

12 June 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: Intimation of Newspaper advertisement about publication of Public Announcement in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In continuation to our letter dated 12 June 2026, regarding the public announcement for the Buyback of equity shares of Cyient Limited (the **Company**), we wish to inform you that the Company has, pursuant to Regulation 7 of the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, published a public announcement dated 11 June 2026 for the Buyback (**Public Announcement**) on 12 June 2026 in the newspapers mentioned below:

Sr. No.	Newspapers	Newspapers Language Editions	Newspapers Circulations
1	Business Standard	English	All editions
2	Business Standard	Hindi	All editions
3	Nava Telangana	Telugu	Hyderabad

A copy of the Public Announcement that has been published in the aforesaid newspapers is enclosed.

The above information will be available on the website of the Company at www.cyient.com and the manager to the Buyback, Axis Capital Limited, at www.axiscapital.co.in and on the websites of the respective stock exchanges where shares of the Company are listed, i.e., at www.nseindia.com and www.bseindia.com, and is expected to be made available on the website of the Securities and Exchange Board of India at www.sebi.gov.in during the period of the Buyback.

This is for your information and records.

Yours Sincerely,
For **Cyient Limited**

Sudheendhra Putty
Company Secretary and Compliance Officer
FCS: 5689

Cyient Ltd.
4th Floor, A Wing, 11 Software
Units Layout, Madhapur
Hyderabad -500 081
India

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CYIENT CYIENT LIMITED

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Contact Person: Sudheendra Putty, Company Secretary and Compliance Officer

Email: company.secretary@cyient.com • Website: www.cyient.com • CIN: L72200TG1991PLC013134

FOR THE ATTENTION OF EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF CYIENT LIMITED (THE COMPANY) FOR THE BUYBACK OF EQUITY SHARES ON A PROPORTIONATE BASIS THROUGH THE TENDER OFFER ROUTE USING THE STOCK EXCHANGE MECHANISM UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUYBACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED

This public announcement (the **Public Announcement**) is being made pursuant to the provisions of Regulation 7(i) of the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, as amended (including any statutory modification(s), amendment(s) or re-enactments from time to time) (**Buyback Regulations**) and contains the requisite disclosures as specified in Schedule II of the Buyback Regulations read with Schedule I of the Buyback Regulations.

OFFER TO BUYBACK UP TO 64,00,000 (SIXTY FOUR LAKHS) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF INR 5 (INDIAN RUPEES FIVE ONLY) EACH OF CYIENT LIMITED, REPRESENTING UPTO 5.76% OF EXISTING FULLY PAID-UP EQUITY SHARE CAPITAL OF THE COMPANY (ON A STANDALONE BASIS), FROM ALL THE ELIGIBLE SHAREHOLDERS (AS DEFINED BELOW), EXCLUDING PROMOTERS, MEMBERS OF PROMOTER GROUP AND PERSON(S) IN CONTROL OF EQUITY SHARES OF THE COMPANY AS ON WEDNESDAY, 17 JUNE 2026 (**RECORD DATE**), AS PER THE RECORDS MADE AVAILABLE TO THE COMPANY BY DEPOSITORIES (AS DEFINED BELOW) AS ON THE RECORD DATE, ON A PROPORTIONATE BASIS (SUBJECT TO SMALL SHAREHOLDER RESERVATION), THROUGH THE "TENDER OFFER" ROUTE AT A PRICE OF INR 1,125 (INDIAN RUPEES ONE THOUSAND ONE HUNDRED TWENTY FIVE ONLY) PER EQUITY SHARE PAYABLE IN CASH FOR AN AGGREGATE AMOUNT OF UP TO INR 72,00,00,000 (INDIAN RUPEES SEVEN HUNDRED TWENTY CRORES ONLY) (BUYBACK).

Certain figures contained in this Public Announcement, including financial information, have been subject to rounding-off adjustments. All decimals have generally been rounded off to 2 (two) decimal points. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row. Further, certain numerical information in this Public Announcement has been presented in "Million". One Million represents INR 10,00,000. All references to "Rupee(s)", or "Rs." are to Indian Rupees, the official currency of the Republic of India.

1. DETAILS OF THE BUYBACK OFFER AND BUYBACK OFFER PRICE

1.1 In accordance with Article 23 of the Articles of Association of the Company and the provisions of Sections 68, 69 and 70 and all other applicable provisions, if any, of the Companies Act, 2013, as amended (**Act**), the Companies (Share Capital and Debentures) Rules, 2014, as amended (**Share Capital Rules**), and in compliance with the Buyback Regulations, the Board of Directors of the Company (**the Board**), at its meeting held on 23 April 2026, had, subject to the approval of the members of the Company, by way of a special resolution through Postal Ballot (**Special Resolution**) and subject to other approvals, permissions and sanctions, as may be necessary, including exemption relief from the U.S. Securities and Exchange Commission (**SEC**) on certain aspects of laws applicable to the Buyback, and subject to any modifications and conditions, if any, as may be prescribed by the government, regulatory, statutory or relevant authorities while granting such approvals, permissions, sanctions and exemptions, and such other approvals, as may be necessary, approved the proposal for Buyback by the Company of up to 64,00,000 (Sixty Four Lakhs) of its fully paid-up equity shares of face value of INR 5 (Indian Rupee Five) each (**Equity Shares**), representing up to 5.76% of the existing fully paid-up Equity Share capital of the Company, from all the shareholders of the Company excluding promoters, members of promoter group and person(s) in control, as on the record date (subsequently determined by the Board/Buyback Committee-2026 as Wednesday, June 17, 2026) (**Record Date**), on a proportionate basis, at a price of INR 1,125 (Indian Rupee One Thousand One Hundred Twenty Five) per Equity Share (**Buyback Price**) and for an aggregate amount of INR 72,00,00,000 (Indian Rupees Seven Hundred Twenty Crores) excluding Transaction Cost (as defined below) (**Buyback Offer Size**), representing 20.31% and 14.09% of the aggregate of the paid-up share capital and free reserves of the Company based on the latest audited standalone and consolidated financial statements of the Company, respectively, as at 31 March 2026 (**Buyback**), through the tender offer route, in accordance with the provisions of the Buyback Regulations, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**LODR Regulations**), to the extent applicable, and the SEBI Circulars (as defined below) and the Act and the rules made thereunder. A Buyback Committee 2026 has been constituted 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.

1.2 Since the Buyback Offer Size is more than 10% of the total paid-up equity capital and free reserves of the Company based on both the standalone and consolidated financial statements of the Company, as per its latest audited standalone and consolidated financial statement as on 31 March 2026, in terms of Section 68(2)(b) of the Act and Regulation 5(i)(b) of the Buyback Regulations, the Board had sought approval of the shareholders of the Company for Buyback, by a special resolution, through notice of postal ballot dated 23 April 2026 (**Postal Ballot Notice**). The results of the Postal Ballot, providing shareholders approval, were announced on 10 June 2026.

1.3 The Buyback is being undertaken in accordance with Article 23 of the Articles of Association of the Company, the provisions of Sections 68, 69 and 70 and all other applicable provisions, if any, of the Act, the Share Capital Rules, and in terms of Chapter III of the Buyback Regulations through tender offer route and in accordance with other applicable provisions of the Buyback Regulations, the SEBI Circulars, LODR Regulations, to the extent applicable. The proposed Buyback is within the prescribed limit of 25% of the aggregate of paid-up capital and free reserves of the Company under the Act and Regulation 4(i) of the Buyback Regulations based on both the standalone and consolidated financial statements of the Company, as per its latest audited standalone and consolidated financial statement as on 31 March 2026, whichever is lower.

1.4 The Buyback Committee-2026 may, till 1 (one) working day prior to the Record Date, increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back under the Buyback, such that there is no change in the Buyback Offer Size, in terms of Regulation 5(via) of the SEBI Buyback Regulations.

1.5 Given the shareholding of US residents in the Company's Equity Shares, the Company has sought an exemption relief from the SEC on certain aspects of the tender offer procedures due to conflicting regulatory requirements between Indian and U.S. laws for tender offer Buybacks. In this regard, the Company made an application to the SEC and has sought exemption relief from the SEC.

1.6 The Equity Shares are currently listed on the BSE Limited (**BSE**) and National Stock Exchange of India Limited (**NSE**) (collectively referred to as **Indian Stock Exchanges**) and are traded under the trading code(s) "532175" at BSE and "CYIENT" at NSE. The ISIN of Equity Shares is INE136B01020.

1.7 The Buyback Offer 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, publication expenses, printing and dispatch expenses, applicable taxes such as securities transaction tax, goods and services tax, stamp duty etc. and other incidental and related expenses (**Transaction Costs**).

1.8 The Buyback shall be implemented using the "Mechanism for acquisition of shares through Stock Exchange pursuant to Tender-Offers under Takeovers, Buyback and Delisting" notified by Securities and Exchange Board of India (**SEBI**) vide circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with SEBI circular CFD/DCR/2/P/2016/131 dated December 9, 2016, SEBI circular SEBI/HO/CFD/DCR-11/CIR/P/615 dated August 13, 2021 and SEBI circular SEBI/HO/CFD/POD-2/P/ CIR/2023/35 dated March 8, 2023, and such other circulars or notifications, as may be applicable, including any amendments thereof as amended (**SEBI Circulars**). In this regard, the Company will approach BSE to provide the acquisition window for facilitating tendering of Equity Shares under the Buyback. For the purposes of this Buyback, BSE will be the Designated Stock Exchange.

1.9 Equity Shares shall be bought back on a proportionate basis from all the shareholders of the Company, excluding promoters, members of promoter group and person(s) in control, holding Equity Shares as on Record Date, i.e., Wednesday, 17 June 2026 (**Eligible Shareholders**). In accordance with proviso to Regulation 6 of the Buyback Regulations, 15% of the number of Equity Shares proposed to be bought back or number of Equity Shares entitled as per the Eligible Shareholders who hold Equity Shares of market value not more than INR 200,000/- (Indian Rupees Two Lakhs only), on the basis of the closing price on the Indian Stock Exchanges registering the highest trading volume as on the Record Date, (**Small Shareholders**), whichever is higher, shall be reserved for the Small Shareholders as part of this Buyback.

1.10 In terms of the Buyback Regulations, under the tender offer route, the promoters, promoter group and person(s) in control have an option to participate in the Buyback. The promoters, members of promoter group and person(s) in control of the Company vide their respective letters dated 21 April 2026 and 22 April 2026 have expressed their intention not to participate in the Buyback. Accordingly, the Equity Shares held by promoters, members of the promoter group and person(s) in control shall not be considered for computing the entitlement ratio, in accordance with the proviso to Regulation 4(iv)(a) of the Buyback Regulations, and to that extent, the Eligible Shareholders will have a higher Buyback Entitlement ratio.

1.11 The Buyback tax regime was significantly amended through the Finance Act, 2026. With effect from 1 April 2026, the consideration received on a Buyback of shares carried out in accordance with the provisions of section 68 of the Act, is taxable as capital gains income in the hands of the shareholder (which was erstwhile taxed as dividend income). Capital gain is calculated as the difference between the Buyback

price offered by the Company and the shareholder's original cost of acquiring the shares. The applicable tax rate would depend on the holding period. Further, with respect to non-resident shareholders, the Company shall be required to deduct tax at source (TDS) at the time of making the payment of total Buyback consideration at the applicable rates, subject to the benefits of the Double Tax Avoidance Agreement (Tax Treaty) between India and their country of tax residence, to the extent applicable. In due course, the Eligible Shareholders will receive a Letter of offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, the Eligible Shareholders are advised to consult their own legal, financial and tax advisors for the applicable tax implications prior to participating in the Buyback.

1.12 The Buyback of Equity Shares from non-resident members of the Company, including foreign corporate bodies (including erstwhile Overseas Corporate Bodies), Foreign Institutional Investors (FIIs)/Foreign Portfolio Investors, members of foreign nationality, shall be subject to the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any, Income Tax Act, 1961 and rules and regulations framed thereunder, the Depository Receipts Scheme, 2014, as applicable, and shall be subject to such approvals if, and to the extent necessary or required from the concerned authorities including approvals from the Reserve Bank of India ("RBI") under the Foreign Exchange Management Act, 1999 and the rules, regulations framed thereunder, if any, and such approvals shall be required to be taken by such non-resident shareholders.

1.13 The Buyback will not result in any benefit to promoters, members of promoter group and person(s) in control of the Company or any directors or key managerial personnel of the Company except to the extent of change in their shareholding as a result of the extinguishment of Equity Shares, which will lead to reduction in the equity share capital of the Company post Buyback. The Buyback would be subject to the condition of maintaining minimum public shareholding requirements as specified in Regulation 38 of the LODR Regulations. Any change in voting rights of the promoters, members of the promoter Group and person(s) in control of the Company pursuant to completion of Buyback will not result in any change in control over the Company.

1.14 A copy of this Public Announcement is available on the Company's website at www.cyient.com, the website of the Manager to the Buyback at www.axiscapital.co.in, and is expected to be made available on the website of the SEBI at www.sebi.gov.in, and on the websites of the respective Indian Stock Exchanges at www.nseindia.com and www.bseindia.com.

2. NECESSITY FOR THE BUYBACK

The Buyback is being undertaken by the Company after taking into account the strategic and operational cash requirements of the Company in the medium term and for returning surplus funds to the members in an effective and efficient manner. The Board at its meeting held on 23 April 2026 considered the accumulated free reserves as well as the cash liquidity reflected in the latest available standalone and consolidated audited financial statements as on March 31, 2026 and also as on the date of the Board Meeting and considering these, the Board decided to allocate up to INR 72,00,00,000 (Indian Rupees Seven Hundred Twenty Crores) excluding the Transaction Costs for distributing to the shareholders holding Equity Shares of the Company as on the Record Date through the Buyback.

The Board has evaluated, inter alia, the Company's audited financial statements, available free reserves, cash and investments, and expected cash flows, and has considered various internal and financial parameters, including but not limited to:

- anticipated cash requirements towards working capital, capital expenditure, technology and infrastructure;
- investments required for execution of the Company's growth strategy;
- potential inorganic opportunities, including acquisitions;
- the need to maintain adequate liquidity for contingencies and unforeseen events; and
- overall financial flexibility to support business operations and future growth.

In view of the above, the Company could therefore consider buying back up to 64,00,000 fully paid-up Equity Shares of the Company of face value of INR 5 each at a price of INR 1,125 (Indian Rupees One Thousand One Hundred Twenty Five) per Equity Share for an aggregate maximum amount of up to INR 72,00,00,000 (Indian Rupees Seven Hundred Twenty Crores) for reasons set forth below:

- The Buyback will help the Company to return surplus cash to its equity shareholders in proportion to their shareholding, thereby enhancing the overall return to shareholders;
- The Buyback, proposed through the tender offer route as prescribed under the Buyback Regulations, would involve allocation of number of Equity Share as per the entitlement of small shareholders or 15% of the number of Equity Share to be bought back whichever is higher, reserved for the Small Shareholders. The Company believes that this reservation for small shareholders would benefit a large number of public shareholders, who would get classified as "small shareholder" as per Regulation 2(i)(n) of the Buyback Regulations;
- The Buyback may help in improving its earning per share and return on equity, by reduction in the equity base and based on assumption that the Company would earn similar profits as in past, thereby leading to long term increase in shareholders' value; and
- The Buyback gives the Equity Shareholders an option to either: (a) participate and get cash in lieu of Equity Shares to be accepted under the Buyback offer, or (b) not to participate and enjoy a resultant increase in their percentage shareholding, post the Buyback offer, without additional investment.

The Buyback will not in any manner impair the ability of the Company to pursue growth opportunities or meet its cash requirements for business operations.

3. MAXIMUM NUMBER OF SECURITIES THAT THE COMPANY PROPOSES TO BUYBACK

The maximum number of Equity Shares at the Buyback Price and the Buyback Offer Size bought back would be 64,00,000 (Sixty four lakh) Equity Shares, comprising up to 5.76% of the existing paid-up equity share capital of the Company as of 31 March 2026. The maximum amount required for Buyback will not exceed INR 72,00,00,000 (Indian Rupees Seven Hundred Twenty Crores) (excluding Transaction Costs).

Further, in accordance with Regulation 5(via) of the Buyback Regulations, the Buyback Committee-2026 may increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back provided that there is no change in the Buyback Offer Size, till one working day prior to the Record Date, as may be determined by the Board, fixed for the purpose of Buyback.

4. MAXIMUM PRICE AT WHICH THE SHARES OR OTHER SPECIFIED SECURITIES ARE PROPOSED TO BE BOUGHT BACK AND THE BASIS OF ARRIVING AT THE BUYBACK PRICE

The Equity Shares of the Company are proposed to be bought back at a price of INR 1,125 (Indian Rupees One Thousand One Hundred Twenty Five) per Equity Share.

The Buyback Price has been arrived at after considering various factors including, but not limited to, the trends in the volume weighted average market prices of the Equity Shares on BSE and NSE where the Equity Shares are listed, price earnings ratio, impact on other financial parameters and the possible impact of the Buyback on the earnings per Equity Share.

The Buyback Price represents:

- Premium of 17.71% and 16.53% to the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, during the three months period ending 14 April 2026, being the date of the intimation to the stock exchanges regarding the proposal of Buyback being considered at Board Meeting.
- Premium of 34.91% and 32.73% to the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, during the two weeks period ending 14 April 2026, being the date of the intimation to the stock exchanges regarding the proposal of Buyback being considered at Board Meeting.
- Premium of 25.49% and 25.54% over the closing price of the Equity Shares on BSE as well as NSE, respectively, as on 13 April 2026 being the day prior to the date of intimation to the stock exchanges regarding the proposal of Buyback being considered at Board Meeting.

As required under Section 68(2)(d) of the Act and Regulation 4(ii) (a) of Buyback Regulations, the ratio of the aggregate of secured and unsecured debts owed by the Company will not be more than twice the paid-up equity share capital and free reserves after the Buyback based on standalone and consolidated financial statements of the Company as on March 31, 2026, whichever sets out a lower amount.

Further, in accordance with Regulation 5(via) of the Buyback Regulations, the Buyback Committee-2026 may increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back provided that there is no change in the Buyback Offer Size, till one working day prior to the Record Date, as may be determined by the Board, fixed for the purpose of Buyback.

5. MAXIMUM AMOUNT REQUIRED UNDER THE BUYBACK AND ITS PERCENTAGE OF THE TOTAL PAID UP CAPITAL AND FREE RESERVES

The amount of funds required for the Buyback will aggregate to INR 72,00,00,000 (Indian Rupees Seven Hundred Twenty Crores) being 20.31% and 14.09% of the aggregate of the paid-up share capital and free reserves of the Company, as at 31 March 2026, on a standalone and consolidated basis, respectively, which is less than 25% of the aggregate of the total paid-up share capital and free reserves of the Company based on the latest audited financial statements of the Company as at 31 March 2026 on a standalone basis and consolidated basis. The said Buyback will represent up to 5.76 % of the existing paid-up equity share capital of the Company.

The Buyback Offer 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, publication expenses, printing and dispatch expenses, applicable taxes such as securities transaction tax, goods and services tax, stamp duty etc. and other incidental and related expenses which will be in addition thereto.

The funds for the implementation of the proposed Buyback will be sourced out of the current surplus and/or cash available from internal accruals (and not from borrowed funds whether secured or unsecured of any form or nature), of the Company or such other source as may be permitted by the Buyback Regulations or the Act. The funds borrowed from banks and financial institutions, if any, will not be used for the Buyback.

The Company shall transfer from its free reserves and/ or securities premium account a sum equal to the nominal value of the Equity Shares bought back through the Buyback to the capital redemption reserve account and details of such transfer shall be disclosed in its subsequent audited financial statement.

6. SHAREHOLDING AND OTHER DETAILS OF THE PROMOTERS, MEMBERS OF PROMOTER GROUP AND PERSON(S) IN CONTROL AND OF THE DIRECTORS OF THE PROMOTERS, WHERE THE PROMOTER OR PROMOTER GROUP IS A COMPANY AND OF PERSON(S) WHO ARE IN CONTROL OF THE COMPANY, DIRECTORS AND KEY MANAGERIAL PERSONNEL OF THE COMPANY

6.1 The aggregate shareholding of the promoters, members of promoter group and person(s) in control as on the date of this Public Announcement:

Sl. NO.	Name of the shareholder	Category	Number of Equity Shares held	Percentage of Equity Shareholding
1	A Amala Reddy	Promoter	3,680	0.00%
2	B V S Ratna Kumari	Promoter	15,600	0.01%
3	B Ashok Reddy	Promoter	300	0.00%
4	Venkat Rama Mohan Reddy Bodanapu	Promoter	4,02,620	0.36%
5	Bodanapu Avanti Reddy	Promoter	89,470	0.08%
6	Bodanapu Ganesh Venkat Krishna	Promoter	19,22,190	1.73%
7	Bodanapu Sri Vaishnavi	Promoter	17,93,008	1.61%
8	Sucharitha Bodanapu	Promoter	3,73,820	0.34%
9	D. Nageswara Reddy	Promoter	1,72,800	0.16%
10	Carol Ann Reddy	Promoter	38,400	0.03%
Total of Promoter			48,11,888	4.33%
11	Vineyard Point Software Private Limited	Promoter Group	1,40,06,750	12.60%
12	Infocad Enterprises Private Limited	Promoter Group	70,51,650	6.35%
Total of Promoter Group			2,10,58,400	18.95%
Total (Promoter + Promoter Group)			2,58,70,288	23.28%

6.2 The aggregate shareholding of the directors of the promoters & promoter group and person(s) in control, as on the date of this Public Announcement, where the promoter is a Company:

Sl. NO.	Name of the Shareholder	Category	Number of Equity Shares held	Percentage of Equity Shareholding
1	Sucharitha Bodanapu	Director of Vineyard Point Software Private Limited	3,73,820	0.34%
2	Bodanapu Ganesh Venkat Krishna	Director of Vineyard Point Software Private Limited	19,22,190	1.73%
3	Venkat Rama Mohan Reddy Bodanapu	Director of Infocad Enterprises Private Limited	4,02,620	0.36%
4	Bodanapu Ganesh Venkat Krishna	Director of Infocad Enterprises Private Limited	19,22,190	1.73%

6.3 The aggregate shareholding of the directors and key managerial personnel of the Company as on the date of this Public Announcement:

Sl. NO.	Name of the Director/ KMP/ shareholder	Category	Number of Equity Shares held	Percentage of Equity Shareholding
1	MM Murugappan	Non-Executive - Non Independent Director- Chairperson	30,000	0.02%
2	Venkat Rammoohan Reddy Bodanapu	Non-Executive - Non Independent Director	4,02,620	0.36%
3	Bodanapu Ganesh Venkat Krishna	Executive Director-MD	19,22,190	1.73%
4	Sukamal Banerjee	Executive Director-CEO	10,000	0.009%
5	Vikas Sehgal	Non-Executive - Independent Director	8,42,100	0.76%
6	Nitin Prasad	Non-Executive - Independent Director	0	0
7	Debjani Ghosh	Non-Executive - Independent Director	0	0
8	Pillutla Madan Mohan	Non-Executive - Independent Director	0	0
9	Prathivibhayanankara Rajagopalan Ramesh	Non-Executive - Independent Director	0	0
10	Sunil Ramakant Bhumalkar	Non-Executive - Independent Director	0	0
11	Shrinivas Kulkarni	Chief Financial Officer	29,040	0.03%
12	Sudheendra Putty	Company Secretary and Compliance Officer	10,133	0.008%

6.4 The aggregate Employee Stock Options (**Options**) held by the directors and key managerial personnel of the Company as on the date of this Public Announcement:

Sl. NO.	Name	Category	Type of Incentive	Unvested	Vested but not exercised
1	Sukamal Banerjee	Executive Director-CEO	Associate Stock Option Plan	2,69,369	66,666
2	Shrinivas Appaji Kulkarni	Chief Financial Officer	Associate Stock Option Plan	28,000	0
3	Sudheendra Putty	Company Secretary and Compliance Officer	Associate Stock Option Plan	4,350	800

Note: Associate Stock Option Plan includes ASOP 2015 and ASOP 2021

7. DETAILS OF EQUITY SHARES/ OPTIONS PURCHASED/SOLD/EXERCISED BY (I) PROMOTERS, PROMOTER GROUP AND PERSON(S) IN CONTROL; (II) DIRECTORS OF THE PROMOTER WHERE PROMOTER IS A COMPANY AND (III) DIRECTORS AND KEY MANAGERIAL PERSONNEL OF THE COMPANY DURING THE PERIOD FROM THE SIX MONTHS PRECEDING THE DATE OF THE BOARD MEETING AT WHICH THE BUYBACK WAS PROPOSED AND FROM THE DATE OF THE BOARD MEETING TILL THE DATE OF THIS PUBLIC ANNOUNCEMENT:

Name	Aggregate no. of Equity Shares	Nature of transaction	Maximum price per Equity Share (INR)	Date of maximum price	Minimum price per Equity Share (INR)	Date of minimum price
Bodanapu Ganesh Venkat Krishna	8,930	Buy	1,115.13	07-11-2025	1,115.13	07-11-2025
Avanti Reddy	700	Buy	1,106.8	07-11-2025	1,106.8	07-11-2025

Details of Employee Stock Options exercised by directors and key managerial personnel of the Company during the six months preceding the date of the Board Meeting at which the Buyback was proposed and from the date of Board Meeting till the date of this Public Announcement:

Name	Aggregate no. of Equity Shares	Nature of transaction	Maximum price per Equity Share (INR)	Date of maximum price	Minimum price per Equity Share (INR)	Date of minimum price
Sudheendra Putty	1600	Exercise of ASOP 2021	5	14-05-2026	5	14-05-2026
Sudheendra Putty	2071	Exercise of ASOP 2015	490	04-03-2026	490	04-03-2026

8. DISCLOSURES OF THE RELEVANT DETAILS AND THE POTENTIAL IMPACT OF SUBSISTING OBLIGATIONS

No outstanding vested ESOPs, as on the date of this Public Announcement, will be converted into Equity Shares during the Buyback Period.

9. INTENTION OF THE PROMOTERS, PROMOTER GROUP AND PERSON(S) IN CONTROL OF THE COMPANY TO TENDER SHARES OR OTHER SPECIFIED SECURITIES FOR BUYBACK INDICATING THE NUMBER OF SHARES OR OTHER SPECIFIED SECURITIES, DETAILS OF ACQUISITION WITH DATES AND PRICE;

In terms of the Buyback Regulations, under the tender offer route, the promoters, promoter group and person(s) in control have the option to participate in the Buyback. In this regard, the promoters, promoter group and person(s) in control of the Company have expressed their intention of not participating in the Buyback vide their letter(s) dated 21 and 22 April 2026. Accordingly, the disclosures as required as per paragraphs (viii) to the Schedule I of the Buyback Regulations are not applicable.

