A Market Leader in Security, Cash Logistics & Facility Management

Group Enterprises

Date: June 9, 2021

To,

BSE Limited Department of Corporate Services Phiroze Jeejeebhoy Towers Dalal Street Mumbai – 400 001 Scrip: 540673	**National Stock Exchange of India Limited** Exchange Plaza, C-1, Block G Bandra Kurla Complex Bandra (E) Mumbai – 400 051 Symbol: SIS

Dear Sirs,

Sub: Post-Buyback public announcement regarding buyback of fully paid-up equity shares of face value of INR 5/- each (the "Equity Shares") of SIS Limited (the "Company") at a price of INR 550/- per Equity Share through the tender offer process, pursuant to the provisions of the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, as amended and the Companies Act, 2013, as amended ("Buyback")

Dear Sir/Ma'am,

We wish to inform you that pursuant to Regulation 24(vi) of the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, the Company has published a post-Buyback public announcement dated June 8, 2021 ("**Post-Buyback Public Announcement**") in relation to the Buyback in the following newspapers on June 9, 2021:

S No.	Newspaper	Language	Edition
1.	Business Standard	English	All editions
2.	Business Standard	Hindi	All editions
3.	Aaj	Hindi	Patna

Please find enclosed a copy of the Post-Buyback Public Announcement published in the aforesaid newspapers.

We request you to please take the same on record.

Thanking You

For SIS Limited

SIS LIMITED

_____

Name: Pushpalatha K
Designation: Company Secretary

Enclosures: As above

ANNEXURE

Business Standard NEW DELHI | WEDNESDAY, 9 JUNE 2021

SIS Group Enterprises — A Market Leader in Security, Cash Logistics & Facility Management

SIS LIMITED

(Formerly known as Security and Intelligence Services (India) Limited)
Corporate Identity Number (CIN): L75230BR1985PLC002083
Registered Office: Annapoorna Bhawan, Telephone Exchange Road, Kurji, Patna- 800 010
Tel: +91 612 226 6666 | **Fax:** +91 612 226 3948 | **Website:** www.sisindia.com | **E-mail:** shareholders@sisindia.com

POST-BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF SIS LIMITED

This post-Buyback public announcement ("**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 ("**SEBI Buyback Regulations**") regarding completion of the Buyback.

This Post-Buyback Public Announcement should be read in conjunction with the public announcement dated March 23, 2021 ("**Public Announcement**") and the letter of offer dated April 30, 2021 ("**Letter of Offer**") issued in connection with the Buyback. Unless specifically defined herein, capitalised terms and abbreviations used herein shall have the same meaning as ascribed to them in the Public Announcement and the Letter of Offer.

1. THE BUYBACK

1.1. SIS Limited ("**Company**") had announced the buyback of up to 18,18,181 (Eighteen Lakh Eighteen Thousand One Hundred and Eighty One Only) fully paid-up equity shares of the Company having the face value of INR 5/- each (Indian Rupees Five Only) each ("**Equity Shares**"), representing 1.24% of the total number of Equity Shares in the total paid-up equity capital of the Company as of March 31, 2020, from all Eligible Shareholders (Equity Shareholders as on the Record Date, being April 9, 2021) on a proportionate basis, through the 'tender offer' process, at a price of INR 550/- (Indian Rupees Five Hundred Fifty Only) per Equity Share, payable in cash, for an aggregate maximum amount not exceeding INR 99,99,99,550/- (Indian Rupees Ninety Nine Crore Ninety Nine Lakh Ninety Nine Thousand Five Hundred and Fifty Only) excluding any expenses incurred or to be incurred for the buyback viz. brokerage, costs, fees, turnover charges, taxes such as buyback tax, securities transaction tax and goods and services tax (if any), stamp duty, advisors fees, filing fees, printing and dispatch expenses and other incidental and related expenses and charges ("**Transaction Costs**" and such maximum amount hereinafter referred to as the "**Buyback Offer Size**").

1.2. The Buyback Offer Size represents 14.13% and 7.47% of the aggregate of the Company's fully paid-up equity capital and free reserves as per the latest standalone and consolidated audited financial statements of the Company, respectively, as on March 31, 2020. The number of Equity Shares bought back constituted 1.23% of the pre-Buyback equity share capital of the Company as on the Record date (i.e., April 9, 2021).

