



Date: 23 April 2026

BSE Limited
PJ towers, 25th Floor
Dalal Street,
Mumbai - 400001
Scrip Code: 532175

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex, Bandra East, Mumbai,
Maharashtra 400051
Scrip Code: CYIENT

Dear Sir/Madam,

Sub: Proposal for buyback of equity shares

The Board of Directors of the Company at their meeting held on 23 April 2026, has considered and approved the Proposal to buyback equity shares for an amount of INR 720,00,00,000 (Indian Rupees Seven Hundred Twenty Crores) (**Buyback Size**) at a price of INR 1125 (Indian Rupees One Thousand One Hundred Twenty Five) per Equity Share (**Buyback Price**), payable in cash, comprising of a purchase of 64,00,000 Equity Shares, fully paid-up equity shares of the Company of face value of INR 5 each (**Equity Shares**) representing up to 5.76% of the total number of Equity Shares in the existing total paid-up Equity Share capital of the Company, from the equity shareholders of the Company (except promoter and promoter group) as on a record date to be announced later ("**Record Date**").

The buyback will be 20.31% and 14.09% of the aggregate of the paid-up capital and free reserves based on the latest audited standalone and consolidated financial statements of the Company, respectively, as at 31 March 2026. The proposal is subject to the approval of the shareholders of the Company by way of a special resolution, as well as approvals from relevant authorities, including the Securities and Exchange Board of India (SEBI) and the U.S. Securities and Exchange Commission.

The buyback is proposed to be made from all equity shareholders (except promoter and promoter group) of the Company as on the Record Date and on a proportionate basis through the tender offer route in accordance with the provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 (as amended) (**Buyback Regulations**) and the Companies Act, 2013 and the rules made thereunder ("**Buyback**"). The Buyback offer is subject to the approval of the shareholders by way of a special resolution through postal ballot by remote e-voting only and all other applicable statutory approvals in accordance with applicable law.

The Buyback Size does not include any expenses or transaction costs incurred or to be incurred for the Buyback, such as, brokerage, filing fees, advisory fees, intermediaries' fees, public announcement publication expenses, printing and dispatch expenses, applicable taxes and other incidental and related expenses.

Members of the promoter and promoter group of the Company have indicated their intention not to participate in the proposed Buyback.

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The Company has formed a Buyback Committee to oversee and implement the Buyback and to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, usual or proper in connection with the proposed Buyback.

The Board also noted that, given the Company's class of securities registered under Section 12 of the Securities Exchange Act of 1934 in the United States and the shareholding of US residents by way of Equity Shares, it is necessary for the Company to seek and obtain exemptive relief from the U.S. Securities and Exchange Commission (**SEC**) on certain aspects of the tender offer procedures, due to conflicting regulatory requirements between Indian and U.S. laws for tender offer buybacks and the Company will be making application in this regard.

The public announcement and other documents setting out the process, timelines and other statutory details of the Buyback will be released in due course in accordance with the Buyback Regulations.

The pre-Buyback shareholding pattern of the Company as on 17 April 2026 is attached hereto as **Annexure A**.

The Board Meeting commenced at 10:15 AM IST and concluded at 04:30 PM IST.

A detailed disclosure as required under Regulation 30 of LODR Regulations read with the SEBI Master Circular No. SEBI/ HO/49/14/14(7)2025-CFD-POD2/1/3762/2026 dated January 30, 2026 is enclosed as **Annexure B**.

The above information is also available on the Company's website at www.cyient.com.

This is for your information and records.

Yours sincerely,
For Cyient Limited

Sudheendhra Putty
Company Secretary

Enclosed: as stated above.

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Annexure A

Pre-Buyback Shareholding Pattern of the Company as on 17 April 2026

Sr. No	Shareholder Category	No. of shareholders	No. of shares	% Shareholding
1	Promoter and Promoter group	14	25870288	23.28
2	Indian Financial Institutions/Banks/Mutual Funds			
	Indian Financial Institutions	32	8576771	7.73
	Banks	1	85	0
	Mutual Funds	22	36814116	33.13
	Sub Total	55	45390972	40.86
3	FII/FPI/NRIs/ADRs/Foreign Nationals and OCB			
	FII/FPI	164	17351245	15.61
	NRIs	5458	4545504	4.09
	ADRs	0	0	0
	Foreign Nationals and Overseas Corporate Bodies	51	376521	0.34
	Sub Total	5673	22273270	20.03
4	Indian Public, Corporates and others	201310	17591658	15.83
	Total	207052	11,11,26,188	100.00

Note: Post buyback shareholding will be dependent on the actual number of shares bought back

Annexure B

Disclosure of details in relation to proposed Buyback

S. No.	Particulars	Details
1.	Number of securities proposed for the Buyback	Buyback of upto 64,00,000 Equity Shares
2.	Number of securities proposed for the Buyback as a percentage of existing paid up capital	Buyback of up to 64,00,00 Equity Shares representing up to 5.76 % of the total number of Equity Shares in the existing total paid-up Equity Share capital of the Company.
3.	Buyback Price	INR 1125/- (Indian Rupees One Thousand One Hundred Twenty Five only) per Equity Share, payable in cash, for an amount aggregating up to INR 720,00,00,000 (Indian Rupees Seven Hundred Twenty Crores,
4.	Actual securities in number and percentage of existing paid up capital bought back	Buyback of up to 64,00,000 Equity Shares aggregating up to 5.76 % of the total number of Equity Shares in the existing total paid-up Equity Share capital of the Company. However, the actual number of Equity Shares and percentage of existing paid-up capital bought back shall be ascertained following completion of the Buyback.
5.	Pre & post shareholding pattern	Please refer to Annexure A .