



SIS LIMITED

Corporate Identity Number (CIN): L75230BR1985PLC002083

Registered Office: Annapoorna Bhawan, Telephone Exchange Road, Kurji, Patna, Bihar – 800 010, India

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POST-BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/ BENEFICIAL OWNERS OF EQUITY SHARES OF SIS LIMITED (THE “COMPANY”) FOR THE BUYBACK OF EQUITY SHARES THROUGH THE TENDER OFFER ROUTE UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUY-BACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED

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, including any statutory amendment(s), modification(s) or re-enactment(s) thereof for the time being in force (“**SEBI Buyback Regulations**”) regarding completion of the Buyback.

This Post-Buyback Public Announcement should be read in conjunction with the public announcement dated Friday, May 30, 2025, and published on Monday, June 02, 2025 (“**Public Announcement**”), the letter of offer dated Monday, June 09, 2025, and filed with the Securities and Exchange Board of India (“**SEBI**”) on Tuesday, June 10, 2025, read with corrigendum dated Wednesday, June 11, 2025 published on Thursday, June 12, 2025 (“**Letter of Offer**”) 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. DETAILS OF THE BUYBACK OFFER AND BUYBACK OFFER PRICE

- 1.1 The board of directors of the Company (the “**Board**”, which expression shall include any committee constituted and authorised by the Board to exercise its power related to the buyback i.e., the Buyback Committee) at its meeting held on Tuesday, March 25, 2025 (the “**Board Meeting**” and such date, the “**Board Meeting Date**”), has subject to approval of the shareholders of the Company by way of special resolution and subject to such approvals of regulatory and/or statutory authorities as may be required under applicable laws, approved the buyback of up to 37,12,871 (Thirty Seven Lakhs Twelve Thousand Eight Hundred and Seventy One) fully paid up equity shares of ₹5/- (Indian Rupees Five only) each (“**Equity Shares**”), which represented 2.57% of the total number of Equity Shares in the total paid-up equity capital of the Company as on December 31, 2024, at a price of ₹404/- (Indian Rupees Four Hundred and Four only) per Equity Share (the “**Buyback Offer Price**”), payable in cash, for an aggregate maximum amount not exceeding ₹150,00,00,000/- (Indian Rupees One Hundred Fifty Crores only) (such maximum amount hereinafter referred to as the “**Buyback Offer Size**”) (the process being referred hereinafter as the “**Buyback**”), from the shareholders/ beneficial owners of Equity Shares of the Company as on the record date i.e. Friday, June 06, 2025 (the “**Record Date**”). The Buyback Size does not include transaction costs viz. brokerage costs, fees, turnover charges, applicable taxes such securities transaction tax, goods and services tax, stamp duty, filing fees to SEBI, Stock Exchanges charges, advisors/ legal fees, printing and dispatch expenses, if any, Public Announcement publication expenses and other incidental and related expenses and charges (“**Transaction Costs**”).
- 1.2 The Buyback Offer Size represents 15.19% and 6.49% of the aggregate of the total paid-up share capital and free reserves as per the latest standalone and consolidated audited financial statements of the Company as at March 31, 2024, , available as on the date of the board meeting recommending the proposal of the Buyback, respectively, as on March 31, 2024, which is within the statutory limit of 25% of the aggregate of the total paid-up equity share capital and free reserves of the Company, based on standalone or consolidated financial statements of the Company, whichever sets out a lower amount, (in this case being the standalone audited financials of the Company), as on March 31, 2024 as per the applicable provisions of the Companies Act and SEBI Buyback Regulations.
- 1.3 The Company adopted the Tender Offer route for the purpose of Buyback. The Buyback was implemented using the “Mechanism for acquisition of shares through Stock Exchange” notified by the Securities and Exchange Board of India (“**SEBI**”) vide circular bearing reference number CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015, circular bearing reference number CFD/DCR2/CIR/P/2016/131 dated December 9, 2016, circular bearing reference number SEBI/HO/CFD/DCR-III/CIR/P/2021/615 dated August 13, 2021 and circular bearing reference number SEBI/HO/CFD/PoD-2/P/CIR/2023/35 dated March 8, 2023 and such other circulars as may be applicable, including any further amendments or statutory modifications thereof for the time being in force. For the purposes of the Buyback, National Stock Exchange of India Limited was the designated stock exchange.
- 1.4 The Buyback Opening Date was Thursday, June 12, 2025, and the Buyback Closing Date was Wednesday, June 18, 2025.