1.3. The Company had adopted the Tender Offer route for the purpose of Buyback. The Buyback was implemented by the Company through the "Mechanism for acquisition of shares through Stock Exchange", as provided under the SEBI Buyback Regulations and circular no. CIR/CFD/ POLICYCELL/1/2015 dated April 13, 2015 read with circular no CFD/DCR2/CIR/P/2016/131 dated December 09, 2016, issued by the Securities and Exchange Board of India ("**SEBI**"). For the purposes of the Buyback, BSE Limited was the designated stock exchange.

1.4. The Buyback Opening Date was Wednesday, May12, 2021 and the Buyback Closing Date was Thursday, May 27, 2021.

2. DETAILS OF THE BUYBACK

2.1 The total number of Equity Shares bought back pursuant to the Buyback was 18,18,181 Equity Shares at a price of INR 550/- (Indian Rupees Five Hundred Fifty Only) per Equity Share.

2.2 The total amount utilized in the Buyback was INR 99,99,99,550/- (Indian Rupees Ninety Nine Crore Ninety Nine Lakh Ninety Nine Thousand Five Hundred and Fifty Only), excluding Transaction Costs.

2.3 The Registrar to the Buyback i.e., Link Intime India Private Limited ("**Registrar**"), considered a total of 16,547 valid bids for 1,40,75,066 Equity Shares in response to the Buyback, resulting in the tender of approximately 7.74 times the maximum number of Equity Shares proposed to be bought back. The details of the valid bids considered by the Registrar are as follows:

Category	Number of Equity Shares reserved in the Buyback	Number of valid bids	Total Equity Shares validly Tendered	Response (%)
Reserved Category for Small Shareholders	2,72,728	15,936	11,47,040	4.21
General Category for all other Eligible Shareholders	15,45,453	611	1,29,28,026	8.37
Total	**18,18,181**	**16,547**	**1,40,75,066**	**7.74**

2.4 All valid bids were considered for the purpose of Acceptance in accordance with the SEBI Buyback Regulations and the Letter of Offer. The communication of acceptance/rejection has been dispatched by the Registrar, via email, to the relevant Eligible Shareholders (who have their email IDs registered with the Company or the depositories) on June 7, 2021. In cases where email IDs were not registered with the Company or depositories, physical letters of acceptance/rejection are being dispatched to the Eligible Shareholders by the Registrar and the same was completed on June 7, 2021.

2.5 The settlement of all valid bids was completed by Indian Clearing Corporation Limited ("**ICCL**") on Monday June 7, 2021. ICCL has made direct funds pay-out to Eligible Shareholders whose Equity Shares have been accepted under the Buyback. If bank account details of any Eligible Shareholders were not available or if the funds transfer instruction was rejected by the Reserve Bank of India/ relevant bank(s), due to any reasons, then the amount payable to the concerned shareholder was transferred to the Shareholder Broker for onward transfer to their respective shareholders.

2.6 Demat Shares accepted under the Buyback were transferred to the Company Demat Account on Monday June 7, 2021.The unaccepted Demat Shares have been returned to respective Eligible Shareholders /custodians by ICCL on Monday June 7, 2021.

2.7 The extinguishment of 18,18,181 Equity Shares accepted under the Buyback, comprising of 18,18,181 Demat Shares, is currently under process and shall be completed in accordance with the SEBI Buyback Regulations by Monday June 14, 2021.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

3.1 The capital structure of the Company before and after the completion of the Buyback is set forth below:

Particulars	Present	Post completion of the Buyback#
Authorised share capital	INR 1,35,00,00,000/- (27,00,00,000 Equity Shares of INR 5/- each)	INR 1,35,00,00,000/- (27,00,00,000 Equity Shares of INR 5/- each)
Issued and subscribed share capital	INR 74,20,75,190/- (14,84,15,038 Equity Shares of INR 5/- each)	INR 73,29,84,285 /- (14,65,96,857 Equity Shares of INR 5/- each)#
Paid-up share capital	INR 74,20,73,940/- (14,84,14,788 Equity Shares of INR 5/- each)	INR 73,29,83,035 /- (14,65,96,607 Equity Shares of INR 5/- each)#

#Subject to extinguishment of 18,18,181 Equity Shares.

