



Trust Fintech Limited

(Formerly Known As Trust Systems & Software (I) Ltd.)

CIN: U72100MH1998PLC117470

info@softtrust.com | www.softtrust.com

Date: 28.05.2025

To
The Listing Department,
National Stock Exchange of India Limited
'Exchange Plaza', Bandra-Kurla Complex
Bandra (East), Mumbai 400051

Ref: **TRUST FINTECH LIMITED** Security Symbol: **TRUST** ISIN- **INE0SWN01019**

Subject: Disclosure under Regulation 30 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")-Subscription in 90% of the total Issued and Paid Up Share Capital of 'Trust Fintech Limited', UK

Dear Sir/Madam,

This is further to our letter dated 17th January 2025, wherein the Company had intimated about the incorporation of a Subsidiary Company in UK on 16th January 2025 with the name 'TRUST FINTECH LIMITED' and the registered office of the said subsidiary company is situated in **England and Wales**.

In continuation of Outcome of Board Meeting dtd. 27th May 2025, we hereby inform you that Trust Fintech Limited, Nagpur (Holding Company) has completed its subscription of 90% of the total issued and paid up share capital of **Trust Fintech Limited, UK** and the aforesaid subscription has been completed effective date 28th May, 2025. Further, the Board of Directors have approved **Line of Credit** for 300K GBP for the said subsidiary company for meeting business expenses.

The disclosures pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9th September, 2015 is attached as per "Annexure-A".

Certificate of Incorporation of Subsidiary Company attached.

The above is for your information and dissemination to the stakeholders.

We request you to take the above on record.

Thanking You,
Yours Faithfully,

For TRUST FINTECH LIMITED

HEMANT CHAFALE
MANAGING DIRECTOR
DIN: 01590781



Regd. Office: 11/4, I.T. Park, Gayatri Nagar Parsodi, Nagpur Maharashtra, India, 440022 Ph- +91(721) 2221656

Pune Office: Office no 101, Building No A-2, Navkar Avenue, Bavdhan, Pune-411021 Ph- +91 9561112142

Mumbai Office: 509/510, E-Square, Shubash Road, Vile Parle(E), Mumbai-400057 Ph- +91(22) 26115252

Annexure A

Required disclosures/details pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Sr. No.	Particulars	Details
1.	Name of the Subsidiary Company, details in brief such as size, turnover, etc.	<p>Name of Subsidiary Company: TRUST FINTECH LIMITED</p> <p>Company Number: 16188919</p> <p>Private Company limited by Shares</p> <p>Situation of Registered office is in England and Wales</p> <p>Registered office address: 3, ST. EDWARDS CLOSE NEATH HILL MILTON KEYNES ENGLAND MK14 6EZ</p> <p>Turnover: Not Applicable since it is a newly incorporated Company</p>
2.	Whether the subscription of shares 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 “arm’s length”.	<p>The subscription of shares would fall within related party transaction</p> <p>Nature of interest: 90% Shares subscribed by Trust Fintech Limited, Nagpur (Holding Company)</p> <p>The transaction shall be done at arms’ length basis.</p>
3.	Industry to which the subsidiary company belongs.	IT & IT Enabled Services and sale of software products
4.	Objects of Incorporation of subsidiary company	The Company, Trust Fintech Limited, Nagpur (Holding Company) in order to achieve a new business growth both domestically and globally, have incorporated a subsidiary company in U.K.

		The subsidiary company shall be involved in sale of software products and also marketing and sales of products and services of Holding Company, Trust Fintech Limited, Nagpur in UK market.
5.	Brief details of any governmental or regulatory approvals required for the subscription of shares.	Not Applicable
6.	Date on which subscription of shares has been completed	The Company has completed its subscription of 90% of the total issued and paid up share capital of 'Trust Fintech Limited' UK effective date 28 th May, 2025 .
7.	Price at which the shares were subscribed.	<p>The Holding Company, Trust Fintech Ltd, Nagpur has subscribed to 90% of total paid up share capital of the Subsidiary Company Trust Fintech Ltd, UK</p> <p>Class of Shares: Ordinary</p> <p>No. of Shares subscribed: 90</p> <p>Nominal value of each share: 1GBP</p> <p>Total aggregate value: 90 GBP</p>
8	Nature of consideration	90 shares of 1 GBP each, total aggregate value: 90 GBP subscribed for cash consideration through Banking Channel
9.	Percentage of Shareholding acquired	<p>Trust Fintech Limited (Holding Company) currently holds 90% of total shareholding of the UK Subsidiary Company</p> <p>Shareholding Pattern:</p> <p>1.Trust Fintech Limited, Nagpur (Holding Company)</p> <p>Class of Shares: Ordinary</p> <p>No. of Shares subscribed: 90</p> <p>Nominal value of each share: 1 GBP</p> <p>Total aggregate value: 90 GBP</p> <p>2. Abhiram M. Gandhe</p> <p>Class of Shares: Ordinary</p> <p>No. of Shares subscribed: 10</p> <p>Nominal value of each share: 1 GBP</p> <p>Total aggregate value: 10 GBP</p>