Given that the promoters, promoter group and person(s) in control have expressed their intention not to participate in the Buyback, the Equity Shares held by promoters, members of promoter group and person(s) in control shall not be considered for computing the entitlement ratio, in accordance with the proviso to Regulation 4(iv)(a) of the Buyback Regulations, and to that extent, the Eligible Shareholders will have a higher Buyback Entitlement ratio.

10. NO DEFAULT

The Company confirms that it has not accepted any deposits either before or after applicability of the Act. Further, the Company confirms that there are no defaults subsisting in the redemption of debentures or interest payment thereon or redemption of preference shares or payment of dividend due to any shareholder, or repayment of any term loans or interest payable thereon to any financial institution or banking companies.

11. CONFIRMATION BY THE BOARD OF DIRECTORS OF THE COMPANY

The Board has confirmed that it has made a full enquiry into the affairs and prospects of the company and that they have formed the opinion:

- That immediately following the date of the board meeting held on 23 April 2026 and the date of the members' resolution for approving the Buyback, being **10 June 2026**, there will be no grounds on which the Company can be found unable to pay its debts.
- That as regards the Company's prospects for the year immediately following the date of the board meeting held on 23 April 2026 as well as for the year immediately following the date of passing of the members' resolution, being **10 June 2026**, and having regard to the Board's intentions with respect to the management of the Company's business during that year and to the amount and character of the financial resources, which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of the board meeting and also from the date of passing of the members' resolution, being **10 June 2026**.
- In forming its opinion aforesaid, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Act and the Insolvency and Bankruptcy Code, 2016, as amended.

12. REPORT BY THE COMPANY'S STATUTORY AUDITOR

The text of the Report dated 23 April 2026 received from S.R. Battiboi & Associates LLP, Chartered Accountants, (ICAI Firm Registration Number 101049WE/300004), the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below:

Independent Auditor's Report on the proposed buyback of equity shares pursuant to the requirements of Section 68 and Section 70 of the Companies Act, 2013 and Clause (xi) of Schedule I of the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 as amended.

To,
The Board of Directors
Cyient Limited
4th Floor, "A" Wing, 11, Software Units Layout,
Infocity, Madhapur, Hyderabad – 500081.

- This Report is issued in accordance with the terms of our service scope letter dated April 21, 2026 and master engagement agreement July 15, 2024 with Cyient Limited (hereinafter the "Company").
- The proposal of the Company to buy back its equity shares in pursuance of the provisions of Section 68 and 70 of the Companies Act, 2013 ("the Act") and Clause (xi) of Schedule I of Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, as amended ("the SEBI Buyback Regulations") has been approved by the Board of Directors of the Company in their meeting held on April 23, 2026. The proposal for buyback is subject to the approval of the shareholders of the Company. The Company has prepared the attached "Statement of determination of the amount of permissible capital payment for proposed buyback of equity shares" (the "Statement") which we have initiated for identification purposes only.

Board of Directors Responsibility

- The preparation of the Statement is the responsibility of the Board of Directors of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
- The Board of Directors are responsible to make a full inquiry into the affairs and prospects of the Company and to form an opinion as specified in clause (x) of Schedule I to the SEBI Buyback Regulations on reasonable grounds and that the Company will not, having regard to its state of affairs, will not be rendered insolvent within a period of one year from that date. The Board of Directors are also responsible for ensuring that the Company complies with the requirements of the Act and SEBI Buyback Regulations.

Auditor's Responsibility

- Pursuant to the requirements of the Act and SEBI Buyback Regulations, it is our responsibility to provide reasonable assurance:
 - Whether we have inquired into the state of affairs of the Company in relation to its audited standalone and consolidated financial statements for year ended March 31, 2026.
 - Whether the amount of permissible capital payment for the proposed buyback of the equity shares as included in the Statement has been properly determined in accordance with the provisions of Section 68(2)(c) of the Act and Regulation 4(i) of the SEBI Buyback Regulations;
 - Whether the Board of Directors have formed the opinion as specified in clause (x) of Schedule I to the SEBI Buyback Regulations on reasonable grounds and that the Company will not, having regard to its state of affairs, will not be rendered insolvent within a period of one year from that date.
- The audited standalone and consolidated financial statements, referred to in paragraph 5(i) above, have been audited by us on which we issued an unmodified audit opinion vide our reports dated April 23, 2026. Our audits of these financial statements were conducted in accordance with the Standards on Auditing, as specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.
- We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
- We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
- Our scope of work did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial results of the Company taken as a whole. We have not performed an audit, the objective of which would be the expression of an opinion on the financial results, specified elements, accounts or items thereof, for the purpose of this report. Accordingly, we do not express such opinion.
- A reasonable assurance engagement involves performing procedures to obtain sufficient appropriate evidence on the applicable criteria mentioned in paragraph 5 above. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated with the applicable criteria. Our procedures included the following in relation to the Statement:
 - We have inquired into the state of affairs of the Company in relation to its audited standalone and consolidated financial statements for the year ended March 31, 2026. We have obtained and read the audited standalone and consolidated financial statements for the year ended March 31, 2026 including the unmodified audit opinions dated April 23, 2026;
 - Read the Articles of Association of the Company and noted the permissibility of buyback;
 - Traced the amounts of Paid-up equity share capital, retained earnings, securities premium, treasury shares and other reserves as mentioned in Statement from the audited standalone and consolidated financial statements for the year ended March 31, 2026.
 - Obtained from Company Secretary a certified copy of the minutes of the meeting of the Board of Directors in which the proposed Buyback was approved and compared the Buyback amount with the permissible limit computed in accordance with section 68(2)(c) of the Act and Regulation 4(i) of the SEBI Buyback Regulations detailed in the Statement;

- Obtained from Company Secretary a certified copy of the minutes of the meeting of the Board of Directors in which the proposed Buyback was approved and read the Board had formed the opinion as specified in SEBI Buyback Regulations on reasonable grounds that the Company will not, having regard to the state of affairs, be rendered insolvent within a period of one year from that date.
- Obtained necessary representations from the management of the Company.

Opinion

- Based on our examination as above, and the information and explanations given to us, we report that:
 - The amount of permissible capital payment for proposed buyback of the equity shares as included in the Statement has been properly determined in accordance with the provisions of Section 68(2)(c) of the Act and Regulation 4(i) of the SEBI Buyback Regulations;
 - The Board of Directors of the Company in their meeting held on April 23, 2026, have formed the opinion as specified in clause (x) of Schedule I of the SEBI Buyback Regulations on reasonable grounds and that the Company will not, having regard to its state of affairs, will not be rendered insolvent within a period of one year from that date.

Restriction on Use

- The Report is addressed to and provided to the Board of Directors of the Company pursuant to the requirements of Section 68 and Section 70 of the Act read with Clause (xi) of Schedule I of SEBI Buyback Regulations solely to enable them to include it (a) in the explanatory statement to be included in the postal ballot notice to be circulated to the shareholders, (b) in the public announcement to be made to the Shareholders of the Company, (c) in the letter of offer to be filed with the Securities and Exchange Board of India, the stock exchanges, the Registrar of Companies the National Securities Depository Limited and the Central Depository Securities (India) Limited, and (d) for providing to the Merchant Bankers (the "Managers") in connection with the proposed buyback of equity shares of the Company for onward submission to relevant authorities in pursuance to the provisions of Sections 68 and other applicable provisions of the Act and the SEBI Buyback Regulations, and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

For S.R. Battiboi & Associates LLP

Chartered Accountants

ICAI Firm Registration Number:

101049WE/300004

per Mitesh K Parikh

Partner

Membership Number: 225333

UDIN: 26225333LHSOLX1707

Date: April 23, 2026

Place of Signature: Hyderabad

ANNEXURE A

Statement of the amount of permissible capital payment for proposed buyback of equity shares ("the Statement") in accordance with Section 68 (2) of the Companies Act, 2013, as amended and Regulation 4(i) of the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, as amended (the "SEBI Buyback Regulations"), based on the audited standalone financial statements and audited consolidated financial statements as at March 31, 2026:

Particulars	FY2025-26	
	Standalone	Consolidated
Paid up equity share capital (111,126,188 as at March 31, 2026) equity shares of Rs. 5/- each		
Free Reserves*	556	556
Security Premium (A)	2,837	2,837
Treasury Shares (B)	(575)	(575)
General Reserve* (C)	5,338	5,204
Retained Earnings* (D)	27,290	32,422
Other reserves* (E)	-	10,673
Total Free Reserves (A+B+C+D+E)	34,890	50,561
Total Paid up Equity Capital and Free Reserves	35,446	51,117
Maximum amount permissible for buy back under Sec 68 of Companies Act 2013 (25% of paid up share capital and free reserves) (Note: Lower of Standalone & Consolidated)		8,862
(25% of paid up share capital and free reserves) (Note: Lower of Standalone & Consolidated)		
Maximum amount permissible by board resolution (10% of paid up share capital and free reserves)		3,545
Maximum amount permitted by board through resolution		7,200

Note:

- The amounts have been extracted from the audited standalone and consolidated financial statements of the Company as at and for the year ended March 31, 2026.
- Free reserves are as per sub clause 43 of Section 2 and explanation II to Section 68 of the Companies Act, 2013, as amended.

For and on behalf of the Board of Directors of

Cyient Limited

CIN No.: L72200TG1991PLC013134

Krishna Bodanapu

Executive Vice Chairman and Managing Director

(DIN - 00605187)

13. PRIOR APPROVAL FROM THE LENDERS

The Company does not have any outstanding debt from lenders, except for certain working capital loans and accordingly, the Company has obtained waivers/consents from such lenders wherever applicable in terms of the loan covenants in accordance with Regulation 5(i)(c) read with Schedule I (xii) of the Buyback Regulations.

14. CONFIRMATIONS FROM THE COMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE ACT

- All the Equity Shares for Buyback are fully paid-up;
- Subject to applicable law, the Company shall not issue any shares or other specified securities including by way of bonus issue till the expiry of the Buyback Period, except in discharge of subsisting obligations through stock option schemes;
- In accordance with Section 68(8) of the Act read with the Buyback Regulations, as amended, the Company shall not raise further capital for one year from the expiry of the Buyback Period, except to discharge existing obligations. This includes any issuance of the same class of shares or other securities, including allotment of new shares or other specified securities under Section 62(1)(a) of the Act, except as bonus shares or to meet subsisting obligations such as stock option schemes;
- The Company shall not Buyback locked-in Equity Shares and non-transferable Equity Shares till the pendency of the lock-in or till the Equity Shares become transferable;
- The Company shall not Buyback its Equity Shares from any person through negotiated deal whether on or off the stock exchanges or through spot transactions or through any private arrangement in the implementation of the Buyback;
- There are no defaults subsisting in the repayment of deposits, interest payment thereon, redemption of debentures or interest thereon or redemption of preference shares or payment of dividend or repayment of any term loans or interest payable thereon to any financial institution or banking company, as the case may be;
- That the Company has been in compliance with Sections 92, 123, 127 and 129 of the Act;
- That funds borrowed from Banks and Financial Institutions will not be used for the Buyback;
- The aggregate amount of the Buyback i.e. INR 720,00,00,000 (Indian Rupees Seven Hundred Twenty Crores) does not exceed 25% of the total paid-up capital and free reserves of the Company as per the audited standalone and the consolidated financial statements of the Company as on 31 March 2026;
- The number of Equity Shares proposed to be purchased under the Buyback i.e. 64,00,000 (Sixty four lakhs) does not exceed 25% of the total number of Equity Shares in the existing paid-up equity share capital as on 31 March 2026;
- The Company shall not make any offer of Buyback within a period of one year reckoned from the date of expiry of the Buyback Period, pursuant to applicable laws;
- The Buyback will not be in contravention of Regulation 4(vii) of Buyback Regulations, i.e. the Company has not made the offer of Buyback within a period of one year reckoned from the date of expiry of Buyback period of the preceding offer of Buyback;
- There is no pendency of any scheme of amalgamation or compromise or arrangement pursuant to the provisions of the Act, as on date;
- The Company shall earmark and make arrangements for adequate sources of funds for the purpose of the Buyback in accordance with the Buyback Regulations;
- The Company will not directly or indirectly purchase its own Equity Shares or other specified securities:
 - Through any subsidiary company including its own subsidiary companies; or
 - Through any investment company or group of investment companies.

- Consideration of the Equity Shares bought back by the Company will be paid only by way of cash;

- The Buyback will not result in delisting of the Equity Shares from Indian Stock Exchanges;

- As on date, the ratio of the aggregate of secured and unsecured debts owed by the Company is not and shall not be more than twice the paid-up share capital and free reserves based on lower of the audited standalone or consolidated financial statements of the Company as on 31 March 2026;

- The Buyback would be subject to the condition of maintaining minimum public shareholding requirements as specified in Regulation 38 of the LODR Regulations;

- The Buyback offer shall not be withdrawn once the public announcement is made;

- In terms of Regulation 24(i)(e) of the Buyback Regulations, the promoters, members of promoter group and person(s) in control, and their associates shall not deal in the Equity Shares of the Company either through the stock exchanges or off-market transactions (including inter-se transfer of Equity Shares among the promoters, members of promoter group and person(s) in control) from the date of passing of the Board Resolution till the date of closing of the Buyback offer;

- The Company shall transfer from its free reserves or securities premium account and/ or such sources as may be permitted by law, a sum equal to the nominal value of the Equity Shares purchased through the Buyback to the capital redemption reserve account and the details of such transfer shall be disclosed in its subsequent audited financial statements;

- The Company shall ensure consequent reduction of its share capital post Buyback and the Equity Shares bought back by the Company will be extinguished and physically destroyed (if applicable) in the manner prescribed under the Buyback Regulations and the Act within the specified timelines;

- The Company does not have any outstanding debt from lenders, except for certain working capital loans and accordingly, the Company has obtained waivers/consent from such lenders wherever applicable in terms of the loan covenants in accordance with Regulation 5(i)(c) read with Schedule I (xii) of the Buyback Regulations;

- No promoter or promoter group shareholder or person(s) in control will breach the limits prescribed under Regulation 3 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 requiring a trigger of the open offer;

- The statements contained in all the relevant documents in relation to the Buyback shall be true, material and factual and shall not contain any mis-statements or misleading information; and

- The letter of offer with the tender form shall be dispatched to Eligible Shareholders within 2 (two) working days from the Record Date.

15. METHOD OF SETTLEMENT

Upon finalization of the basis of acceptance as per the Buyback Regulations:

- The settlement of trade(s) shall be carried out in the manner similar to settlement of trade(s) in the secondary market.

- The Company will transfer the consideration pertaining to the Buyback (net of tax deducted at source, as applicable) to the Clearing Corporation's bank account through the Company's Broker as per the secondary market mechanism, as per the prescribed schedule. For demat Equity Shares accepted under the Buyback, the Clearing Corporation will make direct funds pay-out to the respective Eligible Shareholders' bank account linked to its demat account. If bank account details of any Eligible Shareholder holding Equity Shares in dematerialized form are not available or if the fund transfer instruction is rejected by the RBI or relevant bank, due to any reasons, then the amount payable to the Eligible Shareholders will be transferred to the concerned Stock Brokers' account for onward transfer to such Eligible Shareholder holding Equity Shares in dematerialized form.

- In case of certain client types viz. NRI, foreign clients etc. (where there are specific RBI and other regulatory requirements pertaining to funds pay-out) who do not opt to settle through custodians, the funds pay-out would be given to their respective Stock Broker's settlement accounts for releasing the same to the respective Eligible Shareholder's account. For this purpose, the client type details would be collected from the Depositories, whereas funds payout pertaining to the bids settled through custodians will be transferred to the settlement bank account of the custodian, each in accordance with the applicable mechanism prescribed by BSE and the Clearing Corporation from time to time.

- For the Eligible Shareholders holding Equity Shares in physical form, the funds pay-out would be given to their respective Stock Broker's settlement accounts for releasing the same to the respective Eligible Shareholder's account.

- Details in respect of shareholder's entitlement for Tender Offer process will be provided to the Clearing Corporation by the Company or Registrar to the Buyback. On receipt of the same, Clearing Corporation will cancel the excess or unaccepted blocked shares in the demat account of the shareholder. On settlement date, all blocked shares mentioned in the accepted bid will be transferred to the Clearing Corporation.

- In the case of inter depository, Clearing Corporation will cancel the excess or unaccepted shares in target depository. Source depository will not be able to release the lien without a release of IDT message from target depository. Further, release of IDT message shall be sent by target depository either based on cancellation request received from Clearing Corporation or automatically generated after matching with bid accepted detail as received from the Company or the Registrar to the Buyback. Post receiving the IDT message from target depository, source depository will cancel/ release excess or unaccepted block shares in the demat account of the shareholder. Post completion of the Tendering Period and receiving the requisite details viz., demat account details and accepted bid quantity, source depository shall debit the securities as per the communication/message received from target depository to the extent of accepted bid shares from shareholder's demat account and credit it to Clearing Corporation settlement account in target depository on settlement date.

- The Equity Shares bought back in the dematerialized form would be transferred directly to the demat account of the Company opened for the Buyback (**Company Demat Account**) provided it is indicated by the Company's Broker or it will be transferred by the Company's Broker to the Company Demat Account on receipt of the Equity Shares from the clearing and settlement mechanism of the BSE.

15.8 In relation to the physical Equity Shares:

- If physical Equity Shares tendered by Eligible Shareholders are not accepted, the share certificate would be returned to such Eligible Shareholders by registered post or by ordinary post or courier at the Eligible Shareholders' sole risk. The Company also encourages Eligible Shareholders holding physical shares to dematerialize their physical shares.

- In relation to the Equity Shares held in the physical form, the Registrar / Company shall verify and process the service requests and thereafter issue securities to the securities holder/claimant in dematerialized form, directly in the demat account of the securities holder/claimant, within 30 days of its receipt of such request after removing objections, if any, after verifying and processing the request, the Registrar/ Company shall initiate the demat conversion request in the depository system for direct credit of securities in the demat account of the security holder/claimant. Post confirmation of the demat conversion request, the Depositories/ Registrar/ Company shall send an intimation to the security holder/claimant regarding successful dematerialization of the securities. The RTA shall retain the physical securities as per the existing procedure and deface the certificate with a stamp "Securities issued in dematerialized form" on the face/ reverse of the certificate, subsequent to processing of service request.

- The Stock Broker would issue contract note for the Equity Shares accepted under the Buyback. The Company's Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback.

- Equity Shareholders who intend to participate in the Buyback should consult their respective stock broker for payment to them of any cost, applicable taxes, charges and expenses (including brokerage) that may be levied by the Stock Broker upon the selling Eligible Shareholder for tendering Equity Shares in the Buyback (secondary market transaction). The Manager to the Buyback and the Company accept no responsibility to bear or pay any additional cost, applicable taxes, charges and expenses (including brokerage) levied by the stock broker, and such costs will be incurred solely by the Eligible Shareholders.

- The Equity Shares lying to the credit of the Company Demat Account and the Equity Shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the Buyback Regulations.

16. RECORD DATE, OFFER PERIOD AND SHAREHOLDER ENTITLEMENT

- As required under the Buyback Regulations, the Company has fixed Wednesday, 17 June 2026 as the Record Date for the purpose of determining the entitlement and the names of the equity shareholders, who are eligible to participate in the Buyback. The tender period for the Buyback offer will commence from Tuesday, 23 June 2026, i.e., not later than 4 (four) working days from the Record Date and shall remain open for a period of 5 (five) working days, until i.e. Tuesday, 30 June 2026 (**Tendering Period**).
- As per the Buyback Regulations and such other circulars or notifications, as may be applicable, in due course, Eligible Shareholders will receive a letter of offer in relation to the Buyback (**Letter of Offer**) along with a tender offer form indicating the entitlement of the Eligible Shareholder for participating in the Buyback. Even if the Eligible Shareholder does not receive the Letter of Offer along with a tender form, the Eligible Shareholder may participate and tender shares in the Buyback.
- All of the equity shareholders of the Company (excluding promoter, promoter group and person(s) in control) as on Record Date will be eligible to participate in the Buyback.
- As required under the Buyback Regulations, the dispatch of the Letter of Offer shall be through electronic mode in accordance with the provisions of the Act, within 2 (two) working days from the Record Date and if any Eligible Shareholder has not registered an email address with the Depositories, or in the case of receipt of a

request from any Eligible Shareholder to receive a copy of the Letter of Offer in physical form, a physical form shall be couriered to such shareholder's registered postal address as available with the Company.

16.5 The Equity Shares proposed to be bought back by the Company shall be divided into the following 2 (two) categories and the entitlement of a shareholder in each category will be calculated. The categories are: (i) reserved category for Small Shareholders and (ii) the general category for all other Eligible Shareholders.

16.6 As defined in Regulation 2(i)(n) of the Buyback Regulations, a "Small Shareholder" is a shareholder who holds Equity Shares having market value, on the basis of closing price of shares on the stock exchanges, on which the highest trading volume in respect of the Equity Shares as on the Record Date was recorded, of not more than INR 2,00,000/- (Rupees Two Lakhs Only).

16.7 In accordance with proviso to Regulation 6 of the Buyback Regulations, 15% of the number of Equity Shares which the Company proposes to buyback or the number of Equity Shares entitled as per the shareholding of Small Shareholders as on the Record Date, whichever is higher, shall be reserved for the Small Shareholders as part of this Buyback.

16.8 Based on the holding on the Record Date, the Company will determine the entitlement of each Eligible Shareholder to tender their shares in the Buyback. This entitlement for each Eligible Shareholder will be calculated based on the number of Equity Shares held by the respective shareholder as on the Record Date and the ratio of the Buyback applicable in the category to which such shareholder belongs (**Buyback Entitlement**). The Company believes that this reservation for small shareholders would benefit a large number of the Company's public shareholders, who would be classified as "Small Shareholders". Given that the promoters, members of the promoter group and person(s) in control of the Company have expressed their intention not to participate in the Buyback, the Equity Shares held by promoters, members of promoter group and person(s) in control shall not be considered for computing the entitlement ratio, in accordance with the proviso to Regulation 4(iv)(a) of the Buyback Regulations, and to that extent, the Eligible Shareholders will have a higher Buyback Entitlement ratio.

16.9 In accordance with Regulation 9(x) of the Buyback Regulations, to ensure that the same Eligible Shareholder(s) with multiple demat accounts/folios do not receive a higher entitlement under the Small Shareholder category, the Company will club together the Equity Shares held by such shareholders with a common PAN for determining the category (Small Shareholder or General) and entitlement under the Buyback. In case of joint shareholding, the Company will club together the Equity Shares held in cases where the sequence of the PANs of the joint shareholders is identical and where the PANs of all joint shareholders are not available, the Company will check the sequence of the names of the joint holders and club together the Equity Shares held in such cases where the name of joint shareholders are identical. In case of physical shareholders, where the sequence of PANs is identical and where the PANs of all joint shareholders are not available, the Registrar to the Buyback will check the sequence of the names of the joint holders and club together the Equity Shares held in such cases where the sequence of the PANs and name of joint shareholders are identical. The shareholding of institutional investors like mutual funds, pension funds/trusts and insurance companies etc., with common PAN will not be clubbed together for determining the category and will be considered separately, where these Equity Shares are held for different schemes and have a different demat account nomenclature based on information prepared by the Registrar and Transfer Agent as per the shareholder records received from the Depositories. Further, the Equity Shares held under the category of "clearing members" or "corporate body margin account" or "corporate body - broker" as per the beneficial position data as on the Record Date, with common PAN, are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are assumed to be held on behalf of clients.

16.10 After accepting the Equity Shares tendered on the basis of entitlement, the Equity Shares left to be bought back, if any, in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in the offer by Eligible Shareholders in that category, and thereafter from Eligible Shareholders who have tendered over and above their entitlement in the other category.

16.11 Eligible Shareholders' participation in the Buyback is voluntary. Eligible Shareholders may choose to participate, in part or in full, and receive cash in lieu of the Equity Shares accepted under the Buyback, or they may choose not to participate and enjoy a resultant increase in their percentage shareholding, after the completion of the Buyback, without any additional investment. Eligible Shareholders may also tender a part of their Buyback Entitlement. Eligible Shareholders also have the option of tendering Additional Equity Shares (i.e. Equity Shares over and above their Buyback Entitlement) and participate in the shortfall created due to non-participation of some other Eligible Shareholders, if any. The acceptance of any Equity Shares tendered in excess of the Buyback Entitlement by the Eligible Shareholder shall be in terms of procedure outlined herein. In case any Eligible Shareholder or any person claiming to be an Eligible Shareholder cannot participate in the Buyback Offer for any reason, the Company, the Manager and Registrar to the Buyback and their officers shall not be liable in any manner for such non-participation.

16.12 The maximum tender under the Buyback by an Eligible Shareholder cannot exceed the number of Equity Shares held by such Eligible Shareholder as on the Record Date. In case the Eligible Shareholder holds Equity Shares through multiple demat accounts, the tender through a demat account cannot exceed the number of Equity Shares held in that demat account as on the Record Date.

16.13 The Equity Shares tendered as per the entitlement by Eligible Shareholders as well as additional Equity Shares tendered, if any, will be accepted as per the procedure laid down in the Buyback Regulations. The settlement of the tenders under the Buyback will be done using the "Mechanism for acquisition of shares through Stock Exchange pursuant to Tender-Offers under Takeovers, Buy Back and Delisting" notified under the SEBI Circulars. Eligible Shareholders will receive a Letter of Offer along with a tender/offer form indicating their respective entitlement for participating in the Buyback.

16.14 Detailed instructions for participation in the Buyback (tender of Equity Shares in the Buyback) as well as the relevant time table will be included in the Letter of Offer which, along with the tender offer form, will be sent in due course to the Eligible Shareholders. However, if any Eligible Shareholder in the U.S. has not registered an email address with the Depositories, or on receipt of a request by Registrar to the Buyback and Manager to the Buyback, to receive a copy of Letter of Offer in physical form from such Eligible Shareholder (to whom Letter of Offer and tender form were emailed), a physical form shall be couriered to such shareholder's registered postal address as available with the Company.

17. PROCESS AND METHODOLOGY TO BE ADOPTED FOR BUYBACK

17.1 The Buyback is open to all Eligible Shareholders and beneficial owners of the Company, excluding promoters, promoter group and person(s) in control, holding Equity Shares either in physical or electronic form, as on the Record Date.

17.2 The Buyback shall be on a proportionate basis (subject to the reservation for Small Shareholders in accordance with the Buyback Regulations) through the "Tender Offer" route, as prescribed under the Buyback Regulations, to the extent permissible, and the "Mechanism for acquisition of shares through Stock Exchanges pursuant to Tender-Offers under Takeovers, Buyback and Delisting" as prescribed under the SEBI Circulars. The Buyback will be implemented in accordance with the Act read with the rules framed thereunder, the Buyback Regulations and on such terms and conditions as may be deemed fit by the Company.