3.2 Details of Eligible Shareholders from whom Equity Shares exceeding 1% of the total Equity Shares bought back have been accepted under the Buyback are as under:

Sr. No.	Name of Shareholder	Number of Equity Shares accepted under the Buyback	Equity Shares accepted as a % of total Equity Shares bought back	Equity Shares accepted as a % of total post Buyback equity capital of the Company#
1	Ravindra Kishore Sinha	6,24,185	34.33	0.43
2	Rita Kishore Sinha	2,57,445	14.16	0.18
3	Rituraj Kishore Sinha	1,74,524	9.60	0.12
4	Rivoli Sinha	51,217	2.82	0.03
5	Malabar Select Fund	45,043	2.48	0.03
6	Orbis Financial Corporation Limited	44,446	2.44	0.03
7	Malabar India Fund Limited	42,601	2.34	0.03
8	Nippon Life India Trustee Ltd - a/c Nippon India Small Cap Fund	38,938	2.14	0.03
9	Vocational Skills Council India Private Limited	38,275	2.11	0.03
10	Government Pension Fund Global	36,028	1.98	0.02
11	1. Sundaram Mutual Fund a/c Sundaram Mid Cap Fund 2. Sundaram Mutual Fund a/c Sundaram Equity Hybrid Fund 3. Sundaram Mutual Fund a/c Sundaram Services Fund	23,469	1.29	0.02
12	1. Aditya Birla Sun Life Trustee Private Limited a/c Aditya Birla Sun Life Small CA 2. Aditya Birla Sun Life Trustee Private Limited a/c Aditya Birla Sun Life Pure val	23,431	1.29	0.02
13	Steinberg India Emerging Opportunities Fund Limited	23,400	1.29	0.02

#Subject to extinguishment of 18,18,181 Equity Shares.

3.3 The shareholding pattern of the Company before and after completion of the Buyback is set out below:

Category of shareholder	Pre Buyback*		Post Buyback#	
	Number of Equity Shares	% to the existing Equity Share Capital	Number of Shares	% to the existing Equity Share Capital
Promoters and members of the promoter group and persons acting in concert (collectively "the Promoter")	10,80,80,795	72.88	10,69,32,650	73.00
Foreign Investors (including Non Resident Indians/ FIIs/ Foreign Mutual Funds)	2,09,04,790	14.10	3,95,50,927	27.00
Financial Institutions / Banks and Mutual Funds promoted by Banks / Institutions	94,01,303	6.34		
Others (Public, Public Bodies Corporate, etc.,)	99,14,870	6.69		
Total	14,83,01,758	100.00	14,64,83,577	100.00

*As on the Record Date i.e., April 9, 2021.
#Subject to extinguishment of 18,18,181 Equity Shares.
Note: Please note that post April 9, 2021 till as of the date of this Post Buyback Public Announcement, the Company has issued 1,13,030 Equity Shares pursuant to exercise of options under the Employee Stock Option Plan - 2016.

4. MANAGER TO THE BUYBACK

ICICI Securities

ICICI Securities Limited
ICICI Centre, H.T. Parekh Marg, Churchgate, Mumbai 400 020, India
Tel. No.: +91 22 2288 2460; **Fax No.:** +91 22 2282 6580
Email: sis.buyback@icicisecurities.com
Website: www.icicisecurities.com

Investor grievance e-mail: customercare@icicisecurities.com
Contact persons: Anurag Byas/ Vaibhav Saboo
SEBI Registration No.: INM000011179
Validity Period: Permanent
CIN: L67120MH1995PLC086241

5. DIRECTORS' RESPONSIBILITY

In terms of Regulation 24(i)(a) of the Buyback Regulations, the Board of Directors accepts responsibility for all the information contained in this Post-Buyback Public Announcement and confirms that it contains true, factual and material information and does not contain any misleading information. This Post-Buyback Public Announcement is issued under the authority of the Board and in terms of the resolution passed by the Buyback Committee in its meeting on June 8, 2021.

For and on behalf of the Board of Directors of
SIS LIMITED

Sd/-	Sd/-	Sd/-
Rituraj Kishore Sinha	**Arvind Kumar Prasad**	**Pushpalatha Katkuri**
Managing Director	**Director - Finance**	**Company Secretary**
DIN: 00477256	**DIN: 02865273**	**ICSI Membership No.: A21695**

Date: June 8, 2021
Place: Bangalore

बिज़नेस स्टैंडर्ड नई दिल्ली | 9 जून 2021 बुधवार

SIS Group Enterprises

A Market Leader in Security, Cash Logistics & Facility Management

SIS LIMITED

(Formerly known as Security and Intelligence Services (India) Limited)
Corporate Identity Number (CIN): L75230BR1985PLC002083
Registered Office: Annapoorna Bhawan, Telephone Exchange Road, Kurji, Patna- 800 010
Tel: +91 612 226 6666 | **Fax:** +91 612 226 3948 | **Website:** www.sisindia.com | **E-mail:** shareholders@sisindia.com

POST-BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF SIS LIMITED

This post-Buyback public announcement ("**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 ("**SEBI Buyback Regulations**") regarding completion of the Buyback.

