

eClerx

eClerx Services Limited

Corporate Identification Number (CIN): L72200MH2000PLC125319
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29 Bank Street, Fort, Mumbai - 400 023, Maharashtra, India.
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POST BUY BACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/
BENEFICIAL OWNERS OF EQUITY SHARES OF ECLERX SERVICES LIMITED

This post Buy Back public advertisement (the “**Post Buy Back Public Announcement**”) is being made in accordance with Regulation 24(vi) and other applicable provisions of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended (“**SEBI Buy Back Regulations**”) regarding completion of the Buy Back. This Post Buy Back Public Announcement should be read in conjunction with the public announcement dated December 5, 2025 published on December 6, 2025 (“**Public Announcement**”), addendum to public announcement dated December 16, 2025 published on December 17, 2025 (“**Addendum**”) and the letter of offer dated December 18, 2025 (“**Letter of Offer**”), issued in connection with the Buy Back.

Unless specifically defined herein, capitalised terms and abbreviations used herein have the same meaning as ascribed to them in the Public Announcement and the Letter of Offer.

1. BUY BACK

- 1.1. eClerx Services Limited (the “**Company**”) had announced the Buy Back of up to 625,000 (Six Hundred Twenty Five Thousand) fully paid-up equity shares of face value of ₹ 10/- (Rupees Ten only) each of the Company (“**Equity Shares**” or “**Shares**”), at a price of ₹ 4,800/- (Rupees Four Thousand Eight Hundred only) per Equity Share payable in cash for an aggregate amount of up to ₹ 3,000 Million (Rupees Three Thousand Million only), excluding expenses incurred or to be incurred for the Buy Back, which represents 21.08% and 13.80% of the aggregate of Company’s fully paid-up Equity Share capital and free reserves as per the latest audited standalone and consolidated financial statements as on March 31, 2025 respectively, through the tender offer route using the stock exchange mechanism, on a proportionate basis from all the equity shareholders/beneficial owners of the Equity Shares of the Company as on the Record Date, in accordance with the Act and the SEBI Buy Back Regulations.
- 1.2. The Company adopted the Tender Offer route for the purpose of the Buy Back. The Buy Back was implemented using the “Mechanism for acquisition of shares through Stock Exchange” notified by SEBI vide circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015 read with SEBI Circular CFD/DCR2/CIR/P/2016/131 dated December 09, 2016, read with SEBI Circular SEBI/HO/CFD/DCR/III/CIR/P/2021/615 dated August 13, 2021 and circular bearing number SEBI/HO/CFD/PoD-2/P/CIR/2023/35 dated March 08, 2023 including any amendments or statutory modifications for the time being in force. The Buy Back was implemented on BSE Limited.
- 1.3. The Buy Back Opening Date was Monday, December 22, 2025 and the Buy Back Closing Date was Monday, December 29, 2025.

2. DETAILS OF THE BUY BACK

- 2.1. The total number of Equity Shares bought back by the Company in the Buy Back were 625,000 (Six Hundred Twenty Five Thousand) Equity Shares, at the price of ₹ 4,800/- (Rupees Four Thousand Eight Hundred Only) per Equity Share.
- 2.2. The total amount utilized in the Buy Back was ₹ 3,000 Million (Rupees Three Thousand Million Only), excluding Transaction Costs.
- 2.3. The Registrar to the Buy Back i.e. KFin Technologies Limited (“**Registrar**”), considered a total of 1,802 valid bids for 1,311,679 (One Million Three Hundred Eleven Thousand Six Hundred Seventy Nine) Equity Shares in response to the Buy Back, which is approximately 2.10 times the maximum number of Equity Shares proposed to be bought back. The details of the valid bids considered by the Registrar are as follows:

Category of Shareholders	No. of Equity Shares reserved in the Buy Back	No. of valid Bids	Total no. of Equity Shares validly tendered	Response (%)
Reserved category for Small Shareholders	93,750	1,448	19,992	21.32
General category for all other Eligible Shareholders	531,250	354	1,291,687	243.14
Total	625,000	1,802	1,311,679	209.87

- 2.5. All valid bids were considered for the purpose of acceptance in accordance with the SEBI Buy Back Regulations and the Letter of Offer. The communication of acceptance/rejection was sent by the Registrar to the Eligible Shareholders, on Friday, January 2, 2026 (by email where the email id is registered with the Company or the depositories).
- 2.6. The settlement of all valid bids was completed by Indian Clearing Corporation Limited (“**Clearing Corporation**”) on Friday, January 2, 2026. The Clearing Corporation has made direct funds pay-out to Eligible Shareholders whose shares have been accepted under the Buy Back. If bank account details of any Eligible Shareholders were not available or if the funds transfer instruction was rejected by the Reserve Bank of India/ relevant bank(s), due to any reasons, then the amount payable to the concerned shareholder was transferred to the Seller Members for onward transfer to such shareholders.
- 2.7. Equity Shares held in dematerialized form accepted under the Buy Back were transferred to the Company’s demat account on Friday, January 2, 2026. No Equity Shares were tendered in physical form. The unaccepted dematerialized Equity Shares have been returned to respective Eligible Shareholders/custodians by release of lien on such Equity Shares by the Clearing Corporation on Friday, January 2, 2026.
- 2.8. The extinguishment of 625,000 (Six Hundred Twenty Five Thousand) Equity Shares accepted under the Buy Back, comprising of 625,000 (Six Hundred Twenty Five Thousand) Equity Shares in dematerialized form, is currently under process and will be completed in accordance with the SEBI Buy Back Regulations, on or before Tuesday, January 13, 2026.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