2. DETAILS OF THE BUYBACK

- 2.1 37,12,871 (Thirty Seven Lakhs Twelve Thousand Eight Hundred and Seventy One) Equity Shares were bought back pursuant to the Buyback, at a price of ₹404/- (Indian Rupees Four Hundred Four only) per Equity Share.
- 2.2 The total amount utilized in the Buyback was ₹149,99,99,884/- (Indian Rupees One Hundred Forty Nine Crores Ninety Nine Lakhs Ninety Nine Thousand Eight Hundred and Eighty Four only), excluding Transaction Costs.
- 2.3 The Registrar to the Buyback i.e., MUFG Intime India Private Limited (*Formerly Link Intime India Private Limited*) (“**Registrar to the Buyback**”), considered a total of 4,017 valid bids for 1,03,31,385 (One Crore Three Lakhs Thirty One Thousand Three Hundred Eighty Five) Equity Shares in response to the Buyback, resulting in the tender of approximately 2.78 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:

Particulars	Number of Equity Shares available for Buyback (A)	Total no. of bids received in the category	Total Equity Shares bid for in the category (B)	Total valid Bids received in the category	Total valid Equity Shares received in the category** (C)	No. of times (total valid Equity Shares received in the category to the total no. of Equity Shares proposed to be bought back (C/ A)
Small Shareholder Category	5,56,931	3,766	4,71,568	3,766	4,70,356	0.84
General Category	31,55,940	251	98,74,745	251	98,61,029	3.12
Not in Master file*	-	17	1,209	-	-	-
Total	37,12,871	4,034	1,03,47,522	4,017	1,03,31,385	2.78

** Excludes excess bids by 22 shareholders for 1,212 Equity Shares under Reserved Category and 2 shareholders for 496 Equity Shares under General Category, which were over and above their shareholding as on Record Date hence such Equity Shares have not been considered for acceptance. Further, it also excludes 1 bid for 13,220 Equity Shares made for more than the number of Equity Shares intended to be tendered by a promoter.

* 17 bids for 1,209 Equity Shares were not considered since they were not shareholders as on Record Date.

- 2.4 All valid bids were considered for the purpose of Acceptance in accordance with the SEBI Buyback Regulations and the terms set out in the Letter of Offer. The communication of acceptance/ rejection has been dispatched by the Registrar to the Buyback, via email, to the relevant Eligible Shareholders on Wednesday, June 25, 2025. In cases where email IDs were not registered with the Company or depositories, physical letters of acceptance/ rejection have been dispatched to the Eligible Shareholders by the Registrar and the same has been completed by Wednesday, June 25, 2025.
- 2.5 The settlement of accepted bids was completed by NSE Clearing Limited (“**NSE Clearing**”) on Wednesday, June 25, 2025. NSE Clearing 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’s Broker for onward transfer to the Eligible Shareholder.
- 2.6 Demat Shares accepted under the Buyback were transferred to the Company Demat Account on Wednesday, June 25, 2025. The unaccepted demat Equity Shares have been returned to respective Eligible Shareholders/ lien removed by the NSE Clearing on Wednesday, June 25, 2025. No Physical Shares were tendered in the Buyback.
- 2.7 The extinguishment of 37,12,871 (Thirty Seven Lakhs Twelve Thousand Eight Hundred and Seventy One) Equity Shares accepted under the Buyback, all in dematerialised form, is currently under process and shall be completed in accordance with the SEBI Buyback Regulations on or before Friday, July 04, 2025.