This Post-Buyback Public Announcement should be read in conjunction with the public announcement dated March 23, 2021 ("**Public Announcement**") and the letter of offer dated April 30, 2021 ("**Letter of Offer**") issued in connection with the Buyback. Unless specifically defined herein, capitalised terms and abbreviations used herein shall have the same meaning as ascribed to them in the Public Announcement and the Letter of Offer.

1. THE BUYBACK

1.1. SIS Limited ("**Company**") had announced the buyback of up to 18,18,181 (Eighteen Lakh Eighteen Thousand One Hundred and Eighty One Only) fully paid-up equity shares of the Company having the face value of INR 5/- each (Indian Rupees Five Only) each ("**Equity Shares**"), representing 1.24% of the total number of Equity Shares in the total paid-up equity capital of the Company as of March 31, 2020, from all Eligible Shareholders (Equity Shareholders as on the Record Date, being April 9, 2021) on a proportionate basis, through the 'tender offer' process, at a price of INR 550/- (Indian Rupees Five Hundred Fifty Only) per Equity Share, payable in cash, for an aggregate maximum amount not exceeding INR 99,99,99,550/- (Indian Rupees Ninety Nine Crore Ninety Nine Lakh Ninety Nine Thousand Five Hundred and Fifty Only) excluding any expenses incurred or to be incurred for the buyback viz. brokerage, costs, fees, turnover charges, taxes such as buyback tax, securities transaction tax and goods and services tax (if any), stamp duty, advisors fees, filing fees, printing and dispatch expenses and other incidental and related expenses and charges ("**Transaction Costs**" and such maximum amount hereinafter referred to as the "**Buyback Offer Size**").

1.2. The Buyback Offer Size represents 14.13% and 7.47% of the aggregate of the Company's fully paid-up equity capital and free reserves as per the latest standalone and consolidated audited financial statements of the Company, respectively, as on March 31, 2020. The number of Equity Shares bought back constituted 1.23% of the pre-Buyback equity share capital of the Company as on the Record date (i.e., April 9, 2021).

1.3. The Company had adopted the Tender Offer route for the purpose of Buyback. The Buyback was implemented by the Company through the "Mechanism for acquisition of shares through Stock Exchange", as provided under the SEBI Buyback Regulations and circular no. CIR/CFD/ POLICYCELL/1/2015 dated April 13, 2015 read with circular no CFD/DCR2/CIR/P/2016/131 dated December 09, 2016, issued by the Securities and Exchange Board of India ("**SEBI**"). For the purposes of the Buyback, BSE Limited was the designated stock exchange.

1.4. The Buyback Opening Date was Wednesday, May12, 2021 and the Buyback Closing Date was Thursday, May 27, 2021.

2. DETAILS OF THE BUYBACK

2.1 The total number of Equity Shares bought back pursuant to the Buyback was 18,18,181 Equity Shares at a price of INR 550/- (Indian Rupees Five Hundred Fifty Only) per Equity Share.

2.2 The total amount utilized in the Buyback was INR 99,99,99,550/- (Indian Rupees Ninety Nine Crore Ninety Nine Lakh Ninety Nine Thousand Five Hundred and Fifty Only), excluding Transaction Costs.

2.3 The Registrar to the Buyback i.e., Link Intime India Private Limited ("**Registrar**"), considered a total of 16,547 valid bids for 1,40,75,066 Equity Shares in response to the Buyback, resulting in the tender of approximately 7.74 times the maximum number of Equity Shares proposed to be bought back. The details of the valid bids considered by the Registrar are as follows:

Category	Number of Equity Shares reserved in the Buyback	Number of valid bids	Total Equity Shares validly Tendered	Response (%)
Reserved Category for Small Shareholders	2,72,728	15,936	11,47,040	4.21
General Category for all other Eligible Shareholders	15,45,453	611	1,29,28,026	8.37
Total	**18,18,181**	**16,547**	**1,40,75,066**	**7.74**

2.4 All valid bids were considered for the purpose of Acceptance in accordance with the SEBI Buyback Regulations and the Letter of Offer. The communication of acceptance/rejection has been dispatched by the Registrar, via email, to the relevant Eligible Shareholders (who have their email IDs registered with the Company or the depositories) on June 7, 2021. In cases where email IDs were not registered with the Company or depositories, physical letters of acceptance/rejection are being dispatched to the Eligible Shareholders by the Registrar and the same was completed on June 7, 2021.

