

POST OFFER PUBLIC ANNOUNCEMENT FOR FAILURE OF DELISTING OFFER IN ACCORDANCE WITH REGULATIONS 17(4) AND 23 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (DELISTING OF EQUITY SHARES) REGULATIONS, 2021, AS AMENDED FROM TIME TO TIME ("SEBI DELISTING REGULATIONS") FOR THE ATTENTION OF EQUITY SHAREHOLDERS OF

INSPIRISYS SOLUTIONS LIMITED

FOR DELISTING OF EQUITY SHARES

Registered Office: 1st Floor, Dowlath Towers, New Door Nos. 57, 59, 61 & 63, Taylors Road, Kilpauk, Chennai, Tamil Nadu, India, 600010 | **Corporate Identification Number (CIN):** L30006TN1995PLC031736

Tel. No.: 044 - 4225 2000 | **Email Id:** sundaramurthy.s@inspirisys.com | **Website:** www.inspirisys.com

Company Secretary and Compliance Officer: Sundaramurthy Shanmugam

This Post Offer Public Announcement for failure of Delisting Offer ("Post Offer PA") is being issued by Vivro Financial Services Private Limited ("Manager to the Delisting Offer" or "Manager to the Offer") for and on behalf of CAC Holdings Corporation ("Acquirer") to the Public Shareholders (as defined under Regulation 2(1)(t) of the SEBI Delisting Regulations and hereinafter referred to as "Public Shareholders") of Inspirisys Solutions Limited ("Company") in respect of the proposed acquisition and consequent voluntary delisting of the fully paid up equity shares of the Company with a face value of INR 10 each ("Equity Shares") from the stock exchanges where Equity Shares are presently listed i.e., BSE Limited ("BSE") and National Stock Exchange of India Limited ("NSE") (together referred to as "Stock Exchanges") pursuant to the applicable provisions of the SEBI Delisting Regulations ("Delisting Offer" or "Offer").

This Post Offer PA should be read in conjunction with the Initial Public Announcement dated November 10, 2023 ("IPA"), the Detailed Public Announcement dated March 30, 2024 which was published on April 01, 2024 in Financial Express (English - all editions), Jansatta (Hindi - all editions) and Navshatki (Marathi - Mumbai edition) ("DPA") and the Letter of Offer dated March 30, 2024 ("LOF") issued in accordance with the SEBI Delisting Regulations, along with circulars issued thereunder.

The capitalized terms used but not defined in this Post Offer PA shall have the same meaning assigned to them in the DPA and the LOF.

The Acquirer, through Manager to the Delisting Offer, had issued the IPA, the DPA and the LOF seeking to acquire up to 1,19,04,748 (One Crore Nineteen Lakh Four Thousand Seven Hundred Forty-Eight) Equity Shares ("Offer Shares") representing 30.05% (Thirty Point Zero Five percent) of the Equity Share Capital of the Company that are held by the Public Shareholders of the Company pursuant to Part B of the Chapter III read with Chapter IV of the SEBI Delisting Regulations and on the terms and conditions set out therein and in the DPA and the LOF. The Public Shareholders holding Equity Shares were invited to submit bids pursuant to the reverse book building process conducted through the Stock Exchange Mechanism made available by the Stock Exchanges during the Bid Period (i.e. Friday, April 12, 2024 up to and including Friday, April 19, 2024), in accordance with the SEBI Delisting Regulations ("Reverse Book Building Process").

