.

Explore all programs >



# [ PROGRAMS THAT BUILD THE SKILLS IN DEMAND ]





## [ WE HELP BUILD SKILLS REQUIRED TO SUCCEED IN TECH CAREERS ]



### REAL WORLD PRODUCTS

Over the course of the program, learner will build 10+ projects based on real world products

Chrome Extension  
Interactive Games  
E-commerce product  
Slack Clone  
Social Media Product- Instagram clone  
Open Source



### TECH OF TOMORROW

With full-stack development learners will pick up the latest technologies and tools of tomorrow

Javascript  
React JS  
React Native  
GitHub  
AWS/Docker/Heroku  
MongoDB/SQL  
Node JS, Terminal, etc.



### THINKING LIKE LEADER

Mindset development for better problem-solving and leadership skills

Design Thinking  
Interview Hacking  
Networking  
First principles thinking  
Decision Making  
Critical Thinking  
Growth Mindset

**7500+**

CHALLENGES  
ATTEMPTED

**350+**

NON TECHNICAL  
MILESTONES

**>20%**

MINDSET  
SESSIONS



## [ WITH AN INDUSTRY DRIVEN PROGRAM DESIGN ]



### SELF-STUDY

The program design enables self-learning and problem solving amongst learners



### INDUSTRY MENTORSHIP

Top industry experts will teach, mentor and review the work done by the learners



### TOP PAYING JOBS

Learners will build a high-growth career and get a chance to work with top companies in the Job Search Phase



### WORK-LIKE EXPERIENCE

Get all the learnings of an internship in a school that has simulated a workplace environment



### FUTURE WORK SKILLS

Learner are equipped to grow in a team with enhanced collaboration, communication and creativity



### CERTIFIED SKILLS REPORT

Get a certified skills report vetted by top industry professionals from across the globe



## [ AND 360 DEGREE SUPPORT IN LEARNER GROWTH ]



Portfolio building



Online



Interview prep



Communication training



Global Community



Job insurance



Personalised mentorship



24x7 support



Mindset development



Live sessions



Smart learning platform



Lifetime career support



## [ SOAL HELPS LEARNERS POWER LEADING TECH COMPANIES ]

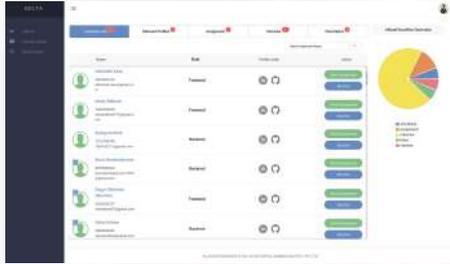
**2.25X**  
increase in salary

**90% placements**  
Within 180 days of graduation



## [ TO TRANSFORM CAREERS ]

### SUIT UP! @ SOAL



#### WORK.DELTA

Exclusive talent platform for SOAL learners and partner companies.

**5.5** LPA

AVERAGE  
SALARY



#### CAREER INTELLIGENCE

Personalised feedback and reviews help learners showcase and sell their skills better.

**500+**

ROLES  
PROVIDED



#### HACK YOUR HIRE

Reduced time taken to interview & select candidates with specialised hiring drives.

**350+**

COMPANIES  
HOSTED



## [ ALONG WITH EDUCATION AT THE INTERSECTION OF TECHNOLOGY & EDUCATION ]



### FUZZY LOGIC

Sessions by Industry experts on leading technologies of today



### 23 QUESTIONS

A social content property where industry veterans share their career journey

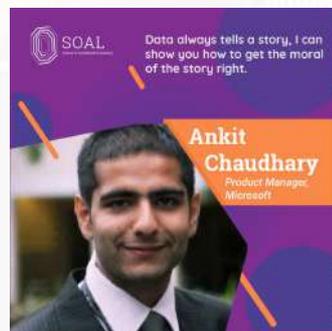


50+

INDUSTRY LEADERS

9500+

LEARNERS ENGAGED



THROUGH INDUSTRY LED WORKSHOPS AND EVENTS, WE HAVE BUILT A STRONG COMMUNITY OF LEARNERS & TECH ENTHUSIASTS WHICH DRIVE TOP OF THE FUNNEL

Google

UBER

Microsoft

paytm

bigbasket

airtel

SWIGGY

UrbanClap



## [ OUR FEE MODELS CATER TO ALL DEMOGRAPHIC SEGMENTS ]



### FIXED FEE

A pre-decided fee for the program paid on the learner's enrollment. The fee will be returned if the candidate cannot secure a job after graduation.

INR 1,15,000 + GST



### INCOME-BASED FEE (ISA)

A fee decided basis the salary earned by the learner after graduating from the program aka Income Share Agreement (ISA).

17% x CTC x 3 years

We are working with some of the top NBFCs to facilitate interest-free financing for all fee models



**BOTH FEE MODELS INCLUDE SOAL JOB GUARANTEE**



# HOLLER OUT

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