17.3 For implementation of the Buyback, the Company has appointed Axis Capital Limited as the registered broker to the Company (the **Company's Broker**) to facilitate the process of tendering of Equity Shares through the stock exchange mechanism for the Buyback and through whom the purchases and settlements on account of the Buyback would be made by the Company. The contact details of the Company's Broker are as follows:



Name	AXIS CAPITAL LIMITED
Address	1st Floor, Axis House, P. B. Marg, Worli, Mumbai - 400 025
Tel	+91 22 4325 5517
Fax	+91 22 4325 3000
Contact Person	Ankit Gala
Email	cyient.buyback@axiscap.in
Website	www.axiscapital.co.in
SEBI Registration No.	INZ000189931

17.4 The Company shall request BSE, to provide a separate acquisition window (**Acquisition Window**) to facilitate placing of sell orders by Eligible Shareholders who wish to tender their Equity Shares in the Buyback. For the purposes of this Buyback, the Company has appointed BSE as the "Designated Stock Exchange". The details of the Acquisition Window will be specified by BSE from time to time.

17.5 During the Tendering Period, the order for selling the Equity Shares shall be placed by the Eligible Shareholders through their respective stock brokers (Stock Broker(s)) during normal trading hours of the secondary market. The Stock Brokers may enter orders for Equity Shares held in dematerialized form as well as physical form.

17.6 In the event the Stock Broker of any Eligible Shareholder is not registered with BSE as a trading member / stock broker, then that Eligible Shareholder can approach any BSE registered stock broker and can register himself by using quick unique client code (UCC) facility through the registered stock broker (after submitting all details as may be required by such registered stock broker in compliance with applicable law). In case the Eligible Shareholder is unable to register himself by using quick UCC facility through any other registered stock broker, then that Eligible Shareholder may approach the Company's Broker to place their bids, subject to completion of 'know your customer' requirements as required by the Company's Broker.

17.7 The Buyback Regulations do not restrict Eligible Shareholders from placing multiple bids and modifying bids, therefore, modification/cancellation of orders and multiple bids from a single Eligible Shareholder will only be allowed during the Tendering Period. Multiple bids made by a single Eligible Shareholder for selling Equity Shares shall be clubbed and considered as "one bid" for the purposes of Acceptance. Eligible Shareholders are requested to consult their respective Stock Brokers regarding the same.

17.8 The cumulative quantity tendered shall be made available on BSE websites at www.bseindia.com throughout the Tendering Period, and will be updated at specific intervals during the Tendering Period.

17.9 The Company will not accept any Equity Shares offered in the Buyback which are under any restraint order of a court/ any competent authority for transfer/sale of such Equity Shares and/ or title in respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and the duplicate share certificates have not been issued either due to such request being under process as per the provisions of law or otherwise. In accordance with Regulation 24(v) of the Buyback Regulations, the Company shall not buyback locked-in Equity Shares and non-transferable Equity Shares until the pendency of the lock-in or until such Equity Shares become transferable. The Company shall also not Accept the Equity Shares offered for Buyback where the title to such Equity Shares is under dispute or otherwise not clear.

17.10 The reporting requirements for Non-Resident Shareholders under FEMA and any other rules, regulations, guidelines by the RBI, for remittance of funds, shall be made by the Eligible Shareholders and/ or the Stock Brokers through which the Eligible Shareholder places the order/bid.

17.11 Procedure to be followed by Eligible Shareholders holding Equity Shares in dematerialized form:

(i) Eligible Shareholders who desire to tender their Equity Shares in the electronic form under the Buyback would have to do so through their respective Stock Broker(s) by indicating to such Stock Broker(s) the details of Equity Shares they intend to tender under the Buyback.

(ii) The Stock Broker(s) would be required to place an order/bid on behalf of the Eligible Shareholder(s) who wish to tender Equity Shares in the Buyback using the Acquisition Window of BSE.

(iii) The lien shall be marked in the demat account of the Eligible Shareholder for the shares tendered in Tender Offer. Details of shares marked as lien in the demat account of the Eligible Shareholder shall be provided by the National Securities Depository Limited and the Central Depository Services Limited (**Depositories**) to Clearing Corporation i.e. Indian Clearing Corporation Limited (**Clearing Corporation**).

(iv) The details of the settlement number under which the lien will be marked on the Equity Shares tendered for the Buyback will be provided in a separate circular to be issued by BSE or the Clearing Corporation.

(v) In case, the shareholders demat account is held with one depository and clearing member pool and Clearing Corporation account is held with other depository, shares shall be blocked in the shareholders demat account at source depository during the Tendering Period. Inter depository tender offer ("IDT") instructions shall be initiated by the Eligible Shareholders at source depository to clearing member/ Clearing Corporation account at target depository. Source depository shall block the shareholder's securities (i.e., transfers from free balance to blocked balance) and send IDT message to target depository for confirming creation of lien. Details of shares blocked in the shareholders demat account shall be provided by the target depository to the Clearing Corporation.

(vi) For custodian participant orders for demat Equity Shares, early pay-in is mandatory prior to confirmation of order by custodian. The custodian shall either confirm or reject the orders not later than the time provided by the BSE on the last day of the Tendering Period (**Buyback Window Closing Date**). Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, order modification by the concerned stock broker(s) shall revoke the custodian confirmation and the revised order shall be sent to the custodian again for confirmation.

(vii) Upon placing the bid, the stock broker(s) shall provide a Transaction Registration Slip (TRS) generated by the exchange bidding system to the Eligible Shareholder. The TRS will contain the details of order submitted such as Bid ID No., Application No., DP ID, Client ID, number of Equity Shares tendered etc. In case of non-receipt of the completed tender form and other documents, but lien marked on Equity Shares and a valid bid in the exchange bidding system, the bid by such Eligible Shareholder shall be deemed to have been accepted.

(viii) Eligible Shareholders shall also provide all relevant documents, which are necessary to ensure transferability of the Equity Shares in respect of the tender form to be sent. Such documents may include (but not be limited to):

- Duly attested power of attorney, if any person other than the Eligible Shareholder has signed the tender form;
- Duly attested death certificate and succession certificate/ legal heirship certificate, in case any Eligible Shareholder has expired; and
- In case of companies, the necessary certified corporate authorizations (including board and/ or general meeting resolutions).

(ix) It is clarified that in case of demat Equity Shares, submission of tender form and TRS is not required. After the receipt of the demat Equity Shares by the Clearing Corporation and a valid bid in the exchange bidding system, the Buyback shall be deemed to have been accepted, for Eligible Shareholders holding Equity Shares in demat form.

(x) Eligible Shareholders who have tendered their Demat Shares in the Buyback may deliver the Tender Form duly signed (by all Eligible Shareholders in case Demat Shares are in joint names) in the same order in which they hold the Equity Shares, along with TRS generated by the stock exchange bidding system upon placing of a bid, either by speed post or courier or hand delivery to the Registrar to the Buyback at the address mentioned on the cover page of this Letter of Offer, so that the same are received on or before the Buyback Closing Date i.e. Tuesday, 30 June 2026 (by 5:00 p.m.). The envelope should be super scribed as "Cyient Limited - Buyback Offer 2026". In the event of non-receipt of the completed Tender Form and other documents, but receipt of Equity Shares in the special account of the Clearing Corporation and a valid bid in the stock exchange bidding system, the Buyback shall be deemed to have been accepted for such shareholders holding Demat Shares.

(xi) The Eligible Shareholders will have to ensure that they keep the DP account active and unblocked to receive credit in case of return of Equity Shares due to rejection or due to prorated Buyback decided by the Company. Further, Eligible Shareholders will have to ensure that they keep the bank account attached with the DP account active and updated to receive credit remittance due to acceptance of Buyback of shares by the Company. In the event if any Equity Shares are tendered to Clearing Corporation, excess dematerialized Equity Shares or unaccepted dematerialized Equity Shares, if any, tendered by the Eligible Shareholders would be returned to them by Clearing Corporation. If the security transfer instruction is rejected in the depository system, due to any issue then such securities will be transferred to the shareholder broker's depository pool account for onward transfer to the Eligible Shareholder. In case of custodian participant orders, excess dematerialized shares or unaccepted dematerialized shares, if any, will be refunded to the respective custodian depository pool account.

17.12 Procedure to be followed by the Eligible Shareholders holding Equity Shares in physical form:

In accordance with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/144 dated July 31, 2020, Eligible Shareholders holding Equity Shares in physical form can participate in the Buyback. Nevertheless, Eligible Shareholders holding Equity Shares in physical form are urged to have their Equity Shares dematerialized so as to be able to freely transfer them and participate in corporate actions in a convenient and effective manner. The procedure is as below:

(i) Eligible Shareholders who are holding physical Equity Shares and intend to participate in the Buyback will be required to approach their respective Stock Brokers along with the complete set of documents for verification procedures to be carried out including the (i) the Tender Form duly signed by all Eligible Shareholders (in case shares are in joint names, in the same order in which they hold the shares), (ii) original share certificate(s), (iii) valid share transfer form(s) duly filled and signed by the transferors (i.e. by all registered Eligible Shareholders in same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favour of the Company, (iv) duly filled Form ISR-4 by all registered Eligible Shareholders in same order and as per the specimen signatures registered with the Company, (v) latest Client Master List ("CML") of the demat account, not older than two months and duly attested by the Depository Participant ("DP") and duly filled in demat conversion request form ("DCRF") along with the service request to process transfer of balance unaccepted shares (iv) self-attested copy of the Eligible Shareholder's PAN Card, and (v) any other relevant documents such as power of attorney, corporate authorization (including board resolution/ specimen signature), notarised copy of death certificate and succession certificate or probated will, if the original shareholder has deceased, etc., as applicable. In addition, if the address of an Eligible Shareholder has undergone a change from the address registered in the Register of Members of the Company, the Eligible Shareholder would be required to submit a self-attested copy of address proof consisting of any one of the following documents: valid Aadhaar Card, Voter Identity Card or Passport.

(ii) Based on the aforesaid documents, the concerned Stock Broker shall place the bid on behalf of Eligible Shareholders holding Equity Shares in physical form and intending to tender Equity Shares in the Buyback using the Acquisition Window of BSE. Upon placing the bid, the Stock Broker shall provide a TRS generated by the exchange bidding system to the Eligible Shareholder. The TRS will contain the details of order submitted like folio number, Equity Share certificate number, distinctive number, number of Equity Shares tendered, etc.

(iii) The Stock Broker / Eligible Shareholder who places a bid for physical Equity Shares is required to deliver the original Equity Share certificate(s) and documents (as mentioned above) along with TRS generated by stock exchange bidding system upon placing of bid, either by speed post or courier or hand delivery to Registrar to the Buyback, at its office provided in Paragraph 19 below, within 2 (two) days of bidding by stock broker. However, in case the bids are placed by the Stock Broker during the last two days of the Tendering Period, the Stock Broker/Eligible Shareholder should ensure that documents reach the Registrar on or before the Buyback Window Closing Date. The envelope should be super scribed as Cyient Limited - Buyback Offer 2026. One copy of the TRS will be retained by Registrar to the Buyback and it will provide acknowledgement of the same to the Stock Broker / Eligible Shareholder.

(iv) Eligible Shareholders holding physical Equity Shares should note that physical Equity Shares will not be accepted unless the complete set of documents is submitted. Acceptance of the physical Equity Shares for Buyback by the Company shall be subject to verification as per the Buyback Regulations and any further directions issued in this regard. The Registrar to the Buyback will verify such bids based on the documents submitted on a daily basis and till such time BSE shall display such bids as 'unconfirmed physical bids'. Once the Registrar to the Buyback confirms the bids it will be treated as 'Confirmed Bids'.

(v) In case any Eligible Shareholder has submitted Equity Shares in physical form for dematerialization, such Equity Shareholders should ensure that the process of getting the Equity Shares dematerialized is completed well in time so that they can participate in the Buyback before Buyback Window Closing Date.

(vi) An unregistered shareholder holding physical shares may also tender his shares for Buyback by submitting the duly executed transfer deed for transfer of shares, purchased prior to Record Date, in his name, along with the offer form, copy of his PAN card and of the person from whom he has purchased shares and other relevant documents as required for transfer, if any, in the tendering process, the seller broker may also process the orders received from the Eligible shareholders.

(vii) Even if the Eligible Shareholder does not receive the Letter of Offer along with tender form, the Eligible Shareholder may participate and tender their Equity Shares in the Buyback.

17.13 For Equity Shares held by Eligible Shareholders, being Non-Resident Shareholders of Equity Shares

(i) While tendering their Equity Shares under the Buyback, all Eligible Shareholders being Non-Resident Shareholders (excluding FIs) shall provide relevant confirmations/ declarations vide the duly filled in and signed (by all shareholders in case the Equity Shares are held in joint names) Tender Forms (including a copy of the permission received from RBI wherever applicable). In the event relevant confirmations / declarations are not provided in the Tender Forms or there is ambiguity in the information provided, the Company reserves the right to reject such Tender Forms.

(ii) In case the Equity Shares are held on repatriation basis, the Non-Resident Eligible Shareholder shall obtain and enclose a letter from its authorized dealer/bank confirming that at the time of acquiring the said Equity Shares, payment for the same was made by the non-resident Eligible Shareholder from the appropriate account (e.g. NRE a/c.) as specified by RBI in its approval. In case the Non-Resident Eligible Shareholder is not in a position to produce the said certificate, the Equity Shares would be deemed to have been acquired on non-repatriation basis and in that case the Non-Resident Eligible Shareholder shall submit a consent letter addressed to the Company allowing the Company to make the payment on a non-repatriation basis in respect of the valid Equity Shares Accepted under the Buyback.

(iii) Eligible Shareholders who are FIs/FPIs should also enclose a copy of their SEBI registration certificate.

(iv) Eligible Shareholders, being Non-Resident Shareholders shall complete all relevant regulatory/statutory filings and compliances under applicable law, including Foreign Exchange and Management Act, 1999 and applicable regulations made thereunder. If any of the above stated documents, as applicable, are not enclosed along with the Tender Form, the Equity Shares tendered under the Buyback are liable to be rejected.

18. COMPLIANCE OFFICER

The details of the Compliance Officer are set out below:

Name	Sudheendra Putty
Designation	Company Secretary and Compliance Officer
Address	4 th Floor, A wing, 11, Software Units Layout, Madhapur, Hyderabad - 500 081
Tel	+91 40 6764 1322
Email	Company.secretary@cyient.com
Website	www.cyient.com

Eligible Shareholders may contact the Compliance Officer for any clarification or to address their grievances, if any, during 10:00 a.m. to 5:00 p.m. on any day except Saturday, Sunday and public holidays.

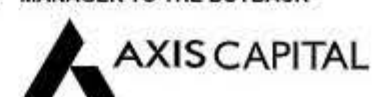
19. INVESTOR SERVICE CENTRE AND REGISTRAR TO THE BUYBACK

In case of any query, the shareholders may also contact KFin Technologies Limited, the Registrar to the Buyback, appointed as the Investor Service Centre for the purposes of the Buyback, on any day except Saturday and Sunday and public holiday between 10:00 a.m. to 5:30 p.m. at the following address:



Registrar to the issue	Kfin Technologies Limited
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana - 500 032
Tel	+91 40 6716 2222/18003094001
Fax	+91 40 6716 1563
Contact Person	M. Murali Krishna
Email	cyient.buyback@kfintech.com
Website	www.kfintech.com
Investor Grievance Email	einward.ris@kfintech.com
SEBI Registration No.	INR00000221
Validity Period	Permanent
CIN	L72400MH2017PLC444072

20. MANAGER TO THE BUYBACK



Name	AXIS CAPITAL LIMITED
Address	1st Floor, Axis House, P. B. Marg, Worli, Mumbai - 400 025
Tel	+91 22 4325 2183
Fax	+91 22 4325 3000
Contact Person	Pavan Naik/Simran Gadh
Email	cyient.buyback@axiscap.in
Website	www.axiscapital.co.in
SEBI Registration No.	INM000012029

21. DIRECTOR'S RESPONSIBILITY

As per Regulation 24(i)(a) of the Buyback Regulations, the Board accepts responsibility for all the information contained in this Public Announcement and for the information contained in all other advertisements, circulars, brochures, publicity materials etc., which may be issued in relation to the Buyback, and confirms that the information in such documents contain and will contain true, factual and material information and does not and will not contain any misleading information. This Public Announcement is issued under the authority of the Buyback Committee-2026 in terms of the resolution dated 11 June 2026.

For and on behalf of the Board of Directors of Cyient Limited

Sd/- Bodanapu Ganesh Venkat Krishna Managing Director DIN: 00605187	Sd/- Venkat Rama Mohan Reddy Bodanapu Director DIN: 00058215	Sd/- Sudheendra Putty Company Secretary & Compliance Officer Membership No.: FCS 5689
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Date : 11 June 2026

Place : Hyderabad

Additional information pursuant to U.S. Law:

The Buyback for the outstanding Equity Shares of the Company referenced herein has not yet commenced. The communication is provided for informational purposes only and is neither an offer to purchase nor a solicitation of an offer to purchase any securities of the Company pursuant to Company's Buyback or otherwise. Any offer to purchase or solicitation of offer to sell will be made pursuant to a letter of offer and other documents relating to the Buyback. The Company's security holders are advised to carefully read these documents, any amendments to these documents and any other documents relating to the Buyback in their entirety prior to making any decision with respect to the Company's Buyback because these documents contain important information, including the terms and conditions of the Buyback.

CYIENT CYIENT LIMITED

Registered Office: 4th Floor, A wing, 11, Software Units Layout, Madhapur, Hyderabad 500 081, Telangana, India • Telephone: +91 40 6764 1322

Contact Person: Sudheendra Putty, Company Secretary and Compliance Officer

Email: companysecretary@cyient.com • Website: www.cyient.com • CIN: L72200TG1991PLC013134

FOR THE ATTENTION OF EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF CYIENT LIMITED (THE COMPANY) FOR THE BUYBACK OF EQUITY SHARES ON A PROPORTIONATE BASIS THROUGH THE TENDER OFFER ROUTE USING THE STOCK EXCHANGE MECHANISM UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUYBACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED

This public announcement (the **Public Announcement**) is being made pursuant to the provisions of Regulation 7(i) of the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, as amended (including any statutory modification(s), amendment(s) or re-enactments from time to time) (**Buyback Regulations**) and contains the requisite disclosures as specified in Schedule II of the Buyback Regulations read with Schedule I of the Buyback Regulations.

OFFER TO BUYBACK UP TO 64,00,000 (SIXTY FOUR LAKHS) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF INR 5 (INDIAN RUPEES FIVE ONLY) EACH OF CYIENT LIMITED, REPRESENTING UPTO 5.76% OF EXISTING FULLY PAID-UP EQUITY SHARE CAPITAL OF THE COMPANY (ON A STANDALONE BASIS), FROM ALL THE ELIGIBLE SHAREHOLDERS (AS DEFINED BELOW), EXCLUDING PROMOTERS, MEMBERS OF PROMOTER GROUP AND PERSON(S) IN CONTROL OF EQUITY SHARES OF THE COMPANY AS ON WEDNESDAY, 17 JUNE 2026 (RECORD DATE) AS PER THE RECORDS MADE AVAILABLE TO THE COMPANY BY DEPOSITORIES (AS DEFINED BELOW) AS ON THE RECORD DATE, ON A PROPORTIONATE BASIS (SUBJECT TO SMALL SHAREHOLDER RESERVATION), THROUGH THE "TENDER OFFER" ROUTE AT A PRICE OF INR 1.125 (INDIAN RUPEES ONE THOUSAND ONE HUNDRED TWENTY FIVE ONLY) PER EQUITY SHARE PAYABLE IN CASH FOR AN AGGREGATE AMOUNT OF UP TO INR 720,00,00,000 (INDIAN RUPEES SEVEN HUNDRED TWENTY CRORES ONLY) (BUYBACK).

Certain figures contained in this Public Announcement including financial information have been subject to rounding-off adjustments. All decimals have generally been rounded off to 2 (two) decimal points. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row. Further, certain numerical information in this Public Announcement has been presented in 'Million'. One Million represents INR 10,00,000. All references to 'Rupee(s)', or 'Rs.' are to Indian Rupees, the official currency of the Republic of India.

1. DETAILS OF THE BUYBACK OFFER AND BUYBACK OFFER PRICE

1.1 In accordance with Article 23 of the Articles of Association of the Company and the provisions of Sections 68, 69 and 70 and all other applicable provisions, if any, of the Companies Act, 2013, as amended (**Act**), the Companies (Share Capital and Debentures) Rules, 2014, as amended (**Share Capital Rules**), and in compliance with the Buyback Regulations, the Board of Directors of the Company (the **Board**), at its meeting held on 23 April 2026, had, subject to the approval of the members of the Company, by way of a special resolution through Postal Ballot (**Special Resolution**) and subject to such other approvals, permissions and sanctions, as may be necessary, including exemption relief from the U.S. Securities and Exchange Commission (**SEC**) on certain aspects of laws applicable to the Buyback, and subject to any modifications and conditions, if any, as may be prescribed by the government, regulatory, statutory or relevant authorities, while granting such approvals, permissions, sanctions and exemptions, and such other approvals, as may be necessary, approved the proposal for Buyback by the Company of up to 64,00,000 (Sixty Four Lakhs) of its fully paid-up equity shares of face value of INR 5 (Indian Rupee Five) each (**Equity Shares**), representing up to 5.76% of the existing fully paid-up Equity Share Capital of the Company, from all the shareholders of the Company excluding promoters, members of promoter group and person(s) in control, as on the record date (subsequently determined by the Board/Buyback Committee-2026 as Wednesday, June 17, 2026) (**Record Date**), on a proportionate basis, at a price of INR 1.125 (Indian Rupee One Thousand One Hundred Twenty Five) per Equity Share (**Buyback Price**) and for an aggregate amount of INR 720,00,00,000 (Indian Rupees Seven Hundred Twenty Crores) excluding Transaction Cost (as defined below) (**Buyback Offer Size**), representing 20.31% and 14.09% of the aggregate of the paid-up share capital and free reserves of the Company based on the latest audited standalone and consolidated financial statements of the Company, respectively, as at 31 March 2026 (**Buyback**), through the tender offer route, in accordance with the provisions of the Buyback Regulations, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**LODR Regulations**), to the extent applicable, and the SEBI Circulars (as defined below) and the Act and the rules made thereunder. A Buyback Committee 2026 has been constituted 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.

1.2 Since the Buyback Offer Size is more than 10% of the total paid-up equity capital and free reserves of the Company based on both the standalone and consolidated financial statements of the Company, as per its latest audited standalone and consolidated financial statement as on 31 March 2026, in terms of Section 68(2)(h) of the Act and Regulation 5(i)(b) of the Buyback Regulations, the Board had sought approval of the shareholders of the Company for Buyback, by a special resolution, through notice of postal ballot dated 23 April 2026 (**Postal Ballot Notice**). The results of the Postal Ballot, providing shareholders approval, were announced on 10 June 2026.

1.3 The Buyback is being undertaken in accordance with Article 23 of the Articles of Association of the Company, the provisions of Sections 68, 69 and 70 and all other applicable provisions, if any, of the Act, the Share Capital Rules, and in terms of Chapter III of the Buyback Regulations through tender offer route and in accordance with other applicable provisions of the Buyback Regulations, the SEBI Circulars, LODR Regulations, to the extent applicable. The proposed Buyback is within the prescribed limit of 25% of the aggregate of paid-up capital and free reserves of the Company under the Act and Regulation 4(i) of the Buyback Regulations based on both the standalone and consolidated financial statements of the Company, as per its latest audited standalone and consolidated financial statement as on 31 March 2026, whichever is lower.

1.4 The Buyback Committee-2026 may, till 1 (one) working day prior to the Record Date, increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back under the Buyback, such that there is no change in the Buyback Offer Size, in terms of Regulation 5(via) of the SEBI Buyback Regulations.

1.5 Given the shareholding of US residents in the Company's Equity Shares, the Company has sought an exemption relief from the SEC on certain aspects of the tender offer procedures due to conflicting regulatory requirements between Indian and U.S. laws for tender offer Buybacks. In this regard, the Company made an application to the SEC and has sought exemption relief from the SEC.

1.6 The Equity Shares are currently listed on the BSE Limited (**BSE**) and National Stock Exchange of India Limited (**NSE**) (collectively referred to as **Indian Stock Exchanges**) and are traded under the trading code(s) "532175" at BSE and "CYIENT" at NSE. The ISIN of Equity Shares is INE1368D1020.

1.7 The Buyback Offer Size does not include any brokerage or transaction costs incurred or to be incurred for the Buyback, such as, brokerage, filing fees, advisory fees, intermediaries' fees, publication expenses, printing and dispatch expenses, applicable taxes such as securities transaction tax, goods and services tax, stamp duty etc. and other incidental and related expenses (**Transaction Costs**).

1.8 The Buyback shall be implemented using the "Mechanism for acquisition of shares through Stock Exchange pursuant to Tender-Offers under Takeovers, Buyback and Delisting" notified by Securities and Exchange Board of India (**SEBI**) vide circular CIR/CFD/POLICYCELL/12015 dated April 13, 2016 read with SEBI circular CFD/DCR2/P/2016/131 dated December 9, 2016, SEBI circular SEBI/HO/GFD/DCR-III/CIR/P/615 dated August 13, 2021 and SEBI circular SEBI/HO/CFD/PUD-2/P/2023/35 dated March 5, 2023, and such other circulars or notifications, as may be applicable, including any amendments thereof as amended (**SEBI Circulars**). In this regard, the Company will approach BSE to provide the acquisition window for facilitating tendering of Equity Shares under the Buyback. For the purposes of the Buyback, BSE will be the Designated Stock Exchange.

1.9 Equity Shares shall be bought back on a proportionate basis from all the shareholders of the Company, excluding promoters, members of promoter group and person(s) in control, holding Equity Shares as on Record Date, i.e., Wednesday, 17 June 2026 (**Eligible Shareholders**). In accordance with Regulation 8 of the Buyback Regulations, 15% of the number of Equity Shares proposed to be bought back of number of Equity Shares entitled as per the Eligible Shareholders who hold Equity Shares of market value not more than INR 20,00,000/- (Indian Rupees Two Lakhs only), on the basis of the closing price on the Indian Stock Exchanges registering the highest trading volume as on the Record Date, (**Small Shareholders**), whichever is higher, shall be reserved for the Small Shareholders as part of the Buyback.

1.10 In terms of the Buyback Regulations, under the tender offer route, the promoters, promoter group and person(s) in control have an option to participate in the Buyback. The promoters, members of promoter group and person(s) in control of the Company via their respective letters dated 21 April 2026 and 22 April 2026 have expressed their intention not to participate in the Buyback. Accordingly, the Equity Shares held by promoters, members of the promoter group and person(s) in control shall not be considered for computing the entitlement ratio, in accordance with the proviso to Regulation 4(v)(a) of the Buyback Regulations, and to that extent, the Eligible Shareholders will have a higher Buyback Entitlement ratio.