1. FAILURE OF THE DELISTING OFFER

- The total number of Offer Shares validly tendered by the Public Shareholders in the Delisting Offer is 96,87,205 (Ninety-Six Lakhs Eighty-Seven Thousand Two Hundred Five) Equity Shares with 690 (Six Hundred Ninety) bids received between the price range of ₹ 71.15 (Rupees Seventy-One and Fifteen Paise Only) per Equity Share to ₹ 711.50 (Rupees Seven Hundred Eleven and Fifty Paise Only) per Equity Share (both inclusive) consisting of 96,87,205 (Ninety-Six Lakhs Eighty-Seven Thousand Two Hundred Five) Equity Shares with 690 (Six Hundred Ninety) bids in demat form and nil Equity Shares with nil bids in physical form.
- The Discovered Price of ₹ 241/- (Rupees Two Hundred Forty-One only) per Equity Share is based on 91,96,969 (Ninety-One Lakhs Ninety-Six Thousand Nine Hundred Sixty-Nine) Equity Shares with successful 540 (Five Hundred Forty) bids received between the price range of ₹ 71.15 (Rupees Seventy-One and Fifteen Paise Only) per Equity Share to ₹ 241/- (Rupees Two Hundred Forty-One only) per Equity Share (both inclusive). The Acquirer vide their communication dated April 22, 2024 has confirmed that the Discovered Price is not acceptable to them. **Thus, the Delisting Offer is deemed to have failed in terms of Regulation 23(1)(b) of the SEBI Delisting Regulations.**
- Accordingly, the Acquirer will not acquire any Equity Shares tendered by the Public Shareholders in the Delisting Offer and the Equity Shares of the Company will continue to remain listed on the Stock Exchanges. Further, no final application will be made to the Stock Exchanges for the Equity Shares in terms of provisions of the SEBI Delisting Regulations.
- Pursuant to Regulation 23(2)(a)(ii) of the SEBI Delisting Regulations, Equity Shares offered or tendered in terms of Schedule II of the SEBI Delisting Regulations, will be released on the date of making this Post Offer PA for the failure of the Delisting Offer i.e. Tuesday, April 23, 2024.
- Link Intime India Private Limited, Registrar to the Delisting Offer, had confirmed to the Manager to the Offer regarding the dispatch of the LOF made to the Public Shareholders as on the Specified Date, i.e. April 01, 2024.

The details of Company Secretary and Compliance Officer of the Company is as follows:

Name : S Sundaramurthy
Designation : Company Secretary & Compliance Officer
Office Address : First Floor, Dowlath Towers, New Door Nos. 57, 59, 61 & 63, Taylors Road, Kilpauk - 600010, Chennai, Tamil Nadu. India.
Contact No. : 044-42252000
Email ID : sundaramurthy.s@inspirisys.com

In case the Public Shareholders have any queries concerning the non-receipt of Offer Shares or on delisting process and procedure, they may address the same to Registrar to the Delisting Offer or Manager to the Delisting Offer. The Post Offer PA is also expected to be available on the website of the Stock Exchanges www.bseindia.com and www.nseindia.com, website of Manager to the Offer i.e. www.vivro.net and the website of the Company i.e. https://www.inspirisys.com.

MANAGER TO THE OFFER		REGISTRAR TO THE OFFER	
VIVRO VIVRO FINANCIAL SERVICES PRIVATE LIMITED Reg. Address: Vivro House, 11 Shashi Colony, Opp. Suvidha Shopping Center, Paldi, Ahmedabad – 380007, Gujarat, India. Tel. No.: +91 79 4040 4242. Corporate Address: 607/608 Marathon Icon, Opp. Peninsula Corporate Park Off. Ganpatrao Kadam Marg, Veer Santaji Lane, Lower Parel Mumbai - 400 013, Maharashtra, India. Tel. No.: +91 22 6666 8040 / 41 / 42 Email ID: investors@vivro.net Website: www.vivro.net SEBI Reg. No.: INM000010122 CIN: U67120GJ1996PTC029182 Contact Person: Tushar Ashar / Shivam Patel		LINKIntime LINK INTIME INDIA PRIVATE LIMITED Address: C - 101, 247 Park, L.B.S. Marg, Vikhroli (West), Mumbai, Maharashtra, 400083, India. Tel. No.: +91 8108114949 Email ID: inspirisys.delisting@linkintime.co.in Website: www.linkintime.co.in CIN: U67190MH1999PTC118368 SEBI Reg. No: INR000004058 Contact Person: Pradnya Karanjekar	
For and on behalf of CAC Holdings Corporation (Acquirer)			
Sd/- Name: Ryota Nishimori Designation: President and CEO	Sd/- Name: Togo Shimizu Designation: Senior Managing Director	Sd/- Name: Toru Horiuchi Designation: General Manager, Corporate Department	

Place: Tokyo, Japan

Date: April 22, 2024

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