2.5 The settlement of all valid bids was completed by Indian Clearing Corporation Limited ("**ICCL**") on Monday June 7, 2021. ICCL has made direct funds pay-out to Eligible Shareholders whose Equity Shares have been accepted under the Buyback. If bank account details of any Eligible Shareholders were not available or if the funds transfer instruction was rejected by the Reserve Bank of India/ relevant bank(s), due to any reasons, then the amount payable to the concerned shareholder was transferred to the Shareholder Broker for onward transfer to their respective shareholders.

2.6 Demat Shares accepted under the Buyback were transferred to the Company Demat Account on Monday June 7, 2021.The unaccepted Demat Shares have been returned to respective Eligible Shareholders /custodians by ICCL on Monday June 7, 2021.

2.7 The extinguishment of 18,18,181 Equity Shares accepted under the Buyback, comprising of 18,18,181 Demat Shares, is currently under process and shall be completed in accordance with the SEBI Buyback Regulations by Monday June 14, 2021.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

3.1 The capital structure of the Company before and after the completion of the Buyback is set forth below:

Particulars	Present	Post completion of the Buyback#
Authorised share capital	INR 1,35,00,00,000/- (27,00,00,000 Equity Shares of INR 5/- each)	INR 1,35,00,00,000/- (27,00,00,000 Equity Shares of INR 5/- each)
Issued and subscribed share capital	INR 74,20,75,190/- (14,84,15,038 Equity Shares of INR 5/- each)	INR 73,29,84,285 /- (14,65,96,857 Equity Shares of INR 5/- each)#
Paid-up share capital	INR 74,20,73,940/- (14,84,14,788 Equity Shares of INR 5/- each)	INR 73,29,83,035 /- (14,65,96,607 Equity Shares of INR 5/- each)#

#Subject to extinguishment of 18,18,181 Equity Shares.

3.2 Details of Eligible Shareholders from whom Equity Shares exceeding 1% of the total Equity Shares bought back have been accepted under the Buyback are as under:

Sr. No.	Name of Shareholder	Number of Equity Shares accepted under the Buyback	Equity Shares accepted as a % of total Equity Shares bought back	Equity Shares accepted as a % of total post Buyback equity capital of the Company#
1	Ravindra Kishore Sinha	6,24,185	34.33	0.43
2	Rita Kishore Sinha	2,57,445	14.16	0.18
3	Rituraj Kishore Sinha	1,74,524	9.60	0.12
4	Rivoli Sinha	51,217	2.82	0.03
5	Malabar Select Fund	45,043	2.48	0.03
6	Orbis Financial Corporation Limited	44,446	2.44	0.03
7	Malabar India Fund Limited	42,601	2.34	0.03
8	Nippon Life India Trustee Ltd - a/c Nippon India Small Cap Fund	38,938	2.14	0.03
9	Vocational Skills Council India Private Limited	38,275	2.11	0.03
10	Government Pension Fund Global	36,028	1.98	0.02
11	1. Sundaram Mutual Fund a/c Sundaram Mid Cap Fund 2. Sundaram Mutual Fund a/c Sundaram Equity Hybrid Fund 3. Sundaram Mutual Fund a/c Sundaram Services Fund	23,469	1.29	0.02
12	1. Aditya Birla Sun Life Trustee Private Limited a/c Aditya Birla Sun Life Small CA 2. Aditya Birla Sun Life Trustee Private Limited a/c Aditya Birla Sun Life Pure val	23,431	1.29	0.02
13	Steinberg India Emerging Opportunities Fund Limited	23,400	1.29	0.02

#Subject to extinguishment of 18,18,181 Equity Shares.