1.11 The Buyback tax regime was significantly amended through the Finance Act, 2025. With effect from 1 April 2026, the consideration received on a Buyback of shares carried out in accordance with the provisions of section 68 of the Act, is taxable as capital gains income in the hands of the shareholder (which was erstwhile taxed as dividend income). Capital gain is calculated as the difference between the Buyback

price offered by the Company and the shareholder's original cost of acquiring the shares. The applicable tax rate would depend on the holding period. Further, with respect to non-resident shareholders, the Company shall be required to deduct tax at source (TDS) at the time of making the payment of total Buyback consideration at the applicable rates, subject to the benefits of the Double Tax Avoidance Agreement (Tax Treaty) between India and their country of tax residence, to the extent applicable. In due-course, the Eligible Shareholders will receive a Letter of offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, the Eligible Shareholders are advised to consult their own legal, financial and tax advisors for the applicable tax implications prior to participating in the Buyback.

1.12 The Buyback of Equity Shares from non-resident members of the Company, including foreign corporate bodies (including erstwhile Overseas Corporate Bodies), Foreign Institutional Investors (FIIs)/Foreign Portfolio Investors, members of foreign nationality, shall be subject to the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any, Income Tax Act, 1961 and rules and regulations framed thereunder, the Depository Receipts Scheme, 2014, as applicable, and shall be subject to such approvals if, and to the extent necessary or required from the concerned authorities including approvals from the Reserve Bank of India ("RBI") under the Foreign Exchange Management Act, 1999 and the rules, regulations framed thereunder, if any, and such approvals shall be required to be taken by such non-resident shareholders.

1.13 The Buyback will not result in any benefit to promoters, members of promoter group and person(s) in control of the Company or any directors or key managerial personnel of the Company except to the extent of change in their shareholding as a result of the extinguishment of Equity Shares, which will lead to reduction in the equity share capital of the Company post Buyback. The Buyback would be subject to the condition of maintaining minimum public shareholding requirements as specified in Regulation 38 of the LODR Regulations. Any change in voting rights of the promoters, members of the promoter group and person(s) in control of the Company pursuant to completion of Buyback will not result in any change in control over the Company.

1.14 A copy of this Public Announcement is available on the Company's website at www.cyient.com, the website of the Manager to the Buyback at www.axiscapital.com, and is expected to be made available on the website of the SEBI at www.sebi.gov.in, and on the websites of the respective Indian Stock Exchanges at www.nseindia.com and www.bseindia.com.

2. NECESSITY FOR THE BUYBACK

The Buyback to be undertaken by the Company after taking into account the strategic and operational cash requirements of the Company in the medium term and for returning surplus funds to the members in an effective and efficient manner. The Board at its meeting held on 23 April 2026 considered the accumulated free reserves as well as the cash liquidity reflected in the latest available standalone and consolidated audited financial statements as on March 31, 2026 and also as on the date of the Board Meeting and considering these, the Board desired to allocate up to INR 720,00,00,000 (Indian Rupees Seven Hundred Twenty Crores) excluding the Transaction Costs for distributing to the shareholders holding Equity Shares of the Company as on the Record Date through the Buyback.

The Board has evaluated, inter alia, the Company's audited financial statements, available free reserves, cash and investments, and excluded cash flows, and has considered various internal and financial parameters, including but not limited to:

- anticipated cash requirements towards working capital, capital expenditure, technology and infrastructure;
- investments required for execution of the Company's growth strategy;
- potential inorganic opportunities, including acquisitions;
- the need to maintain adequate liquidity for contingencies and unforeseen events; and
- overall financial flexibility to support business operations and future growth.

In view of the above, the Company could therefore consider buying back up to 64,00,000 fully paid-up Equity Shares of the Company of face value of INR 5 each at a price of INR 1.125 (Indian Rupee One Thousand One Hundred Twenty Five) per Equity Share for an aggregate maximum amount of up to INR 720,00,00,000 (Indian Rupees Seven Hundred Twenty Crores) for reasons set forth below:

- The Buyback will help the Company to return surplus cash to its equity shareholders in proportion to their shareholding, thereby enhancing the overall return to shareholders;
- The Buyback, proposed through the tender offer route as prescribed under the Buyback Regulations, would involve allocation of number of Equity Share as per the entitlement of small shareholders or 15% of the number of Equity Share to be bought back whichever is higher, reserved for the Small Shareholders. The Company believes that this reservation for small shareholders would benefit a large number of public shareholders, who would get classified as "small shareholder" as per Regulation 2(i)(n) of the Buyback Regulations;
- The Buyback may help in improving its earning per share and return on equity, by reduction in the equity base and based on assumption that the Company would earn similar profits as in past, thereby leading to long term increase in shareholders' value; and
- The Buyback gives the Equity Shareholders an option to either: (a) participate and get cash in lieu of Equity Shares to be accepted under the Buyback offer, or (b) not to participate and enjoy a resultant increase in their percentage shareholding, post the Buyback offer, without additional investment.

The Buyback will not in any manner impair the ability of the Company to pursue growth opportunities or meet its cash requirements for business operations.

3. MAXIMUM NUMBER OF SECURITIES THAT THE COMPANY PROPOSES TO BUYBACK

The maximum number of Equity Shares at the Buyback Price and the Buyback Offer Size bought back would be 64,00,000 (Sixty four lakh) Equity Shares, comprising upto 5.76% of the existing paid-up equity share capital of the Company as of 31 March 2026. The maximum amount required for Buyback will not exceed INR 720,00,00,000 (Indian Rupees Seven Hundred Twenty Crores) (excluding Transaction Costs).

Further, in accordance with Regulation 5(via) of the Buyback Regulations, the Buyback Committee-2026 may increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back provided that there is no change in the Buyback Offer Size, till one working day prior to the Record Date, as may be determined by the Board, fixed for the purpose of Buyback.

4. MAXIMUM PRICE AT WHICH THE SHARES OR OTHER SPECIFIED SECURITIES ARE PROPOSED TO BE BOUGHT BACK AND THE BASIS OF ARRIVING AT THE BUYBACK PRICE

The Equity Shares of the Company are proposed to be bought back at a price of INR 1.125 (Indian Rupees One Thousand One Hundred Twenty Five) per Equity Share.

The Buyback Price has been arrived at after considering various factors including, but not limited to, the trends in the volume weighted average market prices of the Equity Shares on BSE and NSE where the Equity Shares are listed, price earnings ratio, impact on other financial parameters and the possible impact of the Buyback on the earnings per Equity Share.

The Buyback Price represents:

- Premium of 17.71% and 16.83% to the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, during the three months period ending 14 April 2026, being the date of the intimation to the stock exchanges regarding the proposal of Buyback being considered at Board Meeting.
- Premium of 34.91% and 32.73% to the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, during the two weeks period ending 14 April 2026, being the date of the intimation to the stock exchanges regarding the proposal of Buyback being considered at Board Meeting.
- Premium of 25.49% and 25.54% over the closing price of the Equity Shares on BSE as well as NSE, respectively, as on 13 April 2026 being the day prior to the date of intimation to the stock exchanges regarding the proposal of Buyback being considered at Board Meeting.

As required under Section 68(2)(d) of the Act and Regulation 4(i) (a) of Buyback Regulations, the ratio of the aggregate of secured and unsecured debts owed by the Company will not be more than twice the paid-up equity share capital and free reserves after the Buyback based on standalone and consolidated financial statements of the Company as on March 31, 2026, whichever sets out a lower amount.

Further, in accordance with Regulation 5(via) of the Buyback Regulations, the Buyback Committee-2026 may increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back provided that there is no change in the Buyback Offer Size, till one working day prior to the Record Date, as may be determined by the Board, fixed for the purpose of Buyback.

5. MAXIMUM AMOUNT REQUIRED UNDER THE BUYBACK AND ITS PERCENTAGE OF THE TOTAL PAID UP CAPITAL AND FREE RESERVES

The amount of funds required for the Buyback will aggregate to INR 720,00,00,000 (Indian Rupees Seven Hundred Twenty Crores) being 20.31% and 14.09% of the aggregate of the paid-up share capital and free reserves of the Company as at 31 March 2026, on a standalone and consolidated basis, respectively, which is less than 25% of the aggregate of the total paid-up share capital and free reserves of the Company based on the latest audited financial statements of the Company as at 31 March 2026 on a standalone basis and consolidated basis. The said Buyback will represent up to 5.76% of the existing paid-up equity share capital of the Company.

The Buyback Offer 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, publication expenses, printing and dispatch expenses, applicable taxes such as securities transaction tax, goods and services tax, stamp duty etc. and other incidental and related expenses which will be in addition thereto.

The funds for the implementation of the proposed Buyback will be sourced out of the current surplus and/or cash available from internal accruals (and not from borrowed funds whether secured or unsecured of any form or nature) of the Company or such other source as may be permitted by the Buyback Regulations or the Act. The funds borrowed from banks and financial institutions, if any, will not be used for the Buyback.

The Company shall transfer from its free reserves and/or securities premium account a sum equal to the nominal value of the Equity Shares bought back through the Buyback to the capital redemption reserve account and details of such transfer shall be disclosed in its subsequent audited financial statement.

6. SHAREHOLDING AND OTHER DETAILS OF THE PROMOTERS, MEMBERS OF PROMOTER GROUP AND PERSON(S) IN CONTROL AND OF THE DIRECTORS OF THE COMPANY AND OF PERSON(S) WHO ARE IN CONTROL OF THE COMPANY, DIRECTORS AND KEY MANAGERIAL PERSONNEL OF THE COMPANY

6.1 The aggregate shareholding of the promoters, members of promoter group and person(s) in control as on the date of this Public Announcement:

Sl. NO.	Name of the shareholder	Category	Number of Equity Shares held	Percentage of Equity Shareholding
1	A Anshu Reddy	Promoter	3,680	0.00%
2	B V S Ratna Kumari	Promoter	15,600	0.01%
3	B Ashok Reddy	Promoter	300	0.00%
4	Venkat Rama Mohan Reddy Bodanapu	Promoter	4,02,620	0.36%
5	Bodanapu Avanti Reddy	Promoter	89,470	0.08%
6	Bodanapu Ganesh Venkat Krishna	Promoter	19,22,190	1.73%
7	Bodanapu Sri Vaisnavi	Promoter	17,93,008	1.61%
8	Sukharitha Bodanapu	Promoter	3,73,820	0.34%
9	D Nageswara Reddy	Promoter	1,72,800	0.16%
10	Carol Ann Reddy	Promoter	38,400	0.03%
Total of Promoter			48,11,888	4.33%
11	Vineyard Point Software Private Limited	Promoter Group	1,40,06,750	12.60%
12	Infocad Enterprises Private Limited	Promoter Group	70,51,660	6.35%
Total of Promoter Group			2,10,58,400	18.95%
Total (Promoter + Promoter Group)			2,58,70,288	23.28%

6.2 The aggregate shareholding of the directors of the promoters & promoter group and person(s) in control, as on the date of this Public Announcement, where the promoter is a Company:

Sl. NO.	Name of the Shareholder	Category	Number of Equity Shares held	Percentage of Equity Shareholding
1	Sudharitha Bodanapu	Director of Vineyard Point Software Private Limited	3,73,820	0.34%
2	Bodanapu Ganesh Venkat Krishna	Director of Vineyard Point Software Private Limited	19,22,190	1.73%
3	Venkat Rama Mohan Reddy Bodanapu	Director of Infocad Enterprises Private Limited	4,02,620	0.36%
4	Bodanapu Ganesh Venkat Krishna	Director of Infocad Enterprises Private Limited	19,22,190	1.73%

6.3 The aggregate shareholding of the directors and key managerial personnel of the Company as on the date of this Public Announcement:

Sl. NO.	Name of the Director/KMP/Shareholder	Category	Number of Equity Shares held	Percentage of Equity Shareholding
1	MM Murugappan	Non-Executive - Non Independent Director-Chairperson	20,000	0.02%
2	Venkat Rammohan Reddy Bodanapu	Non-Executive - Non Independent Director	4,02,620	0.36%
3	Bodanapu Ganesh Venkat Krishna	Executive Director-MD	19,22,190	1.73%
4	Sukantlal Benerjee	Executive Director-CEO	10,000	0.009%
5	Vikas Sehgal	Non-Executive - Independent Director	8,42,100	0.78%
6	Nitin Prasad	Non-Executive - Independent Director	0	0
7	Debjani Ghosh	Non-Executive - Independent Director	0	0
8	Pallavi Meera Motani	Non-Executive - Independent Director	0	0
9	Pratimadibhyanendra Rajagopalan Ramesh	Non-Executive - Independent Director	0	0
10	Sunil Ramakrishna Bhramarala	Non-Executive - Independent Director	0	0
11	Shrinivas Kulkarni	Chief Financial Officer	83,040	0.03%
12	Sudheendra Putty	Company Secretary and Compliance Officer	10,133	0.008%

6.4 The aggregate Employee Stock Options (**Options**) held by the directors and key managerial personnel of the Company as on the date of this Public Announcement:

Sl. NO.	Name	Category	Type of Incentive	Unvested	Vested but not exercised
1	Sukantlal Benerjee	Executive Director-CEO	Associate Stock Option Plan	2,69,368	66,866
2	Shrinivas Appaji Kulkarni	Chief Financial Officer	Associate Stock Option Plan	23,000	0
3	Sudheendra Putty	Company Secretary and Compliance Officer	Associate Stock Option Plan	4,350	800

Note: Associate Stock Option Plan includes ASOP 2015 and ASOP 2021

7. DETAILS OF EQUITY SHARES/ OPTIONS PURCHASED/SOLD/EXERCISED BY (i) PROMOTERS, PROMOTER GROUP AND PERSON(S) IN CONTROL; (ii) DIRECTORS OF THE PROMOTER WHERE PROMOTER IS A COMPANY AND (iii) DIRECTORS AND KEY MANAGERIAL PERSONNEL OF THE COMPANY DURING THE PERIOD FROM THE SIX MONTHS PRECEDING THE DATE OF THE BOARD MEETING AT WHICH THE BUYBACK WAS PROPOSED AND FROM THE DATE OF THE BOARD MEETING TILL THE DATE OF THIS PUBLIC ANNOUNCEMENT:

Name	Aggregate no. of Equity Shares	Nature of transaction	Maximum price per Equity Share (INR)	Date of maximum price	Minimum price per Equity Share (INR)	Date of minimum price
Bodanapu Ganesh Venkat Krishna	6,930	Buy	1,115.13	07-11-2025	1,115.13	07-11-2026
Avanti Reddy	700	Buy	1,106.8	07-11-2025	1,106.8	07-11-2026

Details of Employee Stock Options exercised by directors and key managerial personnel of the Company during the six months preceding the date of the Board Meeting at which the Buyback was proposed and from the date of Board Meeting till the date of this Public Announcement:

Name	Aggregate no. of Equity Shares	Nature of transaction	Maximum price per Equity Share (INR)	Date of maximum price	Minimum price per Equity Share (INR)	Date of minimum price
Sudheendra Putty	1000	Exercise of ASOP 2021	5	14-05-2026	5	14-05-2026
Sudheendra Putty	2071	Exercise of ASOP 2015	480	04-03-2025	480	04-03-2026

8. DISCLOSURE OF THE RELEVANT DETAILS AND THE POTENTIAL IMPACT OF SUBSISTING OBLIGATIONS

No outstanding vested ESOPs, as on the date of this Public Announcement, will be converted into Equity Shares during the Buyback Period.

9. INTENTION OF THE PROMOTERS, PROMOTER GROUP AND PERSON(S) IN CONTROL OF THE COMPANY TO TENDER SHARES OR OTHER SPECIFIED SECURITIES FOR BUYBACK INDICATING THE NUMBER OF SHARES OR OTHER SPECIFIED SECURITIES, DETAILS OF ACQUISITION WITH DATES AND PRICE:

In terms of the Buyback Regulations, under the tender offer route, the promoters, promoter group and person(s) in control have the option to participate in the Buyback. In this regard, the promoters, promoter group and person(s) in control of the Company have expressed their intention of not participating in the Buyback vide their letter(s) dated 21 and 22 April 2026. Accordingly, the disclosures as required as per paragraphs (viii) to (x) of the Schedule I of the Buyback Regulations are not applicable.

Given that the promoters, promoter group and person(s) in control have expressed their intention not to participate in the Buyback, the Equity Shares held by promoters, members of promoter group and person(s) in control shall not be considered for computing the entitlement ratio, in accordance with the proviso to Regulation 4(i)(a) of the Buyback Regulations, and to that extent, the Eligible Shareholders will have a higher Buyback Entitlement ratio.

10. NO DEFAULT

The Company confirms that it has not accepted any deposits either before or after applicability of the Act. Further, the Company confirms that there are no defaults subsisting in the redemption of debentures or interest payment thereon or redemption of preference shares or payment of dividend due to any shareholder, or repayment of any term loans or interest payable thereon to any financial institution or banking companies.

11. CONFIRMATION BY THE BOARD OF DIRECTORS OF THE COMPANY

The Board has confirmed that it has made a full enquiry into the affairs and prospects of the company and that they have formed the opinion:

- (A) That immediately following the date of the board meeting held on 23 April 2026 and the date of the members' resolution for approving the Buyback, being 10 June 2026, there will be no grounds on which the Company can be found unable to pay its debts;
- (B) That as regards the Company's prospects for the year immediately following the date of the board meeting held on 23 April 2026 as well as for the year immediately following the date of passing of the members' resolution, being 10 June 2026, and having regard to the Board's intentions with respect to the management of the Company's business during that year and to the amount and character of the financial resources, which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of the board meeting and also from the date of passing of the members' resolution, being 10 June 2026;
- (C) In forming its opinion aforesaid, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Act and the Insolvency and Bankruptcy Code, 2016, as amended.

12. REPORT BY THE COMPANY'S STATUTORY AUDITOR

The text of the Report dated 23 April 2026 received from S.R. Bhatnagar & Associates LLP, Chartered Accountants (ICAI Firm Registration Number 101049W/E300004), the Statutory Auditor of the Company, addressed to the Board of Directors of the Company is reproduced below:

Independent Auditor's Report on the proposed buy back of equity shares pursuant to the requirements of Section 68 and Section 70 of the Companies Act, 2013 and Clause (xi) of Schedule I of the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 as amended.

To,
The Board of Directors
Cyient Limited
4th Floor, "A" Wing, 11, Software Units Layout,
Infocity, Madhapur, Hyderabad – 500081.

- 1. This Report is issued in accordance with the terms of our service scope letter dated April 21, 2026 and master engagement agreement July 15, 2024 with Cyient Limited (hereinafter the "Company").
- 2. The proposal of the Company to buy back its equity shares in pursuance of the provisions of Section 68 and 70 of the Companies Act, 2013 ("the Act") and Clause (xi) of Schedule I of Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, as amended ("the SEBI Buyback Regulations") has been approved by the Board of Directors of the Company in their meeting held on April 23, 2026. The proposal for buyback is subject to the approval of the shareholders of the Company. The Company has prepared the attached "Statement of determination of the amount of permissible capital payment for proposed buyback of equity shares" (the "Statement") which we have initiated for identification purposes only.

Board of Directors Responsibility

- 3. The preparation of the Statement is the responsibility of the Board of Directors of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
- 4. The Board of Directors are responsible to make a full inquiry into the affairs and prospects of the Company and to form an opinion as specified in clause (x) of Schedule I to the SEBI Buyback Regulations on reasonable grounds and that the Company will not, having regard to its state of affairs, will not be rendered insolvent within a period of one year from that date. The Board of Directors are also responsible for ensuring that the Company complies with the requirements of the Act and SEBI Buyback Regulations.

Auditor's Responsibility

- 5. Pursuant to the requirements of the Act and SEBI Buyback Regulations, it is our responsibility to provide reasonable assurance:
- (i) Whether we have inquired into the state of affairs of the Company in relation to its audited standalone and consolidated financial statements for year ended March 31, 2026;
- (ii) Whether the amount of permissible capital payment for the proposed buyback of the equity shares as included in the Statement has been properly determined in accordance with the provisions of Section 68(2)(c) of the Act and Regulation 4(i) of the SEBI Buyback Regulations;
- (iii) Whether the Board of Directors have formed the opinion as specified in clause (X) of Schedule I to the SEBI Buyback Regulations on reasonable grounds and that the Company will not, having regard to its state of affairs, will not be rendered insolvent within a period of one year from that date;
- (iv) The audited standalone and consolidated financial statements, referred to in paragraph 5(i) above, have been audited by us on which we issued an unmodified audit opinion vide our reports dated April 23, 2026. Our audits of these financial statements were conducted in accordance with the Standards on Auditing, as specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.
- 7. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
- 8. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
- 9. Our scope of work did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial results of the Company taken as a whole. We have not performed an audit, the objective of which would be the expression of an opinion on the financial results, specified elements, accounts or items thereof, for the purpose of this report. Accordingly, we do not express such opinion.
- 10. A reasonable assurance engagement involves performing procedures to obtain sufficient appropriate evidence on the applicable criteria mentioned in paragraph 5 above. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated with the applicable criteria. Our procedures included the following in relation to the Statement:
- (i) We have inquired into the state of affairs of the Company in relation to its audited standalone and consolidated financial statements for the year ended March 31, 2026. We have obtained and read the audited standalone and consolidated financial statements for the year ended March 31, 2026 including the unmodified audit opinions dated April 23, 2026;
- (ii) Read the Articles of Association of the Company and noted the permissibility of buyback;
- (iii) Traced the amounts of Paid-up equity share capital, retained earnings, securities premium, treasury shares and other reserves as mentioned in Statement from the audited standalone and consolidated financial statements for the year ended March 31, 2026;
- (iv) Obtained from Company Secretary a certified copy of the minutes of the meeting of the Board of Directors in which the proposed Buyback was approved and compared the Buyback amount with the permissible limit computed in accordance with section 68(2)(c) of the Act and Regulation 4(i) of the SEBI Buyback Regulations detailed in the Statement;

- (v) Obtained from Company Secretary a certified copy of the minutes of the meeting of the Board of Directors in which the proposed Buyback was approved and read the Board had formed the opinion as specified in SEBI Buyback Regulations on reasonable grounds that the Company will not, having regard to the state of affairs be rendered insolvent within a period of one year from that date.
- (vi) Obtained necessary representations from the management of the Company.

Opinion

- 11. Based on our examination as above, and the information and explanations given to us, we report that:
 - (i) We have inquired into the state of affairs of the Company in relation to its audited standalone and consolidated financial statements for year ended March 31, 2026;
 - (ii) The amount of permissible capital payment for proposed buyback of the equity shares as included in the Statement has been properly determined in accordance with the provisions of Section 68(2)(c) of the Act and Regulation 4(i) of the SEBI Buyback Regulations;
 - (iii) The Board of Directors of the Company in their meeting held on April 23, 2026, have formed the opinion as specified in clause (x) of Schedule I of the SEBI Buyback Regulations on reasonable grounds and that the Company will not, having regard to its state of affairs, will not be rendered insolvent within a period of one year from that date.

Restriction on Use

12. The Report is addressed to and provided to the Board of Directors of the Company pursuant to the requirements of Section 68 and Section 70 of the Act read with Clause (xi) of Schedule I of SEBI Buyback Regulations, solely to enable them to include it (a) in the explanatory statement to be included in the postal ballot notice to be circulated to the shareholders, (b) in the public announcement to be made to the Shareholders of the Company, (c) in the letter of offer to be filed with the Securities and Exchange Board of India, the stock exchanges, the Registrar of Companies the National Securities Depository Limited and the Central Depository Securities (India) Limited, and (d) for providing to the Merchant Bankers (the "Managers") in connection with the proposed buyback of equity shares of the Company for onward submission to relevant authorities in pursuance to the provisions of Sections 68 and other applicable provisions of the Act and the SEBI Buyback Regulations, and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

For S.R. Bhatnagar & Associates LLP
Chartered Accountants
ICAI Firm Registration Number:
101049W/E300004

per Mitesh K Parikh
Partner
Membership Number: 225333
UDIN: 26225333LHSOLX1707

ANNEXURE A

Statement of the amount of permissible capital payment for proposed buyback of equity shares ("the Statement") in accordance with Section 68 (2) of the Companies Act, 2013, as amended and Regulation 4(i) of the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, as amended (the "SEBI Buyback Regulations"), based on the audited standalone financial statements and audited consolidated financial statements as at March 31, 2026:

Particulars	FY2025-26	
	Standalone	Consolidated
Paid up equity share capital (111,126,186 as at March 31, 2026) equity shares of Rs. 5/- each		
Free Reserves*	556	556
Security Premium (A)	2,837	2,837
Treasury Shares (B)	(575)	(575)
General Reserve (C)	5,338	5,204
Retained Earnings (D)	27,290	32,422
Other reserves (E)	-	10,673
Total Free Reserves (A+B+C+D+E)	34,890	50,561
Total Paid up Equity Capital and Free Reserves	35,446	51,117
Maximum amount permissible for buy back under Sec 68 of Companies Act, 2013 (25% of paid up share capital and free reserves)(Not Lower of Standalone & Consolidated) (25% of paid up share capital and free reserves)		8,862
(Note: Lower of Standalone & Consolidated)		
Maximum amount permissible by board resolution (10% of paid up share capital and free reserves)		3,545
Maximum amount permitted by board through resolution		7,200

- # The amounts have been extracted from the audited standalone and consolidated financial statements of the Company as at and for the year ended March 31, 2026.
- * Free reserves are as per sub clause 43 of Section 2 and explanation II to Section 68 of the Companies Act, 2013, as amended.

For and on behalf of the Board of Directors of
Cyient Limited
CIN No.: L72200TG1991PLC013134

Krishna Bodanapu
Executive Vice Chairman and Managing Director
(DIN - 00605187)

13. PRIOR APPROVAL FROM THE LENDERS

The Company does not have any outstanding debt from lenders, except for certain working capital loans and accordingly, the Company has obtained waivers/consents from such lenders wherever applicable in terms of the loan covenants in accordance with Regulation 5(i)(c) read with Schedule I (xii) of the Buyback Regulations.

