

Date: November 30, 2023

To,

National Stock Exchange of India Limited
C-1, Block G, Bandra Kurla
Complex, Bandra (E)
Mumbai- 400051
(Company Symbol: SIS)

BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001
(Company Code: 540673)

Subject: Outcome of the Board Meeting held on November 30, 2023 pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“SEBI LODR Regulations”)

Dear Sir/Madam,

In furtherance of our intimation letter dated November 24, 2023 and in terms of Regulation 30 of the SEBI LODR Regulations read with the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, the board of directors of **SIS Limited** (the “**Company**”) at its meeting held today, i.e., November 30, 2023 has considered and approved the proposal for buyback of fully paid up equity shares of the Company having a face value of ₹ 5/- (Indian Rupee Five Only) (“**Equity Shares**”) and such buyback “**Buyback**”) from all shareholders/ beneficial owners of the Equity Shares of the Company, including promoters and members of the promoter group, as on record date, which will be intimated subsequently, through the “tender offer” route, on a proportionate basis, using mechanism for acquisition of shares through stock exchange as prescribed under Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (the “**SEBI Buyback Regulations**”) and such other circulars or notifications issued by the Securities and Exchange Board of India and the Companies Act, 2013 and rules made thereunder, as amended from time to time, at a price of ₹ 550/- (Indian Rupees five hundred and fifty only) per Equity Share (“**Buyback Price**”), payable in cash, for an aggregate amount not exceeding ₹ 90,00,00,000/- (Indian Rupees ninety crores 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, printing and dispatch expenses, if any, filing fees to SEBI and any Appropriate Authorities, stock exchange charges, advisor/legal fees, public announcement publication expenses and other incidental and related expenses and charges (“**Transaction Costs**”), (such maximum amount hereinafter referred to as the “**Buyback Offer Size**”). The resultant Equity Shares to be bought back at the Buyback Offer Price are 16,36,363 Equity Shares, representing 1.12% of the total number of Equity Shares in the total paid-up equity capital of the Company as on November 24, 2023.

The Buyback Offer Size represents 9.87% and 4.04% of the aggregate of the Company’s fully paid-up equity capital and free reserves based on both latest standalone and consolidated audited financial statements of the Company, respectively, for the financial year ended on March 31, 2023, which is less than 10% of the aggregate of the total paid-up capital and free reserves of the Company in accordance with Regulation 4(i) read with provision to Regulation 5(i)(b) of the SEBI Buyback Regulations.

The Board has constituted a committee called ‘Buyback Committee’ and delegated its powers to do such acts, deeds, matters, and things as it may, in its absolute discretion, deem necessary, expedient, usual or proper in relation to the proposed Buyback. The Board has appointed Ms. Pushpalatha K, Company Secretary as the Compliance Officer for the purposes of the proposed Buyback.

SIS Limited

CIN: L75230BR1985PLC002083

Address for correspondence: #106, 1st Floor, Ramanashree Arcade, 18 MG Road, Bangalore- 560 001, Karnataka

Registered office: Annapoorna Bhawan, Patliputra Telephone Exchange Road, Kurji, Patna 800 010 Bihar

Website: www.sisindia.com Tel: +91 80 2559 0801 E-mail ID: compliance1@sisindia.com

The Board has appointed DAM Capital Advisors Limited, as the merchant banker to the Buyback or manager to the Buyback in accordance with the Companies Act, as amended and SEBI Buyback Regulations.

The details of the pre Buyback shareholding pattern of the Company are enclosed as **Annexure A**.

The above information will also be available on the website of the Company, i.e., www.sisindia.com. The meeting of the Board of Directors commenced at 05:00 p.m. and concluded at 0620 p.m. Trading window will be re-opened after 48 hours of the conclusion of Board Meeting.

Kindly take the above information on record.

Thanking you,

Yours faithfully,

For SIS Limited

Pushpalatha K
Company Secretary

Encl.: As above

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Annexure A

Pre-Buyback Shareholding Pattern of the Company as on November 24, 2023:

Category of Shareholder	Pre-Buyback		
	Number of Shareholders	Number of Equity Shares	% to the existing equity share capital
(A) Promoters & Promoter Group along with persons acting in concert, (collectively “the Promoters”)	10	10,43,20,451	71.58
(B) Public	35,039	4,14,16,302	28.42
(C1) Shares underlying DRs	-	-	-
(C2) Shares held by Employee Trust	-	-	-
(C) Non-Promoter-Non-Public ((C1) + (C2))	-	-	-
Total	35,049	14,57,36,753	100.00

Note: The post-Buyback shareholding pattern of the Company shall be ascertained subsequently.

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