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	Pre-Buyback	Post completion of the Buyback*
Authorised share capital:	₹135,00,00,000 27,00,00,000 Equity Shares of ₹ 5/- each	₹135,00,00,000 27,00,00,000 Equity Shares of ₹ 5/- each
Issued and Subscribed share capital:	₹72,27,40,840 14,45,48,168 Equity Shares of ₹ 5/- each	₹70,41,76,485 14,08,35,297 Equity Shares of ₹ 5/- each
Paid up share capital:	₹72,27,39,590 14,45,47,918 Equity Shares of ₹ 5/- each	₹70,41,75,235 14,08,35,047 Equity Shares of ₹ 5/- each

*Subject to extinguishment of 37,12,871 (Thirty Seven Lakhs Twelve Thousand Eight Hundred and Seventy One) Equity Shares accepted in the Buyback.

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

Sr. No.	Name of the Eligible 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	12,75,957	34.37	0.91
2.	Rita Kishore Sinha	5,20,358	14.01	0.37
3.	Rituraj Kishore Sinha	3,50,839	9.45	0.25
4.	Nippon Life India Trustee Ltd-A/C Nippon India Small Cap Fund	2,62,347	7.07	0.19
5.	a. Sundaram Long Term Tax Advantage Fund SRIII b. Sundaram Long Term Tax Advantage Fund SR IV c. Sundaram Services Fund d. Sundaram Long Term Micro Cap Tax Adv Fund SR III e. Sundaram Long Term Micro Cap Tax Adv Fund SR IV f. Sundaram Long Term Micro Cap Tax Adv Fund SR V g. Sundaram Long Term Micro Cap Tax Adv Fund SR VI	1,18,405	3.19	0.08
6.	Bandhan Small Cap Fund	1,08,844	2.93	0.08
7.	Rivoli Sinha	1,05,498	2.84	0.07
8.	Fidelity Emerging Markets Limited	87,348	2.35	0.06
9.	Vocational Skills Council India Private Limited	70,812	1.91	0.05
10.	Malabar India Fund Limited	45,701	1.23	0.03

*Subject to extinguishment of 37,12,871 (Thirty Seven Lakhs Twelve Thousand Eight Hundred and Seventy One) Equity Shares accepted in the Buyback.

- 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 Equity Share Capital	Number of Equity Shares	% to the Equity Share Capital
Promoters and members of the Promoter Group and persons acting in concert, (collectively “the Promoters”)	10,39,20,469	71.91	10,15,92,093	72.15
Foreign Investors (including Non Resident Indians, FIIs and Foreign Mutual Funds)	2,16,24,310	14.96		
Financial Institutions / Banks & Mutual Funds promoted by Banks / Institutions	98,17,563	6.79	3,92,07,164	27.85
Others (Public, Public Bodies Corporate etc.)	91,49,786	6.33		
Total	14,45,12,128	100.00	14,07,99,257	100.00

*As on the Record Date, i.e., Friday, June 06, 2025 and does not include the allotment made by the Company pursuant to exercise of stock options on June 07, 2025.

* Subject to extinguishment of 37,12,871 (Thirty Seven Lakhs Twelve Thousand Eight Hundred and Seventy One) Equity Shares accepted in the Buyback.

4. MANAGER TO THE BUYBACK



DAM Capital Advisors Limited

Altimus 2202, Level 22, Pandurang Budhkar Marg, Worli, Mumbai 400 018, Maharashtra, India

Tel: +91 22 4202 2500 / +91 6545 2500

E-mail: sis.buyback2025@damcapital.in

Website: www.damcapital.in

Investor Grievance Id: complaint@damcapital

Contact Person: Chandresh Sharma/ Puneet Agnihotri

CIN: L99999MH1993PLC071865

SEBI Registration Number: MB/INM000011336

Validity Period: Permanent

5. DIRECTORS' RESPONSIBILITY

In terms of Regulation 24(i)(a) of the SEBI 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 through circular resolution on Wednesday, June 25, 2025.

For and on behalf of the Board of Directors of

SIS LIMITED

Sd/-

Rituraj Kishore Sinha
Managing Director
DIN: 00477256

Place: Delhi

Date: June 25, 2025

Sd/-

Arvind Kumar Prasad
Director (Finance)
DIN: 02865273

Place: Delhi

Date: June 25, 2025

Sd/-

Pushpalatha Katkuri
Company Secretary and Compliance Officer
Membership No.: A21695

Place: Bangalore

Date: June 25, 2025