14. CONFIRMATIONS FROM THE COMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE ACT

- (i) All the Equity Shares for Buyback are fully paid-up;
- (ii) Subject to applicable law, the Company shall not issue any shares or other specified securities including by way of bonus issue till the expiry of the Buyback Period, except in discharge of subsisting obligations through stock option schemes;
- (iii) In accordance with Section 68(B) of the Act read with the Buyback Regulations, as amended, the Company shall not raise further capital for one year from the expiry of the Buyback Period, except to discharge existing obligations. This includes any issuance of the same class of shares or other securities, including allotment of new shares or other specified securities under Section 62(1)(a) of the Act, except as bonus shares or to meet subsisting obligations such as stock option schemes;
- (iv) The Company shall not Buyback locked-in Equity Shares and non-transferable Equity Shares till the pendency of the lock-in or till the Equity Shares become transferable;
- (v) The Company shall not Buyback its Equity Shares from any person through regulated deal whether on or off the stock exchanges or through spot transactions or through any private arrangement in the implementation of the Buyback;
- (vi) There are no defaults subsisting in the repayment of deposits, interest payment thereon, redemption of debentures or interest thereon or redemption of preference shares or payment of dividend or repayment of any term loans or interest payable thereon to any financial institution or banking company, as the case may be;
- (vii) That the Company has been in compliance with Sections 92, 123, 127 and 129 of the Act;
- (viii) That funds borrowed from Banks and Financial Institutions will not be used for the Buyback;
- (ix) The aggregate amount of the Buyback i.e. INR 720,00,00,000 (Indian Rupees Seven Hundred Twenty Crores) does not exceed 25% of the total paid-up capital and free reserves of the Company as per the audited standalone and the consolidated financial statements of the Company as on 31 March 2026;
- (x) The number of Equity Shares proposed to be purchased under the Buyback i.e. 64,00,000 (Sixty four lakhs) does not exceed 25% of the total number of Equity Shares in the existing paid-up equity share capital as on 31 March 2026;
- (xi) The Company shall not make any offer of Buyback within a period of one year reckoned from the date of expiry of the Buyback Period, pursuant to applicable laws;
- (xii) The Buyback will not be in contravention of Regulation 4(vii) of Buyback Regulations, i.e. the Company has not made the offer of Buyback within a period of one year reckoned from the date of expiry of the Buyback period of the preceding offer of Buyback;
- (xiii) There is no pendency of any scheme of amalgamation or compromise or arrangement pursuant to the provisions of the Act, as on date;
- (xiv) The Company shall earmark and make arrangements for adequate sources of funds for the purpose of the Buyback in accordance with the Buyback Regulations;
- (xv) The Company will not directly or indirectly purchase its own Equity Shares or other specified securities:
 - a. Through any subsidiary company including its own subsidiary companies; or
 - b. Through any investment company or group of investment companies.

- (xvi) Consideration of the Equity Shares bought back by the Company will be paid only by way of cash;
- (xvii) The Buyback will not result in delisting of the Equity Shares from Indian Stock Exchanges;
- (xviii) As on date, the ratio of the aggregate of secured and unsecured debts owed by the Company is not and shall not be more than twice the paid-up share capital and free reserves based on lower of the audited standalone or consolidated financial statements of the Company as on 31 March 2026;
- (xix) The Buyback would be subject to the condition of maintaining minimum public shareholding requirements as specified in Regulation 38 of the LODR Regulations;
- (xx) The Buyback offer shall not be withdrawn once the public announcement is made;
- (xxi) In terms of Regulation 24(i)(e) of the Buyback Regulations, the promoters, members of promoter group and person(s) in control, and their associates shall not deal in the Equity Shares of the Company either through the stock exchanges or off-market transactions (including inter-se transfer of Equity Shares among the promoters, members of promoter group and person(s) in control) from the date of passing of the Board Resolution till the date of closing of the Buyback offer;
- (xxii) The Company shall transfer from its free reserves or securities premium account and/ or such sources as may be permitted by law, a sum equal to the nominal value of the Equity Shares purchased through the Buyback to the capital redemption reserve account and the details of such transfer shall be disclosed in its subsequent audited financial statements;
- (xxiii) The Company shall ensure consequent reduction of its share capital post Buyback and the Equity Shares bought back by the Company will be extinguished and physically destroyed (if applicable) in the manner prescribed under the Buyback Regulations and the Act within the specified timelines;
- (xxiv) The Company does not have any outstanding debt from lenders, except for certain working capital loans and accordingly, the Company has obtained waivers/consent from such lenders wherever applicable in terms of the loan covenants in accordance with Regulation 5(i)(c) read with Schedule I (xii) of the Buyback Regulations;
- (xxv) No promoter or promoter group shareholder or person(s) in control will breach the limits prescribed under Regulation 3 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 requiring a trigger of the open offer;
- (xxvi) The statements contained in all the relevant documents in relation to the Buyback shall be true, material and factual and shall not contain any mis-statements or misleading information; and
- (xxvii) The letter of offer with the tender form shall be dispatched to Eligible Shareholders within 2 (two) working days from the Record Date.

15. METHOD OF SETTLEMENT

- Upon finalization of the basis of acceptance as per the Buyback Regulations:
 - 15.1 The settlement of trade(s) shall be carried out in the manner similar to settlement of trade(s) in the secondary market.
 - 15.2 The Company will transfer the consideration pertaining to the Buyback (net of tax deducted at source, as applicable) to the Clearing Corporation's bank account through the Company's Broker as per the secondary market mechanism, as per the prescribed schedule. For demat Equity Shares accepted under the Buyback, the Clearing Corporation will make direct funds pay-out to the respective Eligible Shareholders' bank account linked to its demat account. If bank account details of any Eligible Shareholder holding Equity Shares in dematerialized form are not available or if the fund transfer instruction is rejected by the RBI or relevant bank, due to any reasons, then the amount payable to the Eligible Shareholders will be transferred to the concerned Stock Brokers' account for onward transfer to such Eligible Shareholder holding Equity Shares in dematerialized form.
 - 15.3 In case of certain client types viz. NRI, foreign clients etc. (where there are specific RBI and other regulatory requirements pertaining to funds pay-out) who do not opt to settle through custodians, the funds pay-out would be given to their respective Stock Broker's settlement accounts for releasing the same to the respective Eligible Shareholder's account. For this purpose, the client type details would be collected from the Depositories, whereas funds payout pertaining to the bids settled through custodians will be transferred to the settlement bank account of the custodian, each in accordance with the applicable mechanism prescribed by BSE and the Clearing Corporation from time to time.
 - 15.4 For the Eligible Shareholders holding Equity Shares in physical form, the funds pay-out would be given to their respective Stock Broker's settlement accounts for releasing the same to the respective Eligible Shareholder's account.
 - 15.5 Details in respect of shareholder's entitlement for Tender Offer process will be provided to the Clearing Corporation by the Company or Registrar to the Buyback. On receipt of the same, Clearing Corporation will cancel the excess or unaccepted blocked shares in the demat account of the shareholder. On settlement date, all blocked shares mentioned in the accepted bid will be transferred to the Clearing Corporation.
 - 15.6 In the case of Inter depository, Clearing Corporation will cancel the excess or unaccepted shares in target depository. Source depository will not be able to release the lien without a release of IDT message from target depository. Further, release of IDT message shall be sent by target depository either based on cancellation request received from Clearing Corporation or automatically generated after matching with bid accepted detail as received from the Company or the Registrar to the Buyback. Post receiving the IDT message from target depository, source depository will cancel/ release excess or unaccepted block shares in the demat account of the shareholder. Post completion of the Tendering Period and receiving the requisite details viz. demat account details and accepted bid quantity, source depository shall debit the securities as per the communication/message received from target depository to the extent of accepted bid shares from shareholder's demat account and credit it to Clearing Corporation settlement account in target depository on settlement date.
 - 15.7 The Equity Shares bought back in the dematerialized form would be transferred directly to the demat account of the Company opened for the Buyback (Company Demat Account) provided it is indicated by the Company's Broker or it will be transferred by the Company's Broker to the Company Demat Account on receipt of the Equity Shares from the clearing and settlement mechanism of the BSE.
 - 15.8 In relation to the physical Equity Shares:
 - (i) If physical Equity Shares tendered by Eligible Shareholders are not accepted, the share certificate would be returned to such Eligible Shareholders by registered post or by ordinary post or courier at the Eligible Shareholders' sole risk. The Company also encourages Eligible Shareholders holding physical shares to dematerialize their physical shares.
 - (ii) In relation to the Equity Shares held in the physical form, the Registrar / Company shall verify and process the service requests and thereafter issue securities to the securities holder/claimant in dematerialized form, directly in the demat account of the securities holder/claimant, within 30 days of its receipt of such request after removing objections, if any. After verifying and processing the request, the Registrar/ Company shall initiate the demat conversion request in the depository system for direct credit of securities in the demat account of the security holder/claimant. Post confirmation of the demat conversion request, the Depositories/ Registrar/ Company shall send an intimation to the security holder/claimant regarding successful dematerialization of the securities. The RTA shall retain the physical securities as per the existing procedure and deface the certificate with a stamp "Securities issued in dematerialized form" on the face/ reverse of the certificate, subsequent to processing of service request.
 - 15.9 The Stock Broker would issue contract note for the Equity Shares accepted under the Buyback. The Company's Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback.
 - 15.10 Equity Shareholders who intend to participate in the Buyback should consult their respective stock broker for payment to them of any cost, applicable taxes, charges and expenses (including brokerage) that may be levied by the Stock Broker upon the selling Eligible Shareholder for tendering Equity Shares in the Buyback (secondary market transaction). The Manager to the Buyback and the Company accept no responsibility to bear or pay any additional cost, applicable taxes, charges and expenses (including brokerage) levied by the stock broker, and such costs will be incurred solely by the Eligible Shareholders.
 - 15.11 The Equity Shares lying to the credit of the Company Demat Account and the Equity Shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the Buyback Regulations.
- 16. RECORD DATE, OFFER PERIOD AND SHAREHOLDER ENTITLEMENT**
 - 16.1 As required under the Buyback Regulations, the Company has fixed Wednesday, 17 June 2026 as the Record Date for the purpose of determining the entitlement and the names of the equity shareholders, who are eligible to participate in the Buyback. The tender period for the Buyback offer will commence from Tuesday, 23 June 2026, i.e., not later than 4 (four) working days from the Record Date and shall remain open for a period of 5 (five) working days, until i.e. Tuesday, 30 June 2026 (Tendering Period).
 - 16.2 As per the Buyback Regulations and such other circulars or notifications, as may be applicable, in due course, Eligible Shareholders will receive a letter of offer in relation to the Buyback (Letter of Offer) along with a tender offer form indicating the entitlement of the Eligible Shareholder for participating in the Buyback. Even if the Eligible Shareholder does not receive the Letter of Offer along with a tender form, the Eligible Shareholder may participate and tender shares in the Buyback.
 - 16.3 All of the equity shareholders of the Company (excluding promoter, promoter group and person(s) in control) as on Record Date will be eligible to participate in the Buyback.
 - 16.4 As required under the Buyback Regulations, the dispatch of the Letter of Offer shall be through electronic mode in accordance with the provisions of the Act, within 2 (two) working days from the Record Date and if any Eligible Shareholder has not registered an email address with the Depositories, or in the case of receipt of a

request from any Eligible Shareholder to receive a copy of the Letter of Offer in physical form, a physical form shall be couriered to such shareholder's registered postal address as available with the Company.

16.6 The Equity Shares proposed to be bought back by the Company shall be divided into the following 2 (two) categories and the entitlement of a shareholder in each category will be calculated. The categories are: (i) reserved category for Small Shareholders and (ii) the general category for all other Eligible Shareholders.

16.6 As defined in Regulation 2(v)(n) of the Buyback Regulations, a "Small Shareholder" is a shareholder who holds Equity Shares having market value on the basis of closing price of shares on the stock exchanges, on which the highest trading volume in respect of the Equity Shares as on the Record Date was recorded, of not more than INR 2,00,000/- (Rupees Two Lakhs Only).

16.7 In accordance with proviso to Regulation 6 of the Buyback Regulations, 15% of the number of Equity Shares which the Company proposes to buyback or the number of Equity Shares entitled as per the shareholding of Small Shareholders as on the Record Date, whichever is higher, shall be reserved for the Small Shareholders as per this Buyback.

16.8 Based on the holding on the Record Date, the Company will determine the entitlement of each Eligible Shareholder to tender their shares in the Buyback. This entitlement for each Eligible Shareholder will be calculated based on the number of Equity Shares held by the respective shareholder as on the Record Date and the ratio of the Buyback applicable in the category to which such shareholder belongs (**Buyback Entitlement**). The Company believes that this reservation for small shareholders would benefit a large number of the Company's public shareholders, who would be classified as "Small Shareholders". Given that the promoters, members of the promoter group and person(s) in control of the Company have expressed their intention not to participate in the Buyback, the Equity Shares held by promoters, members of promoter group and person(s) in control shall not be considered for computing the entitlement ratio, in accordance with the proviso to Regulation 4(v)(a) of the Buyback Regulations, and to that extent, the Eligible Shareholders will have a higher Buyback Entitlement ratio.

16.9 In accordance with Regulation 9(x) of the Buyback Regulations, to ensure that the same Eligible Shareholders will not have multiple demat accounts/files (or not receive a higher entitlement under the Small Shareholder category, the Company will club together the Equity Shares held by such shareholders with a common PAN for determining the category (Small Shareholder or General) and entitlement under the Buyback. In case of joint shareholding, the Company will club together the Equity Shares held in cases where the sequence of the PANs of the joint shareholders is identical and where the PANs of all joint shareholders are not available, the Company will check the sequence of the names of the joint holders and club together the Equity Shares held in such cases where the name of joint shareholders are identical. In case of physical shareholders, where the sequence of PANs is identical and where the PANs of all joint shareholders are not available, the Registrar to the Buyback will check the sequence of the names of the joint holders and club together the Equity Shares held in such cases where the sequence of the PANs and name of joint shareholders are identical. The shareholding of institutional investors like mutual funds, pension funds/trusts and insurance companies etc., with common PAN will not be clubbed together for determining the category and will be considered separately, where these Equity Shares are held for different schemes and have a different demat account nomenclature based on information prepared by the Registrar and Transfer Agent as per the shareholder records received from the Depositories. Further, the Equity Shares held under the category of "clearing members" or "corporate body margin account" or "corporate body -broker" as per the beneficial position data as on the Record Date, with common PAN, are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are assumed to be held on behalf of clients.

16.10 After accepting the Equity Shares tendered on the basis of entitlement, the Equity Shares left to be bought back, if any, in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in the offer by Eligible Shareholders in that category, and thereafter from Eligible Shareholders who have tendered over and above their entitlement in the other category.

16.11 Eligible Shareholders' participation in the Buyback is voluntary. Eligible Shareholders may choose to participate, in part or in full, and receive cash in lieu of the Equity Shares accepted under the Buyback, or they may choose not to participate and enjoy a resultant increase in their percentage shareholding, after the completion of the Buyback, without any additional investment. Eligible Shareholders may also tender a part of their Buyback Entitlement. Eligible Shareholders also have the option of tendering Additional Equity Shares (i.e. Equity Shares over and above their Buyback Entitlement) and participate in the shortfall created due to non-participation of some other Eligible Shareholders, if any. The acceptance of any Equity Shares tendered in excess of the Buyback Entitlement by the Eligible Shareholder shall be in terms of procedure outlined herein. In case any Eligible Shareholder or any person claiming to be an Eligible Shareholder cannot participate in the Buyback Offer for any reason, the Company, the Manager and Registrar to the Buyback and their officers shall not be liable in any manner for such non-participation.

16.12 The maximum tender under the Buyback by an Eligible Shareholder cannot exceed the number of Equity Shares held by such Eligible Shareholder as on the Record Date. In case the Eligible Shareholder holds Equity Shares through multiple demat accounts, the tender through a demat account cannot exceed the number of Equity Shares held in that demat account as on the Record Date.

16.13 The Equity Shares tendered as per the entitlement by Eligible Shareholders as well as additional Equity Shares tendered, if any, will be accepted as per the procedure laid down in the Buyback Regulations. The settlement of the tenders under the Buyback will be done using the "Mechanism for acquisition of shares through Stock Exchange pursuant to Tender-Offers under Takeovers, Buy Back and Delisting" notified under the SEBI Circulars. Eligible Shareholders will receive a Letter of Offer along with a tender/offer form indicating their respective entitlement for participating in the Buyback.

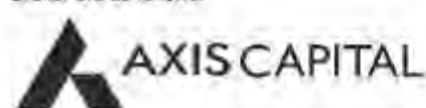
16.14 Detailed instructions for participation in the Buyback (tender of Equity Shares in the Buyback) as well as the relevant time table will be included in the Letter of Offer which, along with the tender offer form, will be sent in due course to the Eligible Shareholders. However, if any Eligible Shareholder in the U.S. has not registered an email address with the Depositories, or on receipt of a request by Registrar to the Buyback and Manager to the Buyback, to receive a copy of Letter of Offer in physical form from such Eligible Shareholder (to whom Letter of Offer and tender form were emailed), a physical form shall be couriered to such shareholder's registered postal address as available with the Company.

17. PROCESS AND METHODOLOGY TO BE ADOPTED FOR BUYBACK

17.1 The Buyback is open to all Eligible Shareholders and beneficial owners of the Company, excluding promoters, promoter group and person(s) in control, holding Equity Shares either in physical or electronic form, as on the Record Date.

17.2 The Buyback shall be on a proportionate basis (subject to the reservation for Small Shareholders in accordance with the Buyback Regulations) through the "Tender Offer" route, as prescribed under the Buyback Regulations, to the extent permissible, and the "Mechanism for acquisition of shares through Stock Exchanges pursuant to Tender-Offers under Takeovers, Buyback and Delisting" as prescribed under the SEBI Circulars. The Buyback will be implemented in accordance with the Act read with the rules framed thereunder, the Buyback Regulations and on such terms and conditions as may be deemed fit by the Company.

17.3 For implementation of the Buyback, the Company has appointed Axis Capital Limited as the registered broker to the Company (the **Company's Broker**) to facilitate the process of tendering of Equity Shares through the stock exchange mechanism for the Buyback and through whom the purchases and settlements on account of the Buyback would be made by the Company. The contact details of the Company's Broker are as follows:



Name	AXIS CAPITAL LIMITED
Address	1st Floor, Axis House, P. B. Marg, Worli, Mumbai - 400 025
Tel	+91 22 4325 5517
Fax	+91 22 4325 3000
Contact Person	Anika Gale
Email	cyient.buyback@axiscap.in
Website	www.axiscapital.co.in
SEBI Registration No.	INZ000189931

17.4 The Company shall request BSE to provide a separate acquisition window (**Acquisition Window**) to facilitate placing of sell orders by Eligible Shareholders who wish to tender their Equity Shares in the Buyback. For the purposes of this Buyback, the Company has appointed BSE as the Designated Stock Exchange. The details of the Acquisition Window will be specified by BSE from time to time.

17.5 During the Tendering Period, the order for selling the Equity Shares shall be placed by the Eligible Shareholders through their respective stock brokers (Stock Broker(s)) during normal trading hours of the secondary market. The Stock Brokers may enter orders for Equity Shares held in dematerialized form as well as physical form.

17.6 In the event the Stock Broker of any Eligible Shareholder is not registered with BSE as a trading member / stock broker, then that Eligible Shareholder can approach any BSE registered stock broker and can register himself by using quick unique client code (UCC) facility through the registered stock broker (after submitting all details as may be required by such registered stock broker in compliance with applicable law). In case the Eligible Shareholder is unable to register himself by using quick UCC facility through any other registered stock broker, then that Eligible Shareholder may approach the Company's Broker to place their bids, subject to completion of 'Know your customer' requirements as required by the Company's Broker.

17.7 The Buyback Regulations do not restrict Eligible Shareholders from placing multiple bids and modifying bids, therefore, modification/cancellation of orders and multiple bids from a single Eligible Shareholder will only be allowed during the Tendering Period. Multiple bids made by a single Eligible Shareholder for selling Equity Shares shall be clubbed and considered as "one bid" for the purposes of Acceptance. Eligible Shareholders are requested to consult their respective Stock Brokers regarding the same.

17.8 The cumulative quantity tendered shall be made available on BSE websites at www.bseindia.com throughout the Tendering Period, and will be updated at specific intervals during the Tendering Period.

17.9 The Company will not accept any Equity Shares offered in the Buyback which are under any restraint order of a court/ any competent authority for transfer/sale of such Equity Shares and/ or title in respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and the duplicate share certificates have not been issued either due to such request being under process as per the provisions of law or otherwise. In accordance with Regulation 24(v) of the Buyback Regulations, the Company shall not buyback locked-in Equity Shares and non-transferable Equity Shares until the pendency of the lock-in or until such Equity Shares become transferable. The Company shall also not accept the Equity Shares offered for Buyback where the title to such Equity Shares is under dispute or otherwise not clear.

17.10 The reporting requirements for Non-Resident Shareholders under FEMA and any other rules, regulations, guidelines by the RBI, for remittance of funds, shall be made by the Eligible Shareholders and/ or the Stock Brokers through which the Eligible Shareholder places the order/bid.

17.11 Procedure to be followed by Eligible Shareholders holding Equity Shares in dematerialized form:

(i) Eligible Shareholders who desire to tender their Equity Shares in the electronic form under the Buyback would have to do so through their respective Stock Broker(s) by indicating to such Stock Broker(s) the details of Equity Shares they intend to tender under the Buyback.

(ii) The Stock Broker(s) would be required to place an order/bid on behalf of the Eligible Shareholder(s) who wish to tender Equity Shares in the Buyback using the Acquisition Window of BSE.

(iii) The lien shall be marked in the demat account of the Eligible Shareholder for the shares tendered in Tender Offer. Details of shares marked as lien in the demat account of the Eligible Shareholder shall be provided by the National Securities Depository Limited and the Central Depository Services Limited (**Depositories**) to Clearing Corporation i.e. Indian Clearing Corporation Limited (**Clearing Corporation**).

(iv) The details of the settlement number under which the lien will be marked on the Equity Shares tendered for the Buyback will be provided in a separate circular to be issued by BSE or the Clearing Corporation.

(v) In case, the shareholders demat account is held with one depository and clearing member pool and Clearing Corporation account is held with other depository, shares shall be blocked in the shareholders demat account at source depository during the Tendering Period. Inter depository tender offer ("IDT") instructions shall be initiated by the Eligible Shareholders at source depository to clearing member/ Clearing Corporation account at target depository. Source depository shall block the shareholder's securities (i.e. transfers from free balance to blocked balance) and send IDT message to target depository for confirming creation of lien. Details of shares blocked in the shareholders demat account shall be provided by the target depository to the Clearing Corporation.

(vi) For custodian participant orders for demat Equity Shares, early pay-in is mandatory prior to confirmation of order by custodian. The custodian shall either confirm or reject the orders not later than the time provided by the BSE on the last day of the Tendering Period (**Buyback Window Closing Date**). Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, order modification by the concerned stock broker(s) shall revoke the custodian confirmation and the revised order shall be sent to the custodian again for confirmation.

(vii) Upon placing the bid, the stock broker(s) shall provide a Transaction Registration Slip (TRS) generated by the exchange bidding system to the Eligible Shareholder. The TRS will contain the details of order submitted such as Bid ID No., Application No., DP ID, Client ID, number of Equity Shares tendered etc. In case of non-receipt of the completed tender form and other documents, but lien marked on Equity Shares and a valid bid in the exchange bidding system, the bid by such Eligible Shareholder shall be deemed to have been accepted.

(viii) Eligible Shareholders shall also provide all relevant documents, which are necessary to ensure transferability of the Equity Shares in respect of the tender form to be sent. Such documents may include (but not be limited to):

- Duly attested power of attorney, if any person other than the Eligible Shareholder has signed the tender form;
- Duly attested death certificate and succession certificate/ legal heirship certificate, in case any Eligible Shareholder has expired; and
- In case of companies, the necessary certified corporate authorizations (including board and/ or general meeting resolutions).

(ix) It is clarified that in case of demat Equity Shares, submission of tender form and TRS is not required. After the receipt of the demat Equity Shares by the Clearing Corporation and a valid bid in the exchange bidding system, the Buyback shall be deemed to have been accepted, for Eligible Shareholders holding Equity Shares in demat form.

(x) Eligible Shareholders who have tendered their Demat Shares in the Buyback may deliver the Tender Form duly signed (by all Eligible Shareholders in case Demat Shares are in joint names) in the same order in which they hold the Equity Shares, along with TRS generated by the stock exchange bidding system upon placing of a bid, either by speed post or courier or hand delivery to the Registrar to the Buyback at the address mentioned on the cover page of the Letter of Offer, so that the same are received on or before the Buyback Closing Date i.e. Tuesday, 30 June 2026 (by 5:00 p.m.). The envelope should be super scribed as "Cyient Limited - Buyback Offer 2026". In the event of non-receipt of the completed Tender Form and other documents, but receipt of Equity Shares in the special account of the Clearing Corporation and a valid bid in the stock exchange bidding system, the Buyback shall be deemed to have been accepted for such shareholders holding Demat Shares.

(xi) The Eligible Shareholders will have to ensure that they keep the DP account active and unblocked to receive credit in case of return of Equity Shares due to rejection or due to prorated Buyback decided by the Company. Further, Eligible Shareholders will have to ensure that they keep the bank account attached with the DP account active and updated to receive credit remittance due to acceptance of Buyback of shares by the Company. In the event if any Equity Shares are tendered to Clearing Corporation, excess dematerialized Equity Shares or unaccepted dematerialized Equity Shares, if any, tendered by the Eligible Shareholders would be returned to them by Clearing Corporation. If the security transfer instruction is rejected in the depository system, due to any issue then such securities will be transferred to the shareholder broker's depository pool account for onward transfer to the Eligible Shareholder. In case of custodian participant orders, excess dematerialized shares or unaccepted dematerialized shares, if any, will be returned to the respective custodian depository pool account.

17.12 Procedure to be followed by the Eligible Shareholders holding Equity Shares in physical form:

In accordance with SEBI Circular No. SEBI/HO/CFD/CMD/IC/RP/2020/144 dated July 31, 2020, Eligible Shareholders holding Equity Shares in physical form can participate in the Buyback. Nevertheless, Eligible Shareholders holding Equity Shares in physical form are urged to have their Equity Shares dematerialized so as to be able to freely transfer them and participate in corporate actions in a convenient and effective manner. The procedure is as below:

(i) Eligible Shareholders who are holding physical Equity Shares and intend to participate in the Buyback will be required to approach their respective Stock Brokers along with the complete set of documents for verification procedures to be carried out including (i) the Tender Form duly signed by all Eligible Shareholders (in case shares are in joint names, in the same order in which they hold the shares), (ii) original share certificate(s), (iii) valid share transfer form(s) duly filled and signed by the transferors (i.e. by all registered Eligible Shareholders in same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favour of the Company, (iv) duly filled Form ISR-4 by all registered Eligible Shareholders in same order and as per the specimen signatures registered with the Company, (v) latest Client Master List ("CML") of the demat account, not older than two months and duly attested by the Depository Participant ("DP") and duly filled in demat conversion request form ("DCRF") along with the service request to process transfer of balance unaccepted shares (iv) self-attested copy of the Eligible Shareholder's PAN Card, and (v) any other relevant documents such as power of attorney, corporate authorization (including board resolution/ specimen signature), notarised copy of death certificate and succession certificate or probated will, if the original shareholder has deceased, etc., as applicable. In addition, if the address of an Eligible Shareholder has undergone a change from the address registered in the Register of Members of the Company, the Eligible Shareholder would be required to submit a self-attested copy of address proof consisting of any one of the following documents: valid Aadhaar Card, Voter Identity Card or Passport.