3.3 The shareholding pattern of the Company before and after completion of the Buyback is set out below:

Category of shareholder	Pre Buyback*		Post Buyback#	
	Number of Equity Shares	% to the existing Equity Share Capital	Number of Shares	% to the existing Equity Share Capital
Promoters and members of the promoter group and persons acting in concert (collectively "the **Promoter**")	10,80,80,795	72.88	10,69,32,650	73.00
Foreign Investors (including Non Resident Indians/ FIIs/ Foreign Mutual Funds)	2,09,04,790	14.10	3,95,50,927	27.00
Financial Institutions / Banks and Mutual Funds promoted by Banks / Institutions	94,01,303	6.34		
Others (Public, Public Bodies Corporate, etc.,)	99,14,870	6.69		
Total	14,83,01,758	100.00	14,64,83,577	100.00

*As on the Record Date i.e., April 9, 2021.
#Subject to extinguishment of 18,18,181 Equity Shares.
Note: Please note that post April 9, 2021 till as of the date of this Post Buyback Public Announcement, the Company has issued 1,13,030 Equity Shares pursuant to exercise of options under the Employee Stock Option Plan - 2016.

4. MANAGER TO THE BUYBACK

ICICI Securities

ICICI Securities Limited
ICICI Centre, H.T. Parekh Marg, Churchgate, Mumbai 400 020, India
Tel. No.: +91 22 2288 2460; **Fax No.:** +91 22 2282 6580
Email: sis.buyback@icicisecurities.com
Website: www.icicisecurities.com

Investor grievance e-mail: customercare@icicisecurities.com
Contact persons: Anurag Byas/ Vaibhav Saboo
SEBI Registration No.: INM000011179
Validity Period: Permanent
CIN: L67120MH1995PLC086241

5. DIRECTORS' RESPONSIBILITY

In terms of Regulation 24(i)(a) of the Buyback Regulations, the Board of Directors accepts responsibility for all the information contained in this Post-Buyback Public Announcement and confirms that it contains true, factual and material information and does not contain any misleading information. This Post-Buyback Public Announcement is issued under the authority of the Board and in terms of the resolution passed by the Buyback Committee in its meeting on June 8, 2021.

For and on behalf of the Board of Directors of
SIS LIMITED

Sd/-	Sd/-	Sd/-
Rituraj Kishore Sinha	**Arvind Kumar Prasad**	**Pushpalatha Katkuri**
Managing Director	**Director - Finance**	**Company Secretary**
DIN: 00477256	**DIN: 02865273**	**ICSI Membership No.: A21695**

Date: June 8, 2021
Place: Bangalore

आज
पटना
बुधवार, ९ जून, २०२१

SIS Group Enterprises — A Market Leader in Security, Cash Logistics & Facility Management

SIS LIMITED

(Formerly known as Security and Intelligence Services (India) Limited)
Corporate Identity Number (CIN): L75230BR1985PLC002083
Registered Office: Annapoorna Bhawan, Telephone Exchange Road, Kurji, Patna- 800 010
Tel: +91 612 226 6666 | **Fax:** +91 612 226 3948 | **Website:** www.sisindia.com | **E-mail:** shareholders@sisindia.com

POST-BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF SIS LIMITED

This post-Buyback public announcement (**"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 (**"SEBI Buyback Regulations"**) regarding completion of the Buyback.

This Post-Buyback Public Announcement should be read in conjunction with the public announcement dated March 23, 2021 (**"Public Announcement"**) and the letter of offer dated April 30, 2021 (**"Letter of Offer"**) issued in connection with the Buyback. Unless specifically defined herein, capitalised terms and abbreviations used herein shall have the same meaning as ascribed to them in the Public Announcement and the Letter of Offer.

1. THE BUYBACK

1.1. SIS Limited (**"Company"**) had announced the buyback of up to 18,18,181 (Eighteen Lakh Eighteen Thousand One Hundred and Eighty One Only) fully paid-up equity shares of the Company having the face value of INR 5/- each (Indian Rupees Five Only) each (**"Equity Shares"**), representing 1.24% of the total number of Equity Shares in the total paid-up equity capital of the Company as of March 31, 2020, from all Eligible Shareholders (Equity Shareholders as on the Record Date, being April 9, 2021) on a proportionate basis, through the 'tender offer' process, at a price of INR 550/- (Indian Rupees Five Hundred Fifty Only) per Equity Share, payable in cash, for an aggregate maximum amount not exceeding INR 99,99,99,550/- (Indian Rupees Ninety Nine Crore Ninety Nine Lakh Ninety Nine Thousand Five Hundred and Fifty Only) excluding any expenses incurred or to be incurred for the buyback viz. brokerage, costs, fees, turnover charges, taxes such as buyback tax, securities transaction tax and goods and services tax (if any), stamp duty, advisors fees, filing fees, printing and dispatch expenses and other incidental and related expenses and charges (**"Transaction Costs"** and such maximum amount hereinafter referred to as the **"Buyback Offer Size"**).

