

CYIENT CYIENT LIMITED

Corporate Identification Number: L72200TG1991PLC013134

Registered Office: 4th Floor, 'A' Wing, Plot No.11, Software Units Layout, Infocity, Madhapur, Hyderabad – 500081, Telangana.

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POST BUYBACK PUBLIC ADVERTISEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF CYIENT LIMITED

This post buyback public announcement (the "Post Buyback Public Announcement") is being made in accordance with Regulation 24(vi) and other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, for the time being in force including any statutory modifications and amendments from time to time ("Buyback Regulations") regarding completion of the Buyback (as defined below). This Post Buyback Public Announcement should be read in conjunction with Public Announcement dated February 4, 2019 and published on February 5, 2019 ("Public Announcement"), issued in connection with the Buyback (as defined below). Unless specifically defined herein, capitalised terms and abbreviations used herein have the same meaning as ascribed to them in the Public Announcement.

1. THE BUYBACK

- The Board of Directors (hereinafter referred to as the "Board", which expression shall include any Buyback Committee constituted by the Board to exercise its powers including powers conferred by the resolution) of Cyient Limited ("Company"), at its meeting held on February 1, 2019 ("Board Meeting") approved the buyback by the Company of its fully paid-up equity shares having face value of Rs. 5 (Rupees Five only) each ("Equity Shares") at a price not exceeding Rs. 700 (Rupees Seven Hundred only) per Equity Share ("Maximum Buyback Price") and for an aggregate amount not exceeding Rs. 200,00,00,000 (Rupees Two Hundred Crores only) ("Maximum Buyback Size"), from the shareholders/ beneficial owners of the Company excluding promoters, promoter group and persons who are in control of the Company, payable in cash from the open market through the stock exchange mechanism under Buyback Regulations in accordance with the provisions of the Companies Act, 2013, as amended ("Companies Act" or the "Act"), the Companies (Share Capital and Debentures) Rules, 2014, the Companies (Management and Administration) Rules, 2014 and in accordance with Article 23 of the articles of association of the Company ("Buyback" or "Buyback Offer"). The Maximum Buyback Size represents 9.79% and 8.63% of the aggregate of the paid-up Equity Share capital and free reserves of the Company based on the audited standalone and consolidated financial statements of the Company, respectively, as at March 31, 2018, which is within the maximum amount allowed under the Act under the Board approval route. The Maximum Buyback Size does not include any expenses incurred or to be incurred for the Buyback like filing fees payable to SEBI, advisors' fees, stock exchange fee for usage of their platform for Buyback, brokerage, applicable taxes such as securities transaction tax, Goods and Services Tax, stamp duty, etc., public announcement publication expenses and other incidental and related expenses (the "Transaction Costs").
- The Public Announcement for the Buyback was published on February 5, 2019 in all editions of the Business Standard, the English national daily newspaper and Business Standard, the Hindi national daily newspaper and in Hyderabad edition of Surya, a Telugu daily.
- The Buyback commenced on February 12, 2019 and closed on April 11, 2019. Till the date of closure of Buyback, the Company has utilized 99.9997% of the Maximum Buyback Size (excluding Transaction Costs) with a balance of Rs. 5,971.10 (Rupees Five Thousand Nine Hundred Seventy One and Ten paise only).
- The Company decided to close the Buyback with effect from April 11, 2019. Intimation for closure of the Buyback was issued to the Stock Exchanges on April 11, 2019.
- Total number of Equity Shares bought back under the Buyback is 31,23,963 Equity Shares.