(ii) Based on the aforesaid documents, the concerned Stock Broker shall place the bid on behalf of Eligible Shareholders holding Equity Shares in physical form and intending to tender Equity Shares in the Buyback using the Acquisition Window of BSE. Upon placing the bid, the Stock Broker shall provide a TRS generated by the exchange bidding system to the Eligible Shareholder. The TRS will contain the details of order submitted like folio number, Equity Share certificate number, distinctive number, number of Equity Shares tendered, etc.

(iii) The Stock Broker / Eligible Shareholder who places a bid for physical Equity Shares is required to deliver the original Equity Share certificate(s) and documents (as mentioned above) along with TRS generated by stock exchange bidding system upon placing of bid, either by speed post or courier or hand delivery to Registrar to the Buyback at its office provided in Paragraph 19 below, within 2 (two) days of bidding by stock broker. However, in case the bids are placed by the Stock Broker during the last two days of the Tendering Period, the Stock Broker/Eligible Shareholder should ensure that documents reach the Registrar on or before the Buyback Window Closing Date. The envelope should be super scribed as Cyient Limited - Buyback Offer 2026. One copy of the TRS will be retained by Registrar to the Buyback and it will provide acknowledgement of the same to the Stock Broker / Eligible Shareholder.

(iv) Eligible Shareholders holding physical Equity Shares should note that physical Equity Shares will not be accepted unless the complete set of documents is submitted. Acceptance of the physical Equity Shares for Buyback by the Company shall be subject to verification as per the Buyback Regulations, and any further directions issued in this regard. The Registrar to the Buyback will verify such bids based on the documents submitted on a daily basis and till such time BSE shall display such bids as 'unconfirmed physical bids'. Once the Registrar to the Buyback confirms the bids it will be treated as 'Confirmed Bids'.

(v) In case any Eligible Shareholder has submitted Equity Shares in physical form for dematerialization, such Equity Shareholders should ensure that the process of getting the Equity Shares dematerialized is completed well in time so that they can participate in the Buyback before Buyback Window Closing Date.

(vi) An unregistered shareholder holding physical shares may also tender his shares for Buyback by submitting the duly executed transfer deed for transfer of shares, purchased prior to Record Date, in his name, along with the offer form, copy of his PAN card and of the person from whom he has purchased shares and other relevant documents as required for transfer, if any. In the tendering process, the seller broker may also process the orders received from the Eligible Shareholders.

(vii) Even if the Eligible Shareholder does not receive the Letter of Offer along with tender form, the Eligible Shareholder may participate and tender their Equity Shares in the Buyback.

17.13 For Equity Shares held by Eligible Shareholders, being Non-Resident Shareholders of Equity Shares

(i) While tendering their Equity Shares under the Buyback, all Eligible Shareholders being Non-Resident Shareholders (including FIIs) shall provide relevant confirmations/ declarations duly filled in and signed (by all shareholders in case the Equity Shares are held in joint names) Tender Forms (including a copy of the permission received from RBI wherever applicable). In the event relevant confirmations / declarations are not provided in the Tender Forms or there is ambiguity in the information provided, the Company reserves the right to reject such Tender Forms.

(ii) In case the Equity Shares are held on repatriation basis, the Non-Resident Eligible Shareholder shall obtain and enclose a letter from its authorized dealer/bank confirming that at the time of acquiring the said Equity Shares, payment for the same was made by the non-resident Eligible Shareholder from the appropriate account (e.g. NRE a/c) as specified by RBI in its approval. In case the Non-Resident Eligible Shareholder is not in a position to produce the said certificate, the Equity Shares would be deemed to have been acquired on non-repatriation basis and in that case the Non-Resident Eligible Shareholder shall submit a consent letter addressed to the Company allowing the Company to make the payment on a non-repatriation basis in respect of the valid Equity Shares Accepted under the Buyback.

(iii) Eligible Shareholders who are FIIs/FPIs should also enclose a copy of their SEBI registration certificate.

(iv) Eligible Shareholders, being Non-Resident Shareholders shall complete all relevant regulatory/statutory filings and compliances under applicable law, including Foreign Exchange and Management Act, 1999 and applicable regulations made thereunder. If any of the above stated documents, as applicable, are not enclosed along with the Tender Form, the Equity Shares tendered under the Buyback are liable to be rejected.

18. COMPLIANCE OFFICER

The details of the Compliance Officer are set out below:

Name	Sudheendhra Putty
Designation	Company Secretary and Compliance Officer
Address	4 th Floor, A wing, 11, Software Units Layout, Madhapur, Hyderabad - 500 081
Tel	+91 40 6764 1322
Email	Companysecretary@cyient.com
Website	www.cyient.com

Eligible Shareholders may contact the Compliance Officer for any clarification or to address their grievances, if any, during 10:00 a.m. to 5:00 p.m. on any day except Saturday, Sunday and public holidays.

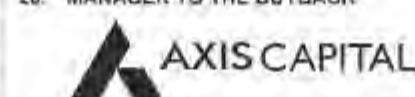
19. INVESTOR SERVICE CENTRE AND REGISTRAR TO THE BUYBACK

In case of any query, the shareholders may also contact KFin Technologies Limited, the Registrar to the Buyback, appointed as the Investor Service Centre for the purposes of the Buyback, on any day except Saturday and Sunday and public holiday between 10:00 a.m. to 5:30 p.m. at the following address:



Registrar to the Issue	KFin Technologies Limited
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Narsikamguda, Serilingampally, Hyderabad, Rangareddy, Telangana - 500 032
Tel	+91 90 6716 2222/18003094001
Fax	+91 40 6715 1563
Contact Person	M. Murali Krishna
Email	cyient.buyback@kfintech.com
Website	www.kfintech.com
Investor Grievance Email	emward.nis@kfintech.com
SEBI Registration No.	INR00000221
Validity Period	Permanent
CIN	L72400MH2017PLC444072

20. MANAGER TO THE BUYBACK



Name	AXIS CAPITAL LIMITED
Address	1st Floor Axis House, P. B. Marg, Worli, Mumbai - 400 025
Tel	+91 22 4325 2103
Fax	+91 22 4325 3000
Contact Person	Pavan Naik/Simran Gadh
Email	cyient.buyback@axiscap.in
Website	www.axiscapital.co.in
SEBI Registration No.	INM000012029

21. DIRECTOR'S RESPONSIBILITY

As per Regulation 24(h)(a) of the Buyback Regulations, the Board accepts responsibility for all the information contained in this Public Announcement and for the information contained in all other advertisements, circulars, brochures, publicity materials etc., which may be issued in relation to the Buyback, and confirms that the information in such documents contain and will contain true, factual and material information and does not and will not contain any misleading information. This Public Announcement is issued under the authority of the Buyback Committee-2026 in terms of the resolution dated 11 June 2026.

For and on behalf of the Board of Directors of Cyient Limited

Sd/- Bodhanapu Ganesh Venkat Krishna Managing Director DIN: 00506197	Sd/- Venkat Rama Mohan Reddy Bodhanapu Director DIN: 00082115	Sd/- Sudheendhra Putty Company Secretary & Compliance Officer Membership No.: FCS 5885
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Date : 11 June 2026

Place : Hyderabad

Additional information pursuant to U.S. Law:
The Buyback for the outstanding Equity Shares of the Company referenced herein has not yet commenced. The communication is provided for informational purposes only and is neither an offer to purchase nor a solicitation of an offer to purchase any securities of the Company pursuant to Company's Buyback or otherwise. Any offer to purchase or solicitation of offer to sell will be made pursuant to a letter of offer and other documents relating to the Buyback. The Company's security holders are advised to carefully read these documents, any amendments to these documents and any other documents relating to the Buyback in their entirety prior to making any decision with respect to the Company's Buyback. These documents contain important information, including the terms and conditions of the Buyback.

CYIENT CYIENT LIMITED

Registered Office: 4th Floor, A wing, 11, Software Units Layout, Madhapur, Hyderabad 500 081, Telangana, India • Telephone: +91 40 6764 1322

Contact Person: Sudheendra Putty, Company Secretary and Compliance Officer

Email: company.secretary@cyient.com • Website: www.cyient.com • CIN: L72200TG1991PLC013134

FOR THE ATTENTION OF EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF EQUITY SHARES OF CYIENT LIMITED (THE COMPANY) FOR THE BUYBACK OF EQUITY SHARES ON A PROPORTIONATE BASIS THROUGH THE TENDER OFFER ROUTE USING THE STOCK EXCHANGE MECHANISM UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUYBACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED

This public announcement (the **Public Announcement**) is being made pursuant to the provisions of Regulation 7(i) of the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, as amended (including any statutory modification(s), amendment(s) or re-enactments from time to time) (**Buyback Regulations**) and contains the requisite disclosures as specified in Schedule II of the Buyback Regulations read with Schedule I of the Buyback Regulations.

OFFER TO BUYBACK UP TO 64,00,000 (SIXTY FOUR LAKHS) FULLY PAID-UP EQUITY SHARES OF FACE VALUE OF INR 5 (INDIAN RUPEES FIVE ONLY) EACH OF CYIENT LIMITED, REPRESENTING UP TO 5.76% OF EXISTING FULLY PAID-UP EQUITY SHARE CAPITAL OF THE COMPANY (ON A STANDALONE BASIS), FROM ALL THE ELIGIBLE SHAREHOLDERS (AS DEFINED BELOW), EXCLUDING PROMOTERS, MEMBERS OF PROMOTER GROUP AND PERSON(S) IN CONTROL OF EQUITY SHARES OF THE COMPANY AS ON WEDNESDAY, 17 JUNE 2026 (**RECORD DATE**), AS PER THE RECORDS MADE AVAILABLE TO THE COMPANY BY DEPOSITORIES (AS DEFINED BELOW) AS ON THE RECORD DATE, ON A PROPORTIONATE BASIS (SUBJECT TO SMALL SHAREHOLDER RESERVATION), THROUGH THE "TENDER OFFER" ROUTE AT A PRICE OF INR 1,125 (INDIAN RUPEES ONE THOUSAND ONE HUNDRED TWENTY FIVE ONLY) PER EQUITY SHARE PAYABLE IN CASH FOR AN AGGREGATE AMOUNT OF UP TO INR 720,00,00,000 (INDIAN RUPEES SEVEN HUNDRED TWENTY CRORES ONLY) (BUYBACK).

Certain figures contained in this Public Announcement, including financial information, have been subject to rounding-off adjustments. All decimals have generally been rounded off to 2 (two) decimal points. In certain instances, (i) the sum or percentage change of such numbers may not conform exactly to the total figure given; and (ii) the sum of the numbers in a column or row in certain tables may not conform exactly to the total figure given for that column or row. Further, certain numerical information in this Public Announcement has been presented in 'Million'. One Million represents INR 10,00,000. All references to "Rupee(s)", or "Rs." are to Indian Rupees, the official currency of the Republic of India.

1. DETAILS OF THE BUYBACK OFFER AND BUYBACK OFFER PRICE

1.1 In accordance with Article 23 of the Articles of Association of the Company and the provisions of Sections 68, 69 and 70 and all other applicable provisions, if any, of the Companies Act, 2013, as amended (**Act**), the Companies (Share Capital and Debentures) Rules, 2014, as amended (**Share Capital Rules**), and in compliance with the Buyback Regulations, the Board of Directors of the Company (the **Board**), at its meeting held on 23 April 2026, had, subject to the approval of the members of the Company, by way of a special resolution through Postal Ballot (**Special Resolution**) and subject to such other approvals, permissions and sanctions, as may be necessary, including exemptive relief from the U.S. Securities and Exchange Commission (**SEC**) on certain aspects of laws applicable to the Buyback, and subject to any modifications and conditions, if any, as may be prescribed by the government, regulatory, statutory or relevant authorities while granting such approvals, permissions, sanctions and exemptions, and such other approvals, as may be necessary, approved the proposal for Buyback by the Company of up to 64,00,000 (Sixty Four Lakhs) of its fully paid-up equity shares of face value of INR 5 (Indian Rupee Five) each (**Equity Shares**), representing up to 5.76% of the existing fully paid-up Equity Share capital of the Company, from all the shareholders of the Company excluding promoters, members of promoter group and person(s) in control, as on the record date (subsequently determined by the Board/Buyback Committee-2026 as Wednesday, June 17, 2026) (**Record Date**), on a proportionate basis, at a price of INR 1,125 (Indian Rupees One Thousand One Hundred Twenty Five) per Equity Share (**Buyback Price**) and for an aggregate amount of INR 720,00,00,000 (Indian Rupees Seven Hundred Twenty Crores) excluding Transaction Cost (as defined below) (**Buyback Offer Size**), representing 20.31% and 14.09% of the aggregate of the paid-up share capital and free reserves of the Company based on the latest audited standalone and consolidated financial statements of the Company, respectively, as at 31 March 2026 (**Buyback**), through the tender offer route, in accordance with the provisions of the Buyback Regulations, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**LODR Regulations**), to the extent applicable, and the SEBI Circulars (as defined below) and the Act and the rules made thereunder. A Buyback Committee 2026 has been constituted 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.

1.2 Since the Buyback Offer Size is more than 10% of the total paid-up equity capital and free reserves of the Company based on both the standalone and consolidated financial statements of the Company, as per its latest audited standalone and consolidated financial statement as on 31 March 2026, in terms of Section 68(2)(b) of the Act and Regulation 5(i)(b) of the Buyback Regulations, the Board had sought approval of the shareholders of the Company for Buyback, by a special resolution, through notice of postal ballot dated 23 April 2026 (**Postal Ballot Notice**). The results of the Postal Ballot, providing shareholders approval, were announced on 10 June 2026.

1.3 The Buyback is being undertaken in accordance with Article 23 of the Articles of Association of the Company, the provisions of Sections 68, 69 and 70 and all other applicable provisions, if any, of the Act, the Share Capital Rules, and in terms of Chapter III of the Buyback Regulations through tender offer route and in accordance with other applicable provisions of the Buyback Regulations, the SEBI Circulars, LODR Regulations, to the extent applicable. The proposed Buyback is within the prescribed limit of 25% of the aggregate of paid-up capital and free reserves of the Company under the Act and Regulation 4(i) of the Buyback Regulations based on both the standalone and consolidated financial statements of the Company, as per its latest audited standalone and consolidated financial statement as on 31 March 2026, whichever is lower.

1.4 The Buyback Committee-2026 may, till 1 (one) working day prior to the Record Date, increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back under the Buyback, such that there is no change in the Buyback Offer Size, in terms of Regulation 5(via) of the SEBI Buyback Regulations.

1.5 Given the shareholding of US residents in the Company's Equity Shares, the Company has sought an exemptive relief from the SEC on certain aspects of the tender offer procedures due to conflicting regulatory requirements between Indian and U.S. laws for tender offer Buybacks. In this regard, the Company made an application to the SEC and has sought exemptive relief from the SEC.

1.6 The Equity Shares are currently listed on the BSE Limited (**BSE**) and National Stock Exchange of India Limited (**NSE**) (collectively referred to as **Indian Stock Exchanges**) and are traded under the trading code(s) "532175" at BSE and "CYIENT" at NSE. The ISIN of Equity Shares is INE136B01020.

1.7 The Buyback Offer 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, publication expenses, printing and dispatch expenses, applicable taxes such as securities transaction tax, goods and services tax, stamp duty etc. and other incidental and related expenses (**Transaction Costs**).

1.8 The Buyback shall be implemented using the "Mechanism for acquisition of shares through Stock Exchange pursuant to Tender-Offers under Takeovers, Buyback and Delisting" notified by Securities and Exchange Board of India (**SEBI**) vide circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with SEBI circular CFD/DCR2/P/2016/131 dated December 9, 2016, SEBI circular SEBI/HO/CFD/DCR-III/CIR/P/615 dated August 13, 2021 and SEBI circular SEBI/HO/CFD/PO-D-2/P/ CIR/2023/35 dated March 8, 2023, and such other circulars or notifications, as may be applicable, including any amendments thereof as amended (**SEBI Circulars**). In this regard, the Company will approach BSE to provide the acquisition window for facilitating tendering of Equity Shares under the Buyback. For the purposes of this Buyback, BSE will be the Designated Stock Exchange.

1.9 Equity Shares shall be bought back on a proportionate basis from all the shareholders of the Company, excluding promoters, members of promoter group and person(s) in control, holding Equity Shares as on Record Date, i.e., Wednesday, 17 June 2026 (**Eligible Shareholders**). In accordance with proviso to Regulation 6 of the Buyback Regulations, 15% of the number of Equity Shares proposed to be bought back or number of Equity Shares entitled as per the Eligible Shareholders who hold Equity Shares of market value not more than INR 200,000/- (Indian Rupees Two Lakhs only), on the basis of the closing price on the Indian Stock Exchanges registering the highest trading volume as on the Record Date, (**Small Shareholders**), whichever is higher, shall be reserved for the Small Shareholders as part of this Buyback.

1.10 In terms of the Buyback Regulations, under the tender offer route, the promoters, promoter group and person(s) in control have an option to participate in the Buyback. The promoters, members of promoter group and person(s) in control of the Company vide their respective letters dated 21 April 2026 and 22 April 2026 have expressed their intention not to participate in the Buyback. Accordingly, the Equity Shares held by promoters, members of the promoter group and person(s) in control shall not be considered for computing the entitlement ratio, in accordance with the proviso to Regulation 4(iv)(a) of the Buyback Regulations, and to that extent, the Eligible Shareholders will have a higher Buyback Entitlement ratio.

1.11 The Buyback tax regime was significantly amended through the Finance Act, 2026. With effect from 1 April 2026, the consideration received on a Buyback of shares carried out in accordance with the provisions of section 68 of the Act, is taxable as capital gains income in the hands of the shareholder (which was erstwhile taxed as dividend income). Capital gain is calculated as the difference between the Buyback

price offered by the Company and the shareholder's original cost of acquiring the shares. The applicable tax rate would depend on the holding period. Further, with respect to non-resident shareholders, the Company shall be required to deduct tax at source (TDS) at the time of making the payment of total Buyback consideration at the applicable rates, subject to the benefits of the Double Tax Avoidance Agreement (Tax Treaty) between India and their country of tax residence, to the extent applicable. In due course, the Eligible Shareholders will receive a Letter of offer, which will contain a more detailed note on taxation. However, in view of the particularized nature of tax consequences, the Eligible Shareholders are advised to consult their own legal, financial and tax advisors for the applicable tax implications prior to participating in the Buyback.

1.12 The Buyback of Equity Shares from non-resident members of the Company, including foreign corporate bodies (including erstwhile Overseas Corporate Bodies), Foreign Institutional Investors (FIIs)/Foreign Portfolio Investors, members of foreign nationality, shall be subject to the Foreign Exchange Management Act, 1999 and rules and regulations framed thereunder, if any, Income Tax Act, 1961 and rules and regulations framed thereunder, the Depository Receipts Scheme, 2014, as applicable, and shall be subject to such approvals if, and to the extent necessary or required from the concerned authorities including approvals from the Reserve Bank of India ("RBI") under the Foreign Exchange Management Act, 1999 and the rules, regulations framed thereunder, if any, and such approvals shall be required to be taken by such non-resident shareholders.

1.13 The Buyback will not result in any benefit to promoters, members of promoter group and person(s) in control of the Company or any directors or key managerial personnel of the Company except to the extent of change in their shareholding as a result of the extinguishment of Equity Shares, which will lead to reduction in the equity share capital of the Company post Buyback. The Buyback would be subject to the condition of maintaining minimum public shareholding requirements as specified in Regulation 38 of the LODR Regulations. Any change in voting rights of the promoters, members of the promoter group and person(s) in control of the Company pursuant to completion of Buyback will not result in any change in control over the Company.

1.14 A copy of this Public Announcement is available on the Company's website at www.cyient.com, the website of the Manager to the Buyback at www.axiscapital.co.in and is expected to be made available on the website of the SEBI at www.sebi.gov.in, and on the websites of the respective Indian Stock Exchanges at www.nseindia.com and www.bseindia.com.

2. NECESSITY FOR THE BUYBACK

The Buyback is being undertaken by the Company after taking into account the strategic and operational cash requirements of the Company in the medium term and for returning surplus funds to the members in an effective and efficient manner. The Board at its meeting held on 23 April 2026 considered the accumulated free reserves as well as the cash liquidity reflected in the latest available standalone and consolidated audited financial statements as on March 31, 2026 and also as on the date of the Board Meeting and considering these, the Board decided to allocate up to INR 720,00,00,000 (Indian Rupees Seven Hundred Twenty Crores) excluding the Transaction Costs for distributing to the shareholders holding Equity Shares of the Company as on the Record Date through the Buyback.

The Board has evaluated, inter alia, the Company's audited financial statements, available free reserves, cash and investments, and expected cash flows, and has considered various internal and financial parameters, including but not limited to:

- anticipated cash requirements towards working capital, capital expenditure, technology and infrastructure;
- investments required for execution of the Company's growth strategy;
- potential inorganic opportunities, including acquisitions;
- the need to maintain adequate liquidity for contingencies and unforeseen events; and
- overall financial flexibility to support business operations and future growth.

In view of the above, the Company could therefore consider buying back up to 64,00,000 fully paid-up Equity Shares of the Company of face value of INR 5 each at a price of INR 1,125 (Indian Rupees One Thousand One Hundred Twenty Five) per Equity Share for an aggregate maximum amount of up to INR 720,00,00,000 (Indian Rupees Seven Hundred Twenty Crores) for reasons set forth below:

- The Buyback will help the Company to return surplus cash to its equity shareholders in proportion to their shareholding, thereby enhancing the overall return to shareholders;
- The Buyback, proposed through the tender offer route as prescribed under the Buyback Regulations, would involve allocation of number of Equity Share as per the entitlement of small shareholders or 15% of the number of Equity Share to be bought back whichever is higher, reserved for the Small Shareholders. The Company believes that this reservation for small shareholders would benefit a large number of public shareholders, who would get classified as "small shareholder" as per Regulation 2(i)(n) of the Buyback Regulations;
- The Buyback may help in improving its earning per share and return on equity, by reduction in the equity base and based on assumption that the Company would earn similar profits as in past, thereby leading to long term increase in shareholders' value; and
- The Buyback gives the Equity Shareholders an option to either: (a) participate and get cash in lieu of Equity Shares to be accepted under the Buyback offer, or (b) not to participate and enjoy a resultant increase in their percentage shareholding, post the Buyback offer, without additional investment.

The Buyback will not in any manner impair the ability of the Company to pursue growth opportunities or meet its cash requirements for business operations.

3. MAXIMUM NUMBER OF SECURITIES THAT THE COMPANY PROPOSES TO BUYBACK

The maximum number of Equity Shares at the Buyback Price and the Buyback Offer Size bought back would be 64,00,000 (Sixty four lakh) Equity Shares, comprising up to 5.76% of the existing paid-up equity share capital of the Company as of 31 March 2026. The maximum amount required for Buyback will not exceed INR 720,00,00,000 (Indian Rupees Seven Hundred Twenty Crores) (excluding Transaction Costs).

Further, in accordance with Regulation 5(via) of the Buyback Regulations, the Buyback Committee-2026 may increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back provided that there is no change in the Buyback Offer Size, till one working day prior to the Record Date, as may be determined by the Board, fixed for the purpose of Buyback.

4. MAXIMUM PRICE AT WHICH THE SHARES OR OTHER SPECIFIED SECURITIES ARE PROPOSED TO BE BOUGHT BACK AND THE BASIS OF ARRIVING AT THE BUYBACK PRICE

The Equity Shares of the Company are proposed to be bought back at a price of INR 1,125 (Indian Rupees One Thousand One Hundred Twenty Five) per Equity Share.

The Buyback Price has been arrived at after considering various factors including, but not limited to, the trends in the volume weighted average market prices of the Equity Shares on BSE and NSE where the Equity Shares are listed, price earnings ratio, impact on other financial parameters and the possible impact of the Buyback on the earnings per Equity Share.

The Buyback Price represents:

- Premium of 17.71% and 16.53% to the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, during the three months period ending 14 April 2026, being the date of the intimation to the stock exchanges regarding the proposal of Buyback being considered at Board Meeting.
- Premium of 34.91% and 32.73% to the volume weighted average market price of the Equity Shares on BSE and NSE, respectively, during the two weeks period ending 14 April 2026, being the date of the intimation to the stock exchanges regarding the proposal of Buyback being considered at Board Meeting.
- Premium of 25.49% and 25.54% over the closing price of the Equity Shares on BSE as well as NSE, respectively, as on 13 April 2026 being the day prior to the date of intimation to the stock exchanges regarding the proposal of Buyback being considered at Board Meeting.

As required under Section 68(2)(d) of the Act and Regulation 4(ii) (a) of Buyback Regulations, the ratio of the aggregate of secured and unsecured debts owed by the Company will not be more than twice the paid-up equity share capital and free reserves after the Buyback based on standalone and consolidated financial statements of the Company as on March 31, 2026, whichever sets out a lower amount.

Further, in accordance with Regulation 5(via) of the Buyback Regulations, the Buyback Committee-2026 may increase the Buyback Price and decrease the number of Equity Shares proposed to be bought back provided that there is no change in the Buyback Offer Size, till one working day prior to the Record Date, as may be determined by the Board, fixed for the purpose of Buyback.

5. MAXIMUM AMOUNT REQUIRED UNDER THE BUYBACK AND ITS PERCENTAGE OF THE TOTAL PAID UP CAPITAL AND FREE RESERVES

The amount of funds required for the Buyback will aggregate to INR 720,00,00,000 (Indian Rupees Seven Hundred Twenty Crores) being 20.31% and 14.09% of the aggregate of the paid-up share capital and free reserves of the Company, as at 31 March 2026, on a standalone and consolidated basis, respectively, which is less than 25% of the aggregate of the total paid-up share capital and free reserves of the Company based on the latest audited financial statements of the Company as at 31 March 2026 on a standalone basis and consolidated basis. The said Buyback will represent up to 5.76 % of the existing paid-up equity share capital of the Company.

The Buyback Offer 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, publication expenses, printing and dispatch expenses, applicable taxes such as securities transaction tax, goods and services tax, stamp duty etc. and other incidental and related expenses which will be in addition thereto.

The funds for the implementation of the proposed Buyback will be sourced out of the current surplus and/or cash available from internal accruals (and not from borrowed funds whether secured or unsecured of any form or nature), of the Company or such other source as may be permitted by the Buyback Regulations or the Act. The funds borrowed from banks and financial institutions, if any, will not be used for the Buyback.