1.2. The Buyback Offer Size represents 14.13% and 7.47% of the aggregate of the Company's fully paid-up equity capital and free reserves as per the latest standalone and consolidated audited financial statements of the Company, respectively, as on March 31, 2020. The number of Equity Shares bought back constituted 1.23% of the pre-Buyback equity share capital of the Company as on the Record date (i.e., April 9, 2021).

1.3. The Company had adopted the Tender Offer route for the purpose of Buyback. The Buyback was implemented by the Company through the "Mechanism for acquisition of shares through Stock Exchange", as provided under the SEBI Buyback Regulations and circular no. CIR/CFD/ POLICYCELL/1/2015 dated April 13, 2015 read with circular no CFD/DCR2/CIR/P/2016/131 dated December 09, 2016, issued by the Securities and Exchange Board of India (**"SEBI"**). For the purposes of the Buyback, BSE Limited was the designated stock exchange.

1.4. The Buyback Opening Date was Wednesday, May12, 2021 and the Buyback Closing Date was Thursday, May 27, 2021.

2. DETAILS OF THE BUYBACK

2.1 The total number of Equity Shares bought back pursuant to the Buyback was 18,18,181 Equity Shares at a price of INR 550/- (Indian Rupees Five Hundred Fifty Only) per Equity Share.

2.2 The total amount utilized in the Buyback was INR 99,99,99,550/- (Indian Rupees Ninety Nine Crore Ninety Nine Lakh Ninety Nine Thousand Five Hundred and Fifty Only), excluding Transaction Costs.

2.3 The Registrar to the Buyback i.e., Link Intime India Private Limited **("Registrar")**, considered a total of 16,547 valid bids for 1,40,75,066 Equity Shares in response to the Buyback, resulting in the tender of approximately 7.74 times the maximum number of Equity Shares proposed to be bought back. The details of the valid bids considered by the Registrar are as follows:

Category	Number of Equity Shares reserved in the Buyback	Number of valid bids	Total Equity Shares validly Tendered	Response (%)
Reserved Category for Small Shareholders	2,72,728	15,936	11,47,040	4.21
General Category for all other Eligible Shareholders	15,45,453	611	1,29,28,026	8.37
Total	**18,18,181**	**16,547**	**1,40,75,066**	**7.74**

2.4 All valid bids were considered for the purpose of Acceptance in accordance with the SEBI Buyback Regulations and the Letter of Offer. The communication of acceptance/rejection has been dispatched by the Registrar, via email, to the relevant Eligible Shareholders (who have their email IDs registered with the Company or the depositories) on June 7, 2021. In cases where email IDs were not registered with the Company or depositories, physical letters of acceptance/rejection are being dispatched to the Eligible Shareholders by the Registrar and the same was completed on June 7, 2021.

2.5 The settlement of all valid bids was completed by Indian Clearing Corporation Limited **("ICCL")** on Monday June 7, 2021. ICCL has made direct funds pay-out to Eligible Shareholders whose Equity Shares have been accepted under the Buyback. If bank account details of any Eligible Shareholders were not available or if the funds transfer instruction was rejected by the Reserve Bank of India/ relevant bank(s), due to any reasons, then the amount payable to the concerned shareholder was transferred to the Shareholder Broker for onward transfer to their respective shareholders.

2.6 Demat Shares accepted under the Buyback were transferred to the Company Demat Account on Monday June 7, 2021.The unaccepted Demat Shares have been returned to respective Eligible Shareholders /custodians by ICCL on Monday June 7, 2021.

2.7 The extinguishment of 18,18,181 Equity Shares accepted under the Buyback, comprising of 18,18,181 Demat Shares, is currently under process and shall be completed in accordance with the SEBI Buyback Regulations by Monday June 14, 2021.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

3.1 The capital structure of the Company before and after the completion of the Buyback is set forth below:

Particulars	Present	Post completion of the Buyback#
Authorised share capital	INR 1,35,00,00,000/- (27,00,00,000 Equity Shares of INR 5/- each)	INR 1,35,00,00,000/- (27,00,00,000 Equity Shares of INR 5/- each)
Issued and subscribed share capital	INR 74,20,75,190/- (14,84,15,038 Equity Shares of INR 5/- each)	INR 73,29,84,285 /- (14,65,96,857 Equity Shares of INR 5/- each)#
Paid-up share capital	INR 74,20,73,940/- (14,84,14,788 Equity Shares of INR 5/- each)	INR 73,29,83,035 /- (14,65,96,607 Equity Shares of INR 5/- each)#

#Subject to extinguishment of 18,18,181 Equity Shares.