2. DETAILS OF THE BUYBACK

- The Company bought back an aggregate of 31,23,963 Equity Shares, utilizing a total of Rs. 199,99,94,028.90 (Rupees One Hundred Ninety Nine Crores Ninety Nine Lacs Ninety Four Thousand Twenty Eight and Ninety paise only) (excluding Transaction Costs), which represents 99.9997% of the Maximum Buyback Size. The price at which the Equity Shares were bought back was dependent on the price quoted on the Stock Exchanges. The highest price at which the Equity Shares were bought back was Rs. 692.00 per Equity Share while the lowest price was Rs. 570.65 per Equity Share. The Equity Shares were bought back at an average price of Rs. 640.2105 per Equity Share. These prices are based on contract notes issued by JM Financial Services Limited ("Company's Broker") and exclude Transaction Costs.
- The pay-out formalities has been completed as per settlement mechanism with the Stock Exchanges. The Company has extinguished 25,70,518 Equity Shares till date and the Company is in the process of extinguishing the remaining 5,53,445 Equity Shares bought back.
- All Equity Shares bought back were in the demat segment from the Stock Exchanges. As the Buyback was done from the open market through the Stock Exchanges, the identity of members from whom Equity Shares exceeding 1% of the total Equity Shares, if any, was bought in the Buyback, is not known.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

- The capital structure of the Company as on the date of the Public Announcement and post-Buyback, is as under:

Particulars	As on the date of the Public Announcement		Post-Buyback ⁽¹⁾	
	No. of Equity Shares	Amount (in Rs.)	No. of Equity Shares	Amount (in Rs.)
Authorized Share Capital	28,00,00,000	140,00,00,000.00	28,00,00,000	140,00,00,000.00
Issued, Subscribed and Paid-up Share Capital	11,30,44,691	56,52,23,455.00	10,99,20,728	54,96,03,640.00

(1) Out of the total of 31,23,963 Equity Shares bought back, the Company is in the process of extinguishing the remaining 5,53,445 Equity Shares. The post Buyback Equity Share Capital is provided assuming extinguishment of all Equity Shares bought back by the Company.

- The shareholding pattern of the Company pre-Buyback and post-Buyback, is as under:

Shareholder	Pre-Buyback ⁽¹⁾		Post-Buyback ⁽²⁾	
	No. of Equity Shares	% of Equity Share Capital	Number of Equity Shares	% of Equity Share Capital
(A) Promoter & Promoter Group	2,49,83,036	22.10	8,49,37,692	77.27
(B) Public	8,80,61,655	77.90		
(C1) Shares underlying DRs	0	0.00		
(C2) Shares held by Employee Trust	0	0.00		
(C3) Trading Members and Associates of Trading Members	0	0.00		
(C) Non-Promoter Non Public				
(C) = C1+C2+C3	0	0.00		
Grand Total (A+B+C)	11,30,44,691	100.00	10,99,20,728	100.00

(1) As on February 1, 2019.

(2) Out of the total of 31,23,963 Equity Shares bought back, the Company is in the process of extinguishing the remaining 5,53,445 Equity Shares. The post Buyback Equity Share Capital is provided assuming extinguishment of all Equity Shares bought back by the Company.

4. MANAGER TO THE BUYBACK



JM Financial Limited

7th Floor, Chergy, Appasaheb Marathe Marg, Prabhadevi, Mumbai – 400 025, Maharashtra, India

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Contact Person: Ms. Prachee Dhuri Email: Cyient.Buyback@jmf.com

Website: www.jmf.com SEBI Registration Number: INM000010361

Validity Period: Permanent Registration

Corporate Identification Number: L67120MH1986PLC038784

- For further details, please refer to the Company's website (www.cyient.com) and the websites of the Stock Exchanges (i.e. www.bseindia.com and www.nseindia.com).

6. DIRECTOR'S RESPONSIBILITY

As per Regulation 24(i)(a) of the Buyback Regulations, the Board of Directors of the Company accept full responsibility for the information contained in this Post Buyback Public Announcement and confirms that such document contains true, factual and material information and does not contain any misleading information.

For and on behalf of the Board of Directors of

Cyient Limited

Sd/-	Sd/-	Sd/-
BVR Mohan Reddy Executive Chairman DIN: 00058215	Krishna Bodanapu Managing Director & CEO DIN: 05301037	Sudheendhra Putty Company Secretary FCS 5689

Date: April 12, 2019

Place: Hyderabad