- 3.1. The capital structure of the Company pre and post Buy Back is set forth below:

Sr. No.	Particulars	Amount (in ₹)
A	AUTHORISED SHARE CAPITAL	
	100,000,000 Equity shares of ₹ 10/- each	1,000,000,000
B	ISSUED, SUBSCRIBED AND PAID UP CAPITAL BEFORE THE BUY BACK[#]	
	47,650,359 Equity shares of ₹ 10/- each	476,503,590
C	ISSUED, SUBSCRIBED AND PAID UP CAPITAL AFTER THE BUY BACK[*]	
	47,025,359 Equity shares of ₹ 10/- each	470,253,590

[#]As on the Record date

^{*}Subject to extinguishment of 625,000 (Six Hundred Twenty Five Thousand) Equity Shares accepted in the Buy Back

- 3.2. Details of the Eligible Shareholders from whom Equity Shares exceeding 1% of the total Equity Shares have been bought back under the Buy Back are as mentioned below:

Sr. No.	Name of the Eligible Shareholder	No. of Equity Shares accepted under the Buy Back	Equity Shares accepted as a % of the total Equity Shares bought back	Equity Shares accepted as a % of the total post Buy Back Equity Share capital of the Company [*]
1.	HDFC Mutual Fund (Multiple Schemes)	1,86,050	29.77	0.40
2.	Bandhan Small Cap Fund	1,25,096	20.02	0.27
3.	Ashoka Whiteoak ICAV - Ashoka Whiteoak India Opportunities Fund	57,059	9.13	0.12
4.	Mahindra Manulife Small Cap Fund	33,278	5.32	0.07
5.	ICICI Prudential Smallcap Index Fund	31,425	5.03	0.07
6.	Baroda BNP Paribas Small Cap Fund	26,564	4.25	0.06
7.	Whiteoak Mutual Fund (Multiple Schemes)	24,986	4.00	0.05
8.	Schroder International Selection Fund Indian Opportunities	24,149	3.86	0.05
9.	Bajaj Life Insurance Limited	16,211	2.59	0.03
10.	Trust Mutual Fund - Trust MF Small Cap Fund	12,151	1.94	0.03
11.	CAISSE DE Depot ET Placement DU Quebec Institutional Asset Management BV	8,582	1.37	0.02
12.	AL Mehwar Commercial Investment L.L.C. - (Whiting)	8,378	1.34	0.02
13.	Axis Mutual Fund (Multiple Schemes)	8,210	1.31	0.02
14.	Public Employees Retirement System of OHIO	6,564	1.05	0.01

^{*}Subject to extinguishment of 625,000 (Six Hundred Twenty Five Thousand) Equity Shares accepted in the Buy Back.

- 3.3. The shareholding pattern of the Company, prior to the Buy Back (i.e. as of the Record Date, being Wednesday, December 17, 2025) and post the completion of the Buy Back is as follows:

Particulars	Pre Buy Back [#]		Post Buy Back [*]	
	No. of Equity Shares	% of total outstanding Equity Shares	No. of Equity Shares	% of total outstanding Equity Shares
Promoter and Promoter Group	25,640,350	53.81	25,640,350	54.52
Financial Institutions/Banks/AIFs and Mutual Funds	11,462,933	24.06	21,385,009	45.48
Foreign Investors (including Non Resident Indians/FPI/Foreign Nationals/Foreign Bodies Corporate etc.)	532,409	1.12		
Others (public, public body corporates, trust etc.)	10,014,667	21.02		
TOTAL	47,650,359	100.00	47,025,359	100.00

[#]As on the Record date

^{*}Subject to extinguishment of 625,000 (Six Hundred Twenty Five Thousand) Equity Shares accepted in the Buy Back

4. MANAGER TO THE BUY BACK



EMKAY GLOBAL FINANCIAL SERVICES LIMITED
Contact Person: Mr. Deepak Yadav/Ms. Heena Sharma
Regd. Off.: The Ruby, 7th Floor, Senapati Bapat Marg, Dadar (West), Mumbai - 400028, Maharashtra, India.
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Website: www.emkayglobal.com
SEBI Regn. No.: INM000011229
Validity Period: Permanent
CIN: L67120MH1995PLC084899

5. DIRECTORS RESPONSIBILITY

As per Regulation 24(i)(a) of the SEBI Buy Back Regulations, the Board of Directors of the Company (“**Board**”) accepts responsibility for the information contained in this Post Buy Back Public Announcement and confirms that this Post Buy Back Public Announcement contains true, factual and material information and does not contain any misleading information.

This Post Buy Back Public Announcement is issued under the authority of the Board in terms of the resolution passed by the Board on October 24, 2025 and by the Buy Back Committee on January 2, 2026.

For and on behalf of the Board of Directors of eClerx Services Limited		
Sd/-	Sd/-	Sd/-
Kapil Jain Managing Director & Group CEO DIN: 10170402 Place: London	Amit Majmudar Non-Executive Independent Director DIN: 00565425 Place: Mumbai	Pratik Bhanushali VP- Legal & Company Secretary (ICSI Membership No.: F8538) Place: Mumbai