The Company shall transfer from its free reserves and/ or securities premium account a sum equal to the nominal value of the Equity Shares bought back through the Buyback to the capital redemption reserve account and details of such transfer shall be disclosed in its subsequent audited financial statement.

6. SHAREHOLDING AND OTHER DETAILS OF THE PROMOTERS, MEMBERS OF PROMOTER GROUP AND PERSON(S) IN CONTROL AND OF THE DIRECTORS OF THE PROMOTERS, WHERE THE PROMOTER OR PROMOTER GROUP IS A COMPANY AND OF PERSON(S) WHO ARE IN CONTROL OF THE COMPANY, DIRECTORS AND KEY MANAGERIAL PERSONNEL OF THE COMPANY

6.1 The aggregate shareholding of the promoters, members of promoter group and person(s) in control as on the date of this Public Announcement:

Sl. NO.	Name of the shareholder	Category	Number of Equity Shares held	Percentage of Equity Shareholding
1	A Amala Reddy	Promoter	3,680	0.00%
2	B V S Ratna Kuman	Promoter	15,600	0.01%
3	B Ashok Reddy	Promoter	300	0.00%
4	Venkat Rama Mohan Reddy Bodanapu	Promoter	4,02,620	0.36%
5	Bodanapu Avanti Reddy	Promoter	89,470	0.08%
6	Bodanapu Ganesh Venkat Krishna	Promoter	19,22,190	1.73%
7	Bodanapu Sri Vaishnavi	Promoter	17,93,008	1.61%
8	Sucharitha Bodanapu	Promoter	3,73,820	0.34%
9	D. Nageswara Reddy	Promoter	1,72,800	0.16%
10	Carol Ann Reddy	Promoter	38,400	0.03%
Total of Promoter			48,11,888	4.33%
11	Vineyard Point Software Private Limited	Promoter Group	1,40,06,750	12.60%
12	Infocad Enterprises Private Limited	Promoter Group	70,51,650	6.35%
Total of Promoter Group			2,10,58,400	18.95%
Total (Promoter + Promoter Group)			2,58,70,288	23.28%

6.2 The aggregate shareholding of the directors of the promoters & promoter group and person(s) in control, as on the date of this Public Announcement, where the promoter is a Company:

Sl. NO.	Name of the Shareholder	Category	Number of Equity Shares held	Percentage of Equity Shareholding
1	Sucharitha Bodanapu	Director of Vineyard Point Software Private Limited	3,73,820	0.34%
2	Bodanapu Ganesh Venkat Krishna	Director of Vineyard Point Software Private Limited	19,22,190	1.73%
3	Venkat Rama Mohan Reddy Bodanapu	Director of Infocad Enterprises Private Limited	4,02,620	0.36%
4	Bodanapu Ganesh Venkat Krishna	Director of Infocad Enterprises Private Limited	19,22,190	1.73%

6.3 The aggregate shareholding of the directors and key managerial personnel of the Company as on the date of this Public Announcement:

Sl. NO.	Name of the Director/ KMP/ shareholder	Category	Number of Equity Shares held	Percentage of Equity Shareholding
1	MM Murugappan	Non-Executive - Non Independent Director-Chairperson	30,000	0.02%
2	Venkat Rammohan Reddy Bodanapu	Non-Executive - Non Independent Director	4,02,620	0.36%
3	Bodanapu Ganesh Venkat Krishna	Executive Director-MD	19,22,190	1.73%
4	Sukamal Banerjee	Executive Director-CEO	10,000	0.009%
5	Vikas Sehgal	Non-Executive - Independent Director	8,42,100	0.76%
6	Nitin Prasad	Non-Executive - Independent Director	0	0
7	Debjani Ghosh	Non-Executive - Independent Director	0	0
8	Pillutla Madan Mohan	Non-Executive - Independent Director	0	0
9	Prathivadibhayanankara Rajagopalan Ramesh	Non-Executive - Independent Director	0	0
10	Sunil Ramakant Bhumralkar	Non-Executive - Independent Director	0	0
11	Shrinivas Kulkarni	Chief Financial Officer	29,040	0.03%
12	Sudheendra Putty	Company Secretary and Compliance Officer	10,133	0.008%

6.4 The aggregate Employee Stock Options (**Options**) held by the directors and key managerial personnel of the Company as on the date of this Public Announcement:

Sl. NO.	Name	Category	Type of incentive	Unvested	Vested but not exercised
1	Sukamal Banerjee	Executive Director-CEO	Associate Stock Option Plan	2,69,369	66,666
2	Shrinivas Appaji Kulkarni	Chief Financial Officer	Associate Stock Option Plan	28,000	0
3	Sudheendra Putty	Company Secretary and Compliance Officer	Associate Stock Option Plan	4,350	800

Note: Associate Stock Option Plan includes ASOP 2015 and ASOP 2021

7. DETAILS OF EQUITY SHARES/ OPTIONS PURCHASED/SOLD/EXERCISED BY (I) PROMOTERS, PROMOTER GROUP AND PERSON(S) IN CONTROL; (II) DIRECTORS OF THE PROMOTER WHERE PROMOTER IS A COMPANY AND (III) DIRECTORS AND KEY MANAGERIAL PERSONNEL OF THE COMPANY DURING THE PERIOD FROM THE SIX MONTHS PRECEDING THE DATE OF THE BOARD MEETING AT WHICH THE BUYBACK WAS PROPOSED AND FROM THE DATE OF THE BOARD MEETING TILL THE DATE OF THIS PUBLIC ANNOUNCEMENT:

Name	Aggregate no. of Equity Shares	Nature of transaction	Maximum price per Equity Share (INR)	Date of maximum price	Minimum price per Equity Share (INR)	Date of minimum price
Bodanapu Ganesh Venkat Krishna	8,930	Buy	1,115.13	07-11-2025	1,115.13	07-11-2025
Avanti Reddy	700	Buy	1,106.8	07-11-2025	1,106.8	07-11-2025

Details of Employee Stock Options exercised by directors and key managerial personnel of the Company during the six months preceding the date of the Board Meeting at which the Buyback was proposed and from the date of Board Meeting till the date of this Public Announcement:

Name	Aggregate no. of Equity Shares	Nature of transaction	Maximum price per Equity Share (INR)	Date of maximum price	Minimum price per Equity Share (INR)	Date of minimum price
Sudheendra Putty	1600	Exercise of ASOP 2021	5	14-05-2026	5	14-05-2026
Sudheendra Putty	2071	Exercise of ASOP 2015	490	04-03-2026	490	04-03-2026

8. DISCLOSURES OF THE RELEVANT DETAILS AND THE POTENTIAL IMPACT OF SUBSISTING OBLIGATIONS

No outstanding vested ESOPs, as on the date of this Public Announcement, will be converted into Equity Shares during the Buyback Period.

9. INTENTION OF THE PROMOTERS, PROMOTER GROUP AND PERSON(S) IN CONTROL OF THE COMPANY TO TENDER SHARES OR OTHER SPECIFIED SECURITIES FOR BUYBACK INDICATING THE NUMBER OF SHARES OR OTHER SPECIFIED SECURITIES, DETAILS OF ACQUISITION WITH DATES AND PRICE;

In terms of the Buyback Regulations, under the tender offer route, the promoters, promoter group and person(s) in control have the option to participate in the Buyback. In this regard, the promoters, promoter group and person(s) in control of the Company have expressed their intention of not participating in the Buyback vide their letter(s) dated 21 and 22 April 2026. Accordingly, the disclosures as required as per paragraphs (vii) to the Schedule I of the Buyback Regulations are not applicable.

Given that the promoters, promoter group and person(s) in control have expressed their intention not to participate in the Buyback, the Equity Shares held by promoters, members of promoter group and person(s) in control shall not be considered for computing the entitlement ratio, in accordance with the proviso to Regulation 4(iv)(a) of the Buyback Regulations, and to that extent, the Eligible Shareholders will have a higher Buyback Entitlement ratio.

10. NO DEFAULT

The Company confirms that it has not accepted any deposits either before or after applicability of the Act. Further, the Company confirms that there are no defaults subsisting in the redemption of debentures or interest payment thereon or redemption of preference shares or payment of dividend due to any shareholder, or repayment of any term loans or interest payable thereon to any financial institution or banking companies.

11. CONFIRMATION BY THE BOARD OF DIRECTORS OF THE COMPANY

The Board has confirmed that it has made a full enquiry into the affairs and prospects of the company and that they have formed the opinion:

- (a) That immediately following the date of the board meeting held on 23 April 2026 and the date of the members' resolution for approving the Buyback, being **10 June 2026**, there will be no grounds on which the Company can be found unable to pay its debts.
- (b) That as regards the Company's prospects for the year immediately following the date of the board meeting held on 23 April 2026 as well as for the year immediately following the date of passing of the members' resolution, being **10 June 2026**, and having regard to the Board's intentions with respect to the management of the Company's business during that year and to the amount and character of the financial resources, which will, in the Board's view, be available to the Company during that year, the Company will be able to meet its liabilities as and when they fall due and will not be rendered insolvent within a period of one year from the date of the board meeting and also from the date of passing of the members' resolution, being **10 June 2026**.
- (c) In forming its opinion aforesaid, the Board has taken into account the liabilities (including prospective and contingent liabilities) as if the Company were being wound up under the provisions of the Act and the Insolvency and Bankruptcy Code, 2016, as amended.

12. REPORT BY THE COMPANY'S STATUTORY AUDITOR

The text of the Report dated 23 April 2026 received from S.R. Battiloi & Associates LLP, Chartered Accountants, (ICAI Firm Registration Number 101049W/E300004), the Statutory Auditors of the Company, addressed to the Board of Directors of the Company is reproduced below:

Independent Auditor's Report on the proposed buy back of equity shares pursuant to the requirements of Section 68 and Section 70 of the Companies Act, 2013 and Clause (xi) of Schedule I of the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 as amended.

To,
The Board of Directors
Cyient Limited
4th Floor, "A" Wing, 11, Software Units Layout,
Infocity, Madhapur, Hyderabad - 500081.

- 1. This Report is issued in accordance with the terms of our service scope letter dated April 21, 2026 and master engagement agreement July 15, 2024 with Cyient Limited (hereinafter the "Company").
- 2. The proposal of the Company to buy back its equity shares in pursuance of the provisions of Section 68 and 70 of the Companies Act, 2013 ("the Act") and Clause (xi) of Schedule I of Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, as amended ("the SEBI Buyback Regulations") has been approved by the Board of Directors of the Company in their meeting held on April 23, 2026. The proposal for buyback is subject to the approval of the shareholders of the Company. The Company has prepared the attached "Statement of determination of the amount of permissible capital payment for proposed buyback of equity shares" (the "Statement") which we have initiated for identification purposes only.

Board of Directors Responsibility

- 3. The preparation of the Statement is the responsibility of the Board of Directors of the Company, including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the preparation and presentation of the Statement and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
- 4. The Board of Directors are responsible to make a full inquiry into the affairs and prospects of the Company and to form an opinion as specified in clause (x) of Schedule I to the SEBI Buyback Regulations on reasonable grounds and that the Company will not, having regard to its state of affairs, will not be rendered insolvent within a period of one year from that date. The Board of Directors are also responsible for ensuring that the Company complies with the requirements of the Act and SEBI Buyback Regulations.

Auditor's Responsibility

- 5. Pursuant to the requirements of the Act and SEBI Buyback Regulations, it is our responsibility to provide reasonable assurance:
 - (i) Whether we have inquired into the state of affairs of the Company in relation to its audited standalone and consolidated financial statements for year ended March 31, 2026.
 - (ii) Whether the amount of permissible capital payment for the proposed buyback of the equity shares as included in the Statement has been properly determined in accordance with the provisions of Section 68(2)(c) of the Act and Regulation 4(i) of the SEBI Buyback Regulations;
 - (iii) Whether the Board of Directors have formed the opinion as specified in clause (x) of Schedule I to the SEBI Buyback Regulations on reasonable grounds and that the Company will not, having regard to its state of affairs, will not be rendered insolvent within a period of one year from that date.
- 6. The audited standalone and consolidated financial statements, referred to in paragraph 5(i) above, have been audited by us on which we issued an unmodified audit opinion vide our reports dated April 23, 2026. Our audits of these financial statements were conducted in accordance with the Standards on Auditing, as specified under Section 143(10) of the Act and other applicable authoritative pronouncements issued by the Institute of Chartered Accountants of India. Those Standards require that we plan and perform the audit to obtain reasonable assurance about whether the financial statements are free of material misstatement.
- 7. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
- 8. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
- 9. Our scope of work did not involve us performing audit tests for the purposes of expressing an opinion on the fairness or accuracy of any of the financial information or the financial results of the Company taken as a whole. We have not performed an audit, the objective of which would be the expression of an opinion on the financial results, specified elements, accounts or items thereof, for the purpose of this report. Accordingly, we do not express such opinion.
- 10. A reasonable assurance engagement involves performing procedures to obtain sufficient appropriate evidence on the applicable criteria mentioned in paragraph 5 above. The procedures selected depend on the auditor's judgement, including the assessment of the risks associated with the applicable criteria. Our procedures included the following in relation to the Statement:
 - i) We have inquired into the state of affairs of the Company in relation to its audited standalone and consolidated financial statements for the year ended March 31, 2026. We have obtained and read the audited standalone and consolidated financial statements for the year ended March 31, 2026 including the unmodified audit opinions dated April 23, 2026;
 - ii) Read the Articles of Association of the Company and noted the permissibility of buyback;
 - iii) Traced the amounts of Paid-up equity share capital, retained earnings, securities premium, treasury shares and other reserves as mentioned in Statement from the audited standalone and consolidated financial statements for the year ended March 31, 2026.
 - iv) Obtained from Company Secretary a certified copy of the minutes of the meeting of the Board of Directors in which the proposed Buyback was approved and compared the Buyback amount with the permissible limit computed in accordance with section 68(2)(c) of the Act and Regulation 4(i) of the SEBI Buyback Regulations detailed in the Statement;

- v) Obtained from Company Secretary a certified copy of the minutes of the meeting of the Board of Directors in which the proposed Buyback was approved and read the Board had formed the opinion as specified in SEBI Buyback Regulations on reasonable grounds that the Company will not, having regard to the state of affairs, be rendered insolvent within a period of one year from that date.
- vi) Obtained necessary representations from the management of the Company.

Opinion

- 11. Based on our examination as above, and the information and explanations given to us, we report that:
 - (i) We have inquired into the state of affairs of the Company in relation to its audited standalone and consolidated financial statements for year ended March 31, 2026.
 - (ii) The amount of permissible capital payment for proposed buyback of the equity shares as included in the Statement has been properly determined in accordance with the provisions of Section 68(2)(c) of the Act and Regulation 4(i) of the SEBI Buyback Regulations;
 - (iii) The Board of Directors of the Company in their meeting held on April 23, 2026, have formed the opinion as specified in clause (x) of Schedule I of the SEBI Buyback Regulations on reasonable grounds and that the Company will not, having regard to its state of affairs, will not be rendered insolvent within a period of one year from that date.

Restriction on Use

12. The Report is addressed to and provided to the Board of Directors of the Company pursuant to the requirements of Section 68 and Section 70 of the Act read with Clause (xi) of Schedule I of SEBI Buyback Regulations solely to enable them to include it (a) in the explanatory statement to be included in the postal ballot notice to be circulated to the shareholders, (b) in the public announcement to be made to the Shareholders of the Company, (c) in the letter of offer to be filed with the Securities and Exchange Board of India, the stock exchanges, the Registrar of Companies the National Securities Depository Limited and the Central Depository Securities (India) Limited, and (d) for providing to the Merchant Bankers (the "Managers") in connection with the proposed buyback of equity shares of the Company for onward submission to relevant authorities in pursuance to the provisions of Sections 68 and other applicable provisions of the Act and the SEBI Buyback Regulations, and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come. We have no responsibility to update this report for events and circumstances occurring after the date of this report.

For S.R. Battiloi & Associates LLP
Chartered Accountants
ICAI Firm Registration Number:
101049W/E300004

per Mitesh K Parikh
Partner
Membership Number: 225333
UDIN: 26225333LHSOLX1707

Date: April 23, 2026
Place of Signature: Hyderabad

ANNEXURE A

Statement of the amount of permissible capital payment for proposed buyback of equity shares ("the Statement") in accordance with Section 68 (2) of the Companies Act, 2013, as amended and Regulation 4(i) of the Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018, as amended (the "SEBI Buyback Regulations"), based on the audited standalone financial statements and audited consolidated financial statements as at March 31, 2026:

Particulars	FY2025-26	
	Standalone	Consolidated
Paid up equity share capital (111,126,188 as at March 31, 2026) equity shares of Rs. 5/- each		
Free Reserves*:	556	556
Security Premium (A)	2,837	2,837
Treasury Shares (B)	(575)	(575)
General Reserve* (C)	5,338	5,204
Retained Earnings* (D)	27,290	32,422
Other reserves* (E)	-	10,673
Total Free Reserves (A+B+C+D+E)	34,890	50,561
Total Paid up Equity Capital and Free Reserves	35,446	51,117
Maximum amount permissible for buy back under Sec 68 of Companies Act 2013 (25% of paid up share capital and free reserves) (Note: Lower of Standalone & Consolidated) (25% of paid up share capital and free reserves) (Note: Lower of Standalone & Consolidated)		8,862
Maximum amount permissible by board resolution (10% of paid up share capital and free reserves)		3,545
Maximum amount permitted by board through resolution		7,200

Note:

- # The amounts have been extracted from the audited standalone and consolidated financial statements of the Company as at and for the year ended March 31, 2026.
- * Free reserves are as per sub clause 43 of Section 2 and explanation II to Section 68 of the Companies Act, 2013, as amended.

For and on behalf of the Board of Directors of
Cyient Limited
CIN No.: L72200TG1991PLC013134
Krishna Bodanapu
Executive Vice Chairman and Managing Director
(DIN - 00605187)

13. PRIOR APPROVAL FROM THE LENDERS

The Company does not have any outstanding debt from lenders, except for certain working capital loans and accordingly, the Company has obtained waivers/consents from such lenders wherever applicable in terms of the loan covenants in accordance with Regulation 5(i)(c) read with Schedule I (xii) of the Buyback Regulations.

14. CONFIRMATIONS FROM THE COMPANY AS PER THE PROVISIONS OF THE BUYBACK REGULATIONS AND THE ACT

- (i) All the Equity Shares for Buyback are fully paid-up;
- (ii) Subject to applicable law, the Company shall not issue any shares or other specified securities including by way of bonus issue till the expiry of the Buyback Period, except in discharge of subsisting obligations through stock option schemes;
- (iii) In accordance with Section 68(8) of the Act read with the Buyback Regulations, as amended, the Company shall not raise further capital for one year from the expiry of the Buyback Period, except to discharge existing obligations. This includes any issuance of the same class of shares or other securities, including allotment of new shares or other specified securities under Section 62(1)(a) of the Act, except as bonus shares or to meet subsisting obligations such as stock option schemes;
- (iv) The Company shall not Buyback locked-in Equity Shares and non-transferable Equity Shares till the pendency of the lock-in or till the Equity Shares become transferable;
- (v) The Company shall not Buyback its Equity Shares from any person through negotiated deal whether on or off the stock exchanges or through spot transactions or through any private arrangement in the implementation of the Buyback;
- (vi) There are no defaults subsisting in the repayment of deposits, interest payment thereon, redemption of debentures or interest thereon or redemption of preference shares or payment of dividend or repayment of any term loans or interest payable thereon to any financial institution or banking company, as the case may be;
- (vii) That the Company has been in compliance with Sections 92, 123, 127 and 129 of the Act;
- (viii) That funds borrowed from Banks and Financial Institutions will not be used for the Buyback;
- (ix) The aggregate amount of the Buyback i.e. INR 720,00,00,000 (Indian Rupees Seven Hundred Twenty Crores) does not exceed 25% of the total paid-up capital and free reserves of the Company as per the audited standalone and the consolidated financial statements of the Company as on 31 March 2026;
- (x) The number of Equity Shares proposed to be purchased under the Buyback i.e. 64,00,000 (Sixty four lakhs) does not exceed 25% of the total number of Equity Shares in the existing paid-up equity share capital as on 31 March 2026;
- (xi) The Company shall not make any offer of Buyback within a period of one year reckoned from the date of expiry of the Buyback Period, pursuant to applicable laws;
- (xii) The Buyback will not be in contravention of Regulation 4(vii) of Buyback Regulations, i.e. the Company has not made the offer of Buyback within a period of one year reckoned from the date of expiry of Buyback period of the preceding offer of Buyback;
- (xiii) There is no pendency of any scheme of amalgamation or compromise or arrangement pursuant to the provisions of the Act, as on date;
- (xiv) The Company shall earmark and make arrangements for adequate sources of funds for the purpose of the Buyback in accordance with the Buyback Regulations;
- (xv) The Company will not directly or indirectly purchase its own Equity Shares or other specified securities:
 - a. Through any subsidiary company including its own subsidiary companies; or
 - b. Through any investment company or group of investment companies.

- (xvi) Consideration of the Equity Shares bought back by the Company will be paid only by way of cash;
- (xvii) The Buyback will not result in delisting of the Equity Shares from Indian Stock Exchanges;
- (xviii) As on date, the ratio of the aggregate of secured and unsecured debts owed by the Company is not and shall not be more than twice the paid-up share capital and free reserves based on lower of the audited standalone or consolidated financial statements of the Company as on 31 March 2026;
- (xix) The Buyback would be subject to the condition of maintaining minimum public shareholding requirements as specified in Regulation 38 of the LODR Regulations;
- (xx) The Buyback offer shall not be withdrawn once the public announcement is made;
- (xxi) In terms of Regulation 24(i)(e) of the Buyback Regulations, the promoters, members of promoter group and person(s) in control, and their associates shall not deal in the Equity Shares of the Company either through the stock exchanges or off-market transactions (including inter-se transfer of Equity Shares among the promoters, members of promoter group and person(s) in control) from the date of passing of the Board Resolution till the date of closing of the Buyback offer;
- (xxii) The Company shall transfer from its free reserves or securities premium account and/ or such sources as may be permitted by law, a sum equal to the nominal value of the Equity Shares purchased through the Buyback to the capital redemption reserve account and the details of such transfer shall be disclosed in its subsequent audited financial statements;
- (xxiii) The Company shall ensure consequent reduction of its share capital post Buyback and the Equity Shares bought back by the Company will be extinguished and physically destroyed (if applicable) in the manner prescribed under the Buyback Regulations and the Act within the specified timelines;
- (xxiv) The Company does not have any outstanding debt from lenders, except for certain working capital loans and accordingly, the Company has obtained waivers/consent from such lenders wherever applicable in terms of the loan covenants in accordance with Regulation 5(i)(c) read with Schedule I (xii) of the Buyback Regulations;
- (xxv) No promoter or promoter group shareholder or person(s) in control will breach the limits prescribed under Regulation 3 of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 requiring a trigger of the open offer;
- (xxvi) The statements contained in all the relevant documents in relation to the Buyback shall be true, material and factual and shall not contain any mis-statements or misleading information; and
- (xxvii) The letter of offer with the tender form shall be dispatched to Eligible Shareholders within 2 (two) working days from the Record Date.

15. METHOD OF SETTLEMENT

- Upon finalization of the basis of acceptance as per the Buyback Regulations:
 - 15.1 The settlement of trade(s) shall be carried out in the manner similar to settlement of trade(s) in the secondary market.
 - 15.2 The Company will transfer the consideration pertaining to the Buyback (net of tax deducted at source, as applicable) to the Clearing Corporation's bank account through the Company's Broker as per the secondary market mechanism, as per the prescribed schedule. For demat Equity Shares accepted under the Buyback, the Clearing Corporation will make direct funds pay-out to the respective Eligible Shareholders' bank account linked to its demat account. If bank account details of any Eligible Shareholder holding Equity Shares in dematerialized form are not available or if the fund transfer instruction is rejected by the RBI or relevant bank, due to any reasons, then the amount payable to the Eligible Shareholders will be transferred to the concerned Stock Brokers' account for onward transfer to such Eligible Shareholder holding Equity Shares in dematerialized form.
 - 15.3 In case of certain client types viz. NRI, foreign clients etc. (where there are specific RBI and other regulatory requirements pertaining to funds pay-out) who do not opt to settle through custodians, the funds pay-out would be given to their respective Stock Broker's settlement accounts for releasing the same to the respective Eligible Shareholder's account. For this purpose, the client type details would be collected from the Depositories, whereas funds payout pertaining to the bids settled through custodians will be transferred to the settlement bank account of the custodian, each in accordance with the applicable mechanism prescribed by BSE and the Clearing Corporation from time to time.
 - 15.4 For the Eligible Shareholders holding Equity Shares in physical form, the funds pay-out would be given to their respective Stock Broker's settlement accounts for releasing the same to the respective Eligible Shareholder's account.
 - 15.5 Details in respect of shareholder's entitlement for Tender Offer process will be provided to the Clearing Corporation by the Company or Registrar to the Buyback. On receipt of the same, Clearing Corporation will cancel the excess or unaccepted blocked shares in the demat account of the shareholder. On settlement date, all blocked shares mentioned in the accepted bid will be transferred to the Clearing Corporation.
 - 15.6 In the case of inter depository, Clearing Corporation will cancel the excess or unaccepted shares in target depository. Source depository will not be able to release the lien without a release of IDT message from target depository. Further, release of IDT message shall be sent by target depository either based on cancellation request received from Clearing Corporation or automatically generated after matching with bid accepted detail as received from the Company or the Registrar to the Buyback. Post receiving the IDT message from target depository, source depository will cancel/ release excess or unaccepted block shares in the demat account of the shareholder. Post completion of the Tendering Period and receiving the requisite details viz., demat account details and accepted bid quantity, source depository shall debit the securities as per the communication/message received from target depository to the extent of accepted bid shares from shareholder's demat account and credit it to Clearing Corporation settlement account in target depository on settlement date.
 - 15.7 The Equity Shares bought back in the dematerialized form would be transferred directly to the demat account of the Company opened for the Buyback (Company Demat Account) provided it is indicated by the Company's Broker or it will be transferred by the Company's Broker to the Company Demat Account on receipt of the Equity Shares from the clearing and settlement mechanism of the BSE.
- 15.8 In relation to the physical Equity Shares:**
 - (i) If physical Equity Shares tendered by Eligible Shareholders are not accepted, the share certificate would be returned to such Eligible Shareholders by registered post or by ordinary post or courier at the Eligible Shareholders' sole risk. The Company also encourages Eligible Shareholders holding physical shares to dematerialize their physical shares.
 - (ii) In relation to the Equity Shares held in the physical form, the Registrar / Company shall verify and process the service requests and thereafter issue securities to the securities holder/claimant in dematerialized form, directly in the demat account of the securities holder/claimant, within 30 days of its receipt of such request after removing objections, if any. After verifying and processing the request, the Registrar/ Company shall initiate the demat conversion request in the depository system for direct credit of securities in the demat account of the security holder/claimant. Post confirmation of the demat conversion request, the Depositories/ Registrar/ Company shall send an intimation to the security holder/claimant regarding successful dematerialization of the securities. The RTA shall retain the physical securities as per the existing procedure and deface the certificate with a stamp "Securities issued in dematerialized form" on the face/ reverse of the certificate, subsequent to processing of service request.
- 15.9 The Stock Broker would issue contract note for the Equity Shares accepted under the Buyback. The Company's Broker would also issue a contract note to the Company for the Equity Shares accepted under the Buyback.
- 15.10 Equity Shareholders who intend to participate in the Buyback should consult their respective stock broker for payment to them of any cost, applicable taxes, charges and expenses (including brokerage) that may be levied by the Stock Broker upon the selling Eligible Shareholder for tendering Equity Shares in the Buyback (secondary market transaction). The Manager to the Buyback and the Company accept no responsibility to bear or pay any additional cost, applicable taxes, charges and expenses (including brokerage) levied by the stock broker, and such costs will be incurred solely by the Eligible Shareholders.
- 15.11 The Equity Shares lying to the credit of the Company Demat Account and the Equity Shares bought back and accepted in physical form will be extinguished in the manner and following the procedure prescribed in the Buyback Regulations.