		Total: Total number of Shares: 100 Total aggregate nominal value: 100 GBP
10.	<p>Brief background about the subsidiary company in terms of products/line of business, date of incorporation, history of last 3 years turnover, country in which the subsidiary company has presence and any other significant information (in Brief).</p>	<p>Line of Business: The subsidiary company shall be involved in sale of software products and also marketing and sales of products and services of Trust Fintech Limited, Nagpur in the U.K. Market.</p> <p>Date of Incorporation: Certificate of Incorporation issued on 16th January, 2025 by the Registrar of Companies, England and Wales</p> <p>History/Turnover: Not Applicable (Company is recently incorporated on 16th January, 2025).</p> <p>As the subsidiary company is recently incorporated and yet to commence any significant business the details pertaining to last three years are not available.</p>

FILE COPY



**CERTIFICATE OF INCORPORATION
OF A
PRIVATE LIMITED COMPANY**

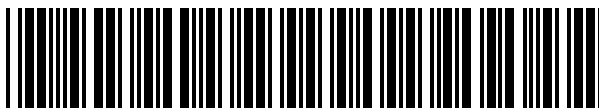
Company Number **16188919**

The Registrar of Companies for England and Wales, hereby certifies that

TRUST FINTECH LIMITED

is this day incorporated under the Companies Act 2006 as a private company, that the company is limited by shares, and the situation of its registered office is in England and Wales

Given at Companies House, Cardiff, on **16th January 2025**



N16188919U



Companies House



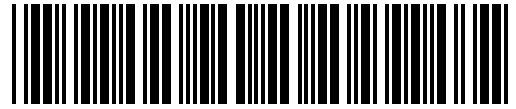
**THE OFFICIAL SEAL OF THE
REGISTRAR OF COMPANIES**



Companies House

IN01_(ef)

Application to register a company



Received for filing in Electronic Format on the: **13/01/2025**

XDU6FF8R

Company Name in full: **TRUST FINTECH LIMITED**

Company Type: **Private company limited by shares**

Situation of Registered Office: **England and Wales**

Proposed Registered Office Address: **3 ST. EDWARDS CLOSE
NEATH HILL
MILTON KEYNES
ENGLAND MK14 6EZ**

Sic Codes: **62020**

I wish to entirely adopt the following model articles: **Private (Ltd by Shares)**

Company Director *1*

Statement of Capital (Share Capital)

<i>Class of Shares:</i>	ORDINARY	<i>Number allotted</i>	100
<i>Currency:</i>	GBP	<i>Aggregate nominal value:</i>	100
<i>Prescribed particulars</i>			

FULL RIGHTS REGARDING VOTING, PAYMENT OF DIVIDENDS AND DISTRIBUTIONS

Statement of Capital (Totals)

<i>Currency:</i>	GBP	<i>Total number of shares:</i>	100
		<i>Total aggregate nominal value:</i>	100
		<i>Total aggregate unpaid:</i>	0

Initial Shareholdings

Name: **ABHIRAM GANDHE**

Address **3 ST. EDWARDS CLOSE
NEATH HILL
MILTON KEYNES
ENGLAND
MK14 6EZ**

Class of Shares: **ORDINARY**

Number of shares: **10**

Currency: **GBP**

Nominal value of each share: **1**

Amount unpaid: **0**

Amount paid: **1**

Name: **TRUST FINTECH LTD**

Address **11/4 IT PARK,
GAYATRI NAGAR
PARSODI,
NAGPUR, MAHARASHTRA,
INDIA
440022**

Class of Shares: **ORDINARY**

Number of shares: **90**

Currency: **GBP**

Nominal value of each share: **1**

Amount unpaid: **0**

Amount paid: **1**

Persons with Significant Control (PSC)

Statement of initial significant control

On incorporation, there will be someone who will count as a Person with Significant Control (either a registerable person or relevant legal entity (RLE)) in relation to the company

Individual Person with Significant Control details

Names: **MR ABHIRAM GANDHE**

Country/State Usually Resident: **ENGLAND**

Date of Birth: ****/06/1981** *Nationality:* **BRITISH**

Service address recorded as Company's registered office

The subscribers confirm that each person named as an individual PSC in this application knows that their particulars are being supplied as part of this application.

Nature of control

The person has the right to exercise, or actually exercises, significant influence or control over the company.

Lawful Purpose Statement

The subscribers confirm that the company has been formed for lawful purposes.

Statement of Compliance

I confirm the requirements of the Companies Act 2006 as to registration have been complied with.

Name: **ABHIRAM GANDHE**
Authenticated **YES**
Name: **TRUST FINTECH LTD**
Authenticated **YES**

Authorisation

Authoriser Designation: **subscriber** *Authenticated* **YES**

COMPANY HAVING A SHARE CAPITAL

Memorandum of Association of TRUST FINTECH LIMITED

Each subscriber to this memorandum of association wishes to form a company under the Companies Act 2006 and agrees to become a member of the company and to take at least one share.

Name of each subscriber	Authentication
ABHIRAM GANDHE	Authenticated Electronically
TRUST FINTECH LTD	Authenticated Electronically

Dated: 13/01/2025