3.2 Details of Eligible Shareholders from whom Equity Shares exceeding 1% of the total Equity Shares bought back have been accepted under the Buyback are as under:

Sr. No.	Name of Shareholder	Number of Equity Shares accepted under the Buyback	Equity Shares accepted as a % of total Equity Shares bought back	Equity Shares accepted as a % of total post Buyback equity capital of the Company#
1	Ravindra Kishore Sinha	6,24,185	34.33	0.43
2	Rita Kishore Sinha	2,57,445	14.16	0.18
3	Rituraj Kishore Sinha	1,74,524	9.60	0.12
4	Rivoli Sinha	51,217	2.82	0.03
5	Malabar Select Fund	45,043	2.48	0.03
6	Orbis Financial Corporation Limited	44,446	2.44	0.03
7	Malabar India Fund Limited	42,601	2.34	0.03
8	Nippon Life India Trustee Ltd - a/c Nippon India Small Cap Fund	38,938	2.14	0.03
9	Vocational Skills Council India Private Limited	38,275	2.11	0.03
10	Government Pension Fund Global	36,028	1.98	0.02
11	1. Sundaram Mutual Fund a/c Sundaram Mid Cap Fund 2. Sundaram Mutual Fund a/c Sundaram Equity Hybrid Fund 3. Sundaram Mutual Fund a/c Sundaram Services Fund	23,469	1.29	0.02
12	1. Aditya Birla Sun Life Trustee Private Limited a/c Aditya Birla Sun Life Small CA 2. Aditya Birla Sun Life Trustee Private Limited a/c Aditya Birla Sun Life Pure val	23,431	1.29	0.02
13	Steinberg India Emerging Opportunities Fund Limited	23,400	1.29	0.02

#Subject to extinguishment of 18,18,181 Equity Shares.

3.3 The shareholding pattern of the Company before and after completion of the Buyback is set out below:

Category of shareholder	Pre Buyback*		Post Buyback#	
	Number of Equity Shares	% to the existing Equity Share Capital	Number of Shares	% to the existing Equity Share Capital
Promoters and members of the promoter group and persons acting in concert (collectively "the **Promoter**")	10,80,80,795	72.88	10,69,32,650	73.00
Foreign Investors (including Non Resident Indians/ FIIs/ Foreign Mutual Funds)	2,09,04,790	14.10	3,95,50,927	27.00
Financial Institutions / Banks and Mutual Funds promoted by Banks / Institutions	94,01,303	6.34		
Others (Public, Public Bodies Corporate, etc.,)	99,14,870	6.69		
Total	14,83,01,758	100.00	14,64,83,577	100.00

*As on the Record Date i.e., April 9, 2021.
#Subject to extinguishment of 18,18,181 Equity Shares.
Note: Please note that post April 9, 2021 till as of the date of this Post Buyback Public Announcement, the Company has issued 1,13,030 Equity Shares pursuant to exercise of options under the Employee Stock Option Plan - 2016.

4. MANAGER TO THE BUYBACK

ICICI Securities

ICICI Securities Limited
ICICI Centre, H.T. Parekh Marg, Churchgate, Mumbai 400 020, India
Tel. No.: +91 22 2288 2460; **Fax No.:** +91 22 2282 6580
Email: sis.buyback@icicisecurities.com
Website: www.icicisecurities.com

Investor grievance e-mail: customercare@icicisecurities.com
Contact persons: Anurag Byas/ Vaibhav Saboo
SEBI Registration No.: INM000011179
Validity Period: Permanent
CIN: L67120MH1995PLC086241

5. DIRECTORS' RESPONSIBILITY

In terms of Regulation 24(i)(a) of the Buyback Regulations, the Board of Directors accepts responsibility for all the information contained in this Post-Buyback Public Announcement and confirms that it contains true, factual and material information and does not contain any misleading information. This Post-Buyback Public Announcement is issued under the authority of the Board and in terms of the resolution passed by the Buyback Committee in its meeting on June 8, 2021.

For and on behalf of the Board of Directors of
SIS LIMITED

Sd/-
Rituraj Kishore Sinha
Managing Director
DIN: 00477256

Sd/-
Arvind Kumar Prasad
Director - Finance
DIN: 02865273

Sd/-
Pushpalatha Katkuri
Company Secretary
ICSI Membership No.: A21695

Date: June 8, 2021
Place: Bangalore