16. RECORD DATE, OFFER PERIOD AND SHAREHOLDER ENTITLEMENT

- 16.1 As required under the Buyback Regulations, the Company has fixed Wednesday, 17 June 2026 as the Record Date for the purpose of determining the entitlement and the names of the equity shareholders, who are eligible to participate in the Buyback. The tender period for the Buyback offer will commence from Tuesday, 23 June 2026, i.e., not later than 4 (four) working days from the Record Date and shall remain open for a period of 5 (five) working days, until i.e. Tuesday, 30 June 2026 (Tendering Period).
- 16.2 As per the Buyback Regulations and such other circulars or notifications, as may be applicable, in due course, Eligible Shareholders will receive a letter of offer in relation to the Buyback (Letter of Offer) along with a tender offer form indicating the entitlement of the Eligible Shareholder for participating in the Buyback. Even if the Eligible Shareholder does not receive the Letter of Offer along with a tender form, the Eligible Shareholder may participate and tender shares in the Buyback.
- 16.3 All of the equity shareholders of the Company (excluding promoter, promoter group and person(s) in control) as on Record Date will be eligible to participate in the Buyback.
- 16.4 As required under the Buyback Regulations, the dispatch of the Letter of Offer shall be through electronic mode in accordance with the provisions of the Act, within 2 (two) working days from the Record Date and if any Eligible Shareholder has not registered an email address with the Depositories, or in the case of receipt of a

request from any Eligible Shareholder to receive a copy of the Letter of Offer in physical form, a physical form shall be couriered to such shareholder's registered postal address as available with the Company.

16.5 The Equity Shares proposed to be bought back by the Company shall be divided into the following 2 (two) categories and the entitlement of a shareholder in each category will be calculated. The categories are: (i) reserved category for Small Shareholders and (ii) the general category for all other Eligible Shareholders.

16.6 As defined in Regulation 2(i)(n) of the Buyback Regulations, a "Small Shareholder" is a shareholder who holds Equity Shares having market value, on the basis of closing price of shares on the stock exchanges, on which the highest trading volume in respect of the Equity Shares as on the Record Date was recorded, of not more than INR 2,00,000/- (Rupees Two Lakhs Only).

16.7 In accordance with proviso to Regulation 6 of the Buyback Regulations, 15% of the number of Equity Shares which the Company proposes to buyback or the number of Equity Shares entitled as per the shareholding of Small Shareholders as on the Record Date, whichever is higher, shall be reserved for the Small Shareholders as part of this Buyback.

16.8 Based on the holding on the Record Date, the Company will determine the entitlement of each Eligible Shareholder to tender their shares in the Buyback. This entitlement for each Eligible Shareholder will be calculated based on the number of Equity Shares held by the respective shareholder as on the Record Date and the ratio of the Buyback applicable in the category to which such shareholder belongs (**Buyback Entitlement**). The Company believes that this reservation for small shareholders would benefit a large number of the Company's public shareholders, who would be classified as "Small Shareholders". Given that the promoters, members of the promoter group and person(s) in control of the Company have expressed their intention not to participate in the Buyback, the Equity Shares held by promoters, members of promoter group and person(s) in control shall not be considered for computing the entitlement ratio, in accordance with the proviso to Regulation 4(iv)(a) of the Buyback Regulations, and to that extent, the Eligible Shareholders will have a higher Buyback Entitlement ratio.

16.9 In accordance with Regulation 9(ix) of the Buyback Regulations, to ensure that the same Eligible Shareholder(s) with multiple demat accounts/folios do not receive a higher entitlement under the Small Shareholder category, the Company will club together the Equity Shares held by such shareholders with a common PAN for determining the category (Small Shareholder or General) and entitlement under the Buyback. In case of joint shareholding, the Company will club together the Equity Shares held in cases where the sequence of the PANs of the joint shareholders is identical and where the PANs of all joint shareholders are not available, the Company will check the sequence of the names of the joint holders and club together the Equity Shares held in such cases where the name of joint shareholders are identical. In case of physical shareholders, where the sequence of PANs is identical and where the PANs of all joint shareholders are not available, the Registrar to the Buyback will check the sequence of the names of the joint holders and club together the Equity Shares held in such cases where the sequence of the PANs and name of joint shareholders are identical. The shareholding of institutional investors like mutual funds, pension funds/trusts and insurance companies etc., with common PAN will not be clubbed together for determining the category and will be considered separately, where these Equity Shares are held for different schemes and have a different demat account nomenclature based on information prepared by the Registrar and Transfer Agent as per the shareholder records received from the Depositories. Further, the Equity Shares held under the category of "clearing members" or "corporate body margin account" or "corporate body -broker" as per the beneficial position data as on the Record Date, with common PAN, are not proposed to be clubbed together for determining their entitlement and will be considered separately, where these Equity Shares are assumed to be held on behalf of clients.

16.10 After accepting the Equity Shares tendered on the basis of entitlement, the Equity Shares left to be bought back, if any, in one category shall first be accepted, in proportion to the Equity Shares tendered over and above their entitlement in the offer by Eligible Shareholders in that category, and thereafter from Eligible Shareholders who have tendered over and above their entitlement in the other category.

16.11 Eligible Shareholders' participation in the Buyback is voluntary. Eligible Shareholders may choose to participate, in part or in full, and receive cash in lieu of the Equity Shares accepted under the Buyback, or they may choose not to participate and enjoy a resultant increase in their percentage shareholding, after the completion of the Buyback, without any additional investment. Eligible Shareholders may also tender a part of their Buyback Entitlement. Eligible Shareholders also have the option of tendering Additional Equity Shares (i.e. Equity Shares over and above their Buyback Entitlement) and participate in the shortfall created due to non-participation of some other Eligible Shareholders, if any. The acceptance of any Equity Shares tendered in excess of the Buyback Entitlement by the Eligible Shareholder shall be in terms of procedure outlined herein. In case any Eligible Shareholder or any person claiming to be an Eligible Shareholder cannot participate in the Buyback Offer for any reason, the Company, the Manager and Registrar to the Buyback and their officers shall not be liable in any manner for such non-participation.

16.12 The maximum tender under the Buyback by an Eligible Shareholder cannot exceed the number of Equity Shares held by such Eligible Shareholder as on the Record Date. In case the Eligible Shareholder holds Equity Shares through multiple demat accounts, the tender through a demat account cannot exceed the number of Equity Shares held in that demat account as on the Record Date.

16.13 The Equity Shares tendered as per the entitlement by Eligible Shareholders as well as additional Equity Shares tendered, if any, will be accepted as per the procedure laid down in the Buyback Regulations. The settlement of the tenders under the Buyback will be done using the "Mechanism for acquisition of shares through Stock Exchange pursuant to Tender-Offers under Takeovers, Buy Back and Delisting" notified under the SEBI Circulars. Eligible Shareholders will receive a Letter of Offer along with a tender/offer form indicating their respective entitlement for participating in the Buyback.

16.14 Detailed instructions for participation in the Buyback (tender of Equity Shares in the Buyback) as well as the relevant time table will be included in the Letter of Offer which, along with the tender offer form, will be sent in due course to the Eligible Shareholders. However, if any Eligible Shareholder in the U.S. has not registered an email address with the Depositories, or on receipt of a request by Registrar to the Buyback and Manager to the Buyback, to receive a copy of Letter of Offer in physical format from such Eligible Shareholder (to whom Letter of Offer and tender form were emailed), a physical form shall be couriered to such shareholder's registered postal address as available with the Company.

17. PROCESS AND METHODOLOGY TO BE ADOPTED FOR BUYBACK

17.1 The Buyback is open to all Eligible Shareholders and beneficial owners of the Company, excluding promoters, promoter group and person(s) in control, holding Equity Shares either in physical or electronic form, as on the Record Date.

17.2 The Buyback shall be on a proportionate basis (subject to the reservation for Small Shareholders in accordance with the Buyback Regulations) through the "Tender Offer" route, as prescribed under the Buyback Regulations, to the extent permissible, and the "Mechanism for acquisition of shares through Stock Exchanges pursuant to Tender-Offers under Takeovers, Buyback and Delisting" as prescribed under the SEBI Circulars. The Buyback will be implemented in accordance with the Act read with the rules framed thereunder, the Buyback Regulations and on such terms and conditions as may be deemed fit by the Company.

17.3 For implementation of the Buyback, the Company has appointed Axis Capital Limited as the registered broker to the Company (the **Company's Broker**) to facilitate the process of tendering of Equity Shares through the stock exchange mechanism for the Buyback and through whom the purchases and settlements on account of the Buyback would be made by the Company. The contact details of the Company's Broker are as follows:



Name	AXIS CAPITAL LIMITED
Address	1st Floor, Axis House, P. B. Marg, Worli, Mumbai - 400 025
Tel	+91 22 4325 5517
Fax	+91 22 4325 3000
Contact Person	Ankit Gala
Email	cyient.buyback@axiscap.in
Website	www.axiscapital.co.in
SEBI Registration No.	INZ000189931

17.4 The Company shall request BSE, to provide a separate acquisition window (**Acquisition Window**) to facilitate placing of sell orders by Eligible Shareholders who wish to tender their Equity Shares in the Buyback. For the purposes of this Buyback, the Company has appointed BSE as the "Designated Stock Exchange". The details of the Acquisition Window will be specified by BSE from time to time.

17.5 During the Tendering Period, the order for selling the Equity Shares shall be placed by the Eligible Shareholders through their respective stock brokers (Stock Broker(s)) during normal trading hours of the secondary market. The Stock Brokers may enter orders for Equity Shares held in dematerialized form as well as physical form.

17.6 In the event the Stock Broker of any Eligible Shareholder is not registered with BSE as a trading member / stock broker, then that Eligible Shareholder can approach any BSE registered stock broker and can register himself by using quick unique client code (UCC) facility through the registered stock broker (after submitting all details as may be required by such registered stock broker in compliance with applicable law). In case the Eligible Shareholder is unable to register himself by using quick UCC facility through any other registered stock broker, then that Eligible Shareholder may approach the Company's Broker to place their bids, subject to completion of 'know your customer' requirements as required by the Company's Broker.

17.7 The Buyback Regulations do not restrict Eligible Shareholders from placing multiple bids and modifying bids, therefore, modification/cancellation of orders and multiple bids from a single Eligible Shareholder will only be allowed during the Tendering Period. Multiple bids made by a single Eligible Shareholder for selling Equity Shares shall be clubbed and considered as "one bid" for the purposes of Acceptance. Eligible Shareholders are requested to consult their respective Stock Brokers regarding the same.

17.8 The cumulative quantity tendered shall be made available on BSE websites at www.bseindia.com throughout the Tendering Period, and will be updated at specific intervals during the Tendering Period.

17.9 The Company will not accept any Equity Shares offered in the Buyback which are under any restraint order of a court/ any competent authority for transfer/sale of such Equity Shares and/ or title in respect of which is otherwise under dispute or where loss of share certificates has been notified to the Company and the duplicate share certificates have not been issued either due to such request being under process as per the provisions of law or otherwise. In accordance with Regulation 24(v) of the Buyback Regulations, the Company shall not buyback locked-in Equity Shares and non-transferable Equity Shares until the pendency of the lock-in or until such Equity Shares become transferable. The Company shall also not Accept the Equity Shares offered for Buyback where the title to such Equity Shares is under dispute or otherwise not clear.

17.10 The reporting requirements for Non-Resident Shareholders under FEMA and any other rules, regulations, guidelines by the RBI, for remittance of funds, shall be made by the Eligible Shareholders and/ or the Stock Brokers through which the Eligible Shareholder places the order/bid.

17.11 Procedure to be followed by Eligible Shareholders holding Equity Shares in dematerialized form:

(i) Eligible Shareholders who desire to tender their Equity Shares in the electronic form under the Buyback would have to do so through their respective Stock Broker(s) by indicating to such Stock Broker(s) the details of Equity Shares they intend to tender under the Buyback.

(ii) The Stock Broker(s) would be required to place an order/bid on behalf of the Eligible Shareholder(s) who wish to tender Equity Shares in the Buyback using the Acquisition Window of BSE.

(iii) The lien shall be marked in the demat account of the Eligible Shareholder for the shares tendered in Tender Offer. Details of shares marked as lien in the demat account of the Eligible Shareholder shall be provided by the National Securities Depository Limited and the Central Depository Services Limited (**Depositories**) to Clearing Corporation i.e. Indian Clearing Corporation Limited (**Clearing Corporation**).

(iv) The details of the settlement number under which the lien will be marked on the Equity Shares tendered for the Buyback will be provided in a separate circular to be issued by BSE or the Clearing Corporation.

(v) In case, the shareholders demat account is held with one depository and clearing member pool and Clearing Corporation account is held with other depository, shares shall be blocked in the shareholders demat account at source depository during the Tendering Period. Inter depository tender offer ("IDT") instructions shall be initiated by the Eligible Shareholders at source depository to clearing member/ Clearing Corporation account at target depository. Source depository shall block the shareholder's securities (i.e., transfers from free balance to blocked balance) and send IDT message to target depository for confirming creation of lien. Details of shares blocked in the shareholders demat account shall be provided by the target depository to the Clearing Corporation.

(vi) For custodian participant orders for demat Equity Shares, early pay-in is mandatory prior to confirmation of order by custodian. The custodian shall either confirm or reject the orders not later than the time provided by the BSE on the last day of the Tendering Period (**Buyback Window Closing Date**). Thereafter, all unconfirmed orders shall be deemed to be rejected. For all confirmed custodian participant orders, order modification by the concerned stock broker(s) shall revoke the custodian confirmation and the revised order shall be sent to the custodian again for confirmation.

(vii) Upon placing the bid, the stock broker(s) shall provide a Transaction Registration Slip (**TRS**) generated by the exchange bidding system to the Eligible Shareholder. The TRS will contain the details of order submitted such as Bid ID No., Application No., DP ID, Client ID, number of Equity Shares tendered etc. In case of non-receipt of the completed tender form and other documents, but lien marked on Equity Shares and a valid bid in the exchange bidding system, the bid by such Eligible Shareholder shall be deemed to have been accepted.

(viii) Eligible Shareholders shall also provide all relevant documents, which are necessary to ensure transferability of the Equity Shares in respect of the tender form to be sent. Such documents may include (but not be limited to):

- a. Duly attested power of attorney, if any person other than the Eligible Shareholder has signed the tender form;
- b. Duly attested death certificate and succession certificate/ legal heirship certificate, in case any Eligible Shareholder has expired; and
- c. In case of companies, the necessary certified corporate authorizations (including board and/ or general meeting resolutions).

(ix) It is clarified that in case of demat Equity Shares, submission of tender form and TRS is not required. After the receipt of the demat Equity Shares by the Clearing Corporation and a valid bid in the exchange bidding system, the Buyback shall be deemed to have been accepted, for Eligible Shareholders holding Equity Shares in demat form.

(x) Eligible Shareholders who have tendered their Demat Shares in the Buyback may deliver the Tender Form duly signed (by all Eligible Shareholders in case Demat Shares are in joint names) in the same order in which they hold the Equity Shares, along with TRS generated by the stock exchange bidding system upon placing of a bid, either by speed post or courier or hand delivery to the Registrar to the Buyback at the address mentioned on the cover page of this Letter of Offer, so that the same are received on or before the Buyback Closing Date i.e. Tuesday, 30 June 2026 (by 5:00 p.m.). The envelope should be super scribed as "Cyient Limited - Buyback Offer 2026". In the event of non-receipt of the completed Tender Form and other documents, but receipt of Equity Shares in the special account of the Clearing Corporation and a valid bid in the stock exchange bidding system, the Buyback shall be deemed to have been accepted for such shareholders holding Demat Shares.

(xi) The Eligible Shareholders will have to ensure that they keep the DP account active and unblocked to receive credit in case of return of Equity Shares due to rejection or due to prorated Buyback decided by the Company. Further, Eligible Shareholders will have to ensure that they keep the bank account attached with the DP account active and updated to receive credit remittance due to acceptance of Buyback of shares by the Company. In the event if any Equity Shares are tendered to Clearing Corporation, excess dematerialized Equity Shares or unaccepted dematerialized Equity Shares, if any, tendered by the Eligible Shareholders would be returned to them by Clearing Corporation. If the security transfer instruction is rejected in the depository system, due to any issue then such securities will be transferred to the shareholder broker's depository pool account for onward transfer to the Eligible Shareholder. In case of custodian participant orders, excess dematerialized shares or unaccepted dematerialized shares, if any, will be refunded to the respective custodian depository pool account.

17.12 Procedure to be followed by the Eligible Shareholders holding Equity Shares in physical form:

In accordance with SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/144 dated July 31, 2020, Eligible Shareholders holding Equity Shares in physical form can participate in the Buyback. Nevertheless, Eligible Shareholders holding Equity Shares in physical form are urged to have their Equity Shares dematerialized so as to be able to freely transfer them and participate in corporate actions in a convenient and effective manner. The procedure is as below:

(i) Eligible Shareholders who are holding physical Equity Shares and intend to participate in the Buyback will be required to approach their respective Stock Brokers along with the complete set of documents for verification procedures to be carried out including the (i) the Tender Form duly signed by all Eligible Shareholders (in case shares are in joint names, in the same order in which they hold the shares), (ii) original share certificate(s), (iii) valid share transfer form(s) duly filled and signed by the transferors (i.e. by all registered Eligible Shareholders in same order and as per the specimen signatures registered with the Company) and duly witnessed at the appropriate place authorizing the transfer in favour of the Company, (iv) duly filled Form ISR-4 by all registered Eligible Shareholders in same order and as per the specimen signatures registered with the Company, (v) latest Client Master List ("CML") of the demat account, not older than two months and duly attested by the Depository Participant ("DP") and duly filled in demat conversion request form ("DCRF") along with the service request to process transfer of balance unaccepted shares (iv) self-attested copy of the Eligible Shareholder's PAN Card, and (v) any other relevant documents such as power of attorney, corporate authorization (including board resolution/specimen signature), notarised copy of death certificate and succession certificate or probated will, if the original shareholder has deceased, etc., as applicable. In addition, if the address of an Eligible Shareholder has undergone a change from the address registered in the Register of Members of the Company, the Eligible Shareholder would be required to submit a self-attested copy of address proof consisting of any one of the following documents: valid Aadhaar Card, Voter Identity Card or Passport.

(ii) Based on the aforesaid documents, the concerned Stock Broker shall place the bid on behalf of Eligible Shareholders holding Equity Shares in physical form and intending to tender Equity Shares in the Buyback using the Acquisition Window of BSE. Upon placing the bid, the Stock Broker shall provide a TRS generated by the exchange bidding system to the Eligible Shareholder. The TRS will contain the details of order submitted like folio number, Equity Share certificate number, distinctive number, number of Equity Shares tendered, etc.

(iii) The Stock Broker / Eligible Shareholder who places a bid for physical Equity Shares is required to deliver the original Equity Share certificate(s) and documents (as mentioned above) along with TRS generated by stock exchange bidding system upon placing of bid, either by speed post or courier or hand delivery to Registrar to the Buyback, at its office provided in Paragraph 19 below, within 2 (two) days of bidding by stock broker. However, in case the bids are placed by the Stock Broker during the last two days of the Tendering Period, the Stock Broker/Eligible Shareholder should ensure that documents reach the Registrar on or before the Buyback Window Closing Date. The envelope should be super scribed as Cyient Limited - Buyback Offer 2026. One copy of the TRS will be retained by Registrar to the Buyback and it will provide acknowledgement of the same to the Stock Broker / Eligible Shareholder.

(iv) Eligible Shareholders holding physical Equity Shares should note that physical Equity Shares will not be accepted unless the complete set of documents is submitted. Acceptance of the physical Equity Shares for Buyback by the Company shall be subject to verification as per the Buyback Regulations and any further directions issued in this regard. The Registrar to the Buyback will verify such bids based on the documents submitted on a daily basis and till such time BSE shall display such bids as 'unconfirmed physical bids'. Once the Registrar to the Buyback confirms the bids it will be treated as 'Confirmed Bids'.

(v) In case any Eligible Shareholder has submitted Equity Shares in physical form for dematerialization, such Equity Shareholders should ensure that the process of getting the Equity Shares dematerialized is completed well in time so that they can participate in the Buyback before Buyback Window Closing Date.

(vi) An unregistered shareholder holding physical shares may also tender his shares for Buyback by submitting the duly executed transfer deed for transfer of shares, purchased prior to Record Date, in his name, along with the offer form, copy of his PAN card and of the person from whom he has purchased shares and other relevant documents as required for transfer, if any. In the tendering process, the seller broker may also process the orders received from the Eligible shareholders.

(vii) Even if the Eligible Shareholder does not receive the Letter of Offer along with tender form, the Eligible Shareholder may participate and tender their Equity Shares in the Buyback.

17.13 For Equity Shares held by Eligible Shareholders, being Non-Resident Shareholders of Equity Shares

(i) While tendering their Equity Shares under the Buyback, all Eligible Shareholders being Non-Resident Shareholders (excluding FIIs) shall provide relevant confirmations/ declarations vide the duly filled in and signed (by all shareholders in case the Equity Shares are held in joint names) Tender Forms (including a copy of the permission received from RBI wherever applicable). In the event relevant confirmations / declarations are not provided in the Tender Forms or there is ambiguity in the information provided, the Company reserves the right to reject such Tender Forms.

(ii) In case the Equity Shares are held on repatriation basis, the Non-Resident Eligible Shareholder shall obtain and enclose a letter from its authorized dealer/bank confirming that at the time of acquiring the said Equity Shares, payment for the same was made by the non-resident Eligible Shareholder from the appropriate account (e.g. NRE a/c.) as specified by RBI in its approval. In case the Non-Resident Eligible Shareholder is not in a position to produce the said certificate, the Equity Shares would be deemed to have been acquired on non-repatriation basis and in that case the Non-Resident Eligible Shareholder shall submit a consent letter addressed to the Company allowing the Company to make the payment on a non-repatriation basis in respect of the valid Equity Shares Accepted under the Buyback.

(iii) Eligible Shareholders who are FIIs/FPIs should also enclose a copy of their SEBI registration certificate.

(iv) Eligible Shareholders, being Non-Resident Shareholders shall complete all relevant regulatory/statutory filings and compliances under applicable law, including Foreign Exchange and Management Act, 1999 and applicable regulations made thereunder.

If any of the above stated documents, as applicable, are not enclosed along with the Tender Form, the Equity Shares tendered under the Buyback are liable to be rejected.

18. COMPLIANCE OFFICER

The details of the Compliance Officer are set out below:

Name	Sudheendra Putty
Designation	Company Secretary and Compliance Officer
Address	4 th Floor, A wing, 11, Software Units Layout, Madhapur, Hyderabad - 500 081
Tel	+91 40 6764 1322
Email	Company.secretary@cyient.com
Website	www.cyient.com

Eligible Shareholders may contact the Compliance Officer for any clarification or to address their grievances, if any, during 10:00 a.m. to 5:00 p.m. on any day except Saturday, Sunday and public holidays.

19. INVESTOR SERVICE CENTRE AND REGISTRAR TO THE BUYBACK

In case of any query, the shareholders may also contact KFin Technologies Limited, the Registrar to the Buyback, appointed as the Investor Service Centre for the purposes of the Buyback, on any day except Saturday and Sunday and public holiday between 10:00 a.m. to 5:30 p.m. at the following address:



Registrar to the issue	Kfin Technologies Limited
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana - 500 032
Tel	+91 40 6716 2222/18003094001
Fax	+91 40 6716 1563
Contact Person	M. Murali Krishna
Email	cyient.buyback@kfintech.com
Website	www.kfintech.com
Investor Grievance Email	einward.ris@kfintech.com
SEBI Registration No.	INR000000221
Validity Period	Permanent
CIN	L72400MH2017PLC444072

20. MANAGER TO THE BUYBACK



Name	AXIS CAPITAL LIMITED
Address	1st Floor, Axis House, P. B. Marg, Worli, Mumbai - 400 025
Tel	+91 22 4325 2183
Fax	+91 22 4325 3000
Contact Person	Pavan Naik/Simran Gadh
Email	cyient.buyback@axiscap.in
Website	www.axiscapital.co.in
SEBI Registration No.	INM000012029

21. DIRECTOR'S RESPONSIBILITY

As per Regulation 24(i)(a) of the Buyback Regulations, the Board accepts responsibility for all the information contained in this Public Announcement and for the information contained in all other advertisements, circulars, brochures, publicity materials etc., which may be issued in relation to the Buyback, and confirms that the information in such documents contain and will contain true, factual and material information and does not and will not contain any misleading information. This Public Announcement is issued under the authority of the Buyback Committee-2026 in terms of the resolution dated 11 June 2026.

For and on behalf of the Board of Directors of Cyient Limited

Sd/- Bodanapu Ganesh Venkat Krishna Managing Director DIN: 00605187	Sd/- Venkat Rama Mohan Reddy Bodanapu Director DIN: 00058215	Sd/- Sudheendra Putty Company Secretary & Compliance Officer Membership No.: FCS 5689
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Date : 11 June 2026

Place : Hyderabad

Additional information pursuant to U.S. Law:

The Buyback for the outstanding Equity Shares of the Company referenced herein has not yet commenced. The communication is provided for informational purposes only and is neither an offer to purchase nor a solicitation of an offer to purchase any securities of the Company pursuant to Company's Buyback or otherwise. Any offer to purchase or solicitation of offer to sell will be made pursuant to a letter of offer and other documents relating to the Buyback. The Company's security holders are advised to carefully read these documents, any amendments to these documents and any other documents relating to the Buyback in their entirety prior to making any decision with respect to the Company's Buyback because these documents contain important information, including the terms and conditions of the Buyback.