16W x 41H

CMS | UNIFIED PLATFORM. LIMITLESS POSSIBILITIES.

CMS INFO SYSTEMS LIMITED

Corporate Identity Number: L45200MH2008PLC180479

Registered Office: T-151, 5th Floor, Tower No.10, Railway Station Complex, Sector-11, CBD Belapur, Navi Mumbai, Thane, Maharashtra – 400614, India.

Tel. No.: +91 8976781368 | **E-mail**: company.secretary@cms.com | **Website**: www.cms.com

Contact Person: Mr. Debashis Dey, Company Secretary and Compliance Officer

POST BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE ELIGIBLE EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF CMS INFO SYSTEMS LIMITED

This post buyback public announcement (the "**Post Buyback Public Announcement**") is being made in accordance with Regulation 24(vi) and other applicable provisions of the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, as amended ("**Buyback Regulations**") informing completion of the Buyback. This Post Buyback Public Announcement should be read in conjunction with the public announcement dated May 16, 2026 published on May 18, 2026 ("**Public Announcement**") and the letter of offer dated May 23, 2026 ("**Letter of Offer**"), issued in connection with the Buyback.

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. BUYBACK

1.1. CMS Info Systems Limited (the "**Company**") had announced the Buyback of up to 49,39,126 (Forty Nine Lakh Thirty Nine Thousand One Hundred Twenty Six) fully paid-up Equity Shares at a price of ₹340/- (Rupees Three Hundred Forty only) per Equity Share payable in cash for an aggregate amount of up to ₹167,93,02,840/- (Rupees One Hundred Sixty Seven Crore Ninety Three Lakh Two Thousand Eight Hundred Forty only), excluding Transaction Costs, which represents 7.56% (seven decimal five six percent) and 7.17% (seven decimal one seven percent) of the aggregate of the total paid-up equity share capital, free reserves and securities premium of the Company as per the audited standalone and consolidated financial statements of the Company as at March 31, 2026, 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 i.e. Friday, May 22, 2026, in accordance with the Companies Act, 2013 ("**the Act**") and the Buyback Regulations.

1.2. The Buyback 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. BSE Limited ("**BSE**") was appointed as the Designated Exchange for the Buyback.

1.3. The Buyback opened on Friday, May 29, 2026 and closed on Thursday, June 4, 2026.

2. DETAILS OF THE BUYBACK

2.1. The total number of Equity Shares bought back by the Company in the Buyback were 49,39,126 (Forty Nine Lakh Thirty Nine Thousand One Hundred Twenty Six) Equity Shares, at the price of ₹ 340/- (Rupees Three Hundred Forty only) per Equity Share.

2.2. The total amount utilized in the Buyback was ₹167,93,02,840/- (Rupees One Hundred Sixty Seven Crore Ninety Three Lakh Two Thousand Eight Hundred Forty Only), excluding Transaction Costs.

2.3. The Registrar to the Buyback i.e. MUFG Intime India Private Limited ("**Registrar to the Buyback**" / "**Registrar**"), considered a total of 11,854 valid bids (after technical rejections) for 4,47,79,976 (Four Crore Forty Seven Lakh Seventy Nine Thousand Nine Hundred Seventy Six) Equity Shares in response to the Buyback, which is 9.07 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 Buyback	No. of valid Bids	Total no. of Equity Shares validly tendered	Response (%)
Reserved category for Small Shareholders	7,40,869	9,340	11,89,823	160.60%
General category for all other Eligible Shareholders	41,98,257	2,514	4,35,90,153	1038.29%
Total	**49,39,126**	**11,854**	**4,47,79,976**	**906.64%**

2.4. All valid bids were considered for the purpose of acceptance in accordance with the Buyback Regulations and the Letter of Offer. The communication of acceptance/ rejection was sent by the Registrar to the Eligible Shareholders who had tendered their shares pursuant to the Offer, on June 11, 2026 (by email, where their email id was registered with the Company or the Depositories and by ordinary post, where their email id was not registered with the Company or the Depositories).

2.5. The settlement of all valid bids was completed by Indian Clearing Corporation Limited ("**Clearing Corporation**") on June 11, 2026. The Clearing Corporation has made direct funds pay-out to Eligible Shareholders whose shares have been accepted under the Buyback. If bank account details of any Eligible Shareholders were not available or if the funds transfer instruction was rejected by the Reserve Bank of India/ relevant bank(s), due to any reasons, then the amount payable to the concerned shareholder was transferred to the Stock Brokers for onward transfer to such shareholders.

2.6. Equity Shares held in dematerialized form accepted under the Buyback were transferred to the Company's demat account on June 11, 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 June 11, 2026.

2.7. The extinguishment of 49,39,126 (Forty Nine Lakh Thirty Nine Thousand One Hundred Twenty Six) Equity Shares accepted under the Buyback, in dematerialized form, is currently under process and will be completed in accordance with the Buyback Regulations and the Act, on or before June 22, 2026.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

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

Sr. No.	Particulars	Pre-Buyback# (₹)	Post Completion of Buyback* (₹)
1	**Authorised Share Capital**	188,00,00,000 (18,80,00,000 Equity Shares of face value ₹10 each)	188,00,00,000 (18,80,00,000 Equity Shares of face value ₹10 each)
2	**Issued, Subscribed and Paid-up Share Capital**	164,63,75,410 (16,46,37,541 fully paid-up Equity Shares of face value ₹10 each)	159,69,84,150 (15,96,98,415 fully paid-up Equity Shares of face value ₹10 each)

 # As on the Record date

**Subject to extinguishment of 49,39,126 (Forty Nine Lakh Thirty Nine Thousand One Hundred Twenty Six) Equity Shares accepted in the Buyback*

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

Sr. No.	Name of the Eligible Shareholder	No. of Equity Shares accepted under the Buyback	Equity Shares accepted as a % of the total Equity Shares bought back	Equity Shares accepted as a % of the total post Buyback Equity Share capital of the Company*
1.	Parag Parikh Mutual Fund (Multiple Schemes)	9,26,606	18.76%	0.58%
2.	SBI Small Cap Fund	4,16,466	8.43%	0.26%
3.	Goldman Sachs Funds - Goldman Sachs India Equity Portfolio	3,07,310	6.22%	0.19%
4.	Rajiv Kaul	2,98,099	6.04%	0.19%
5.	ICICI Prudential Mutual Fund (Multiple Schemes)	2,90,525	5.88%	0.18%
6.	Government Pension Fund Global	2,89,731	5.87%	0.18%
7.	Kotak Mahindra Trustee Co Ltd A/C Kotak Business Cycle Fund	2,37,624	4.81%	0.15%
8.	CSIM India Opportunities Fund 1	1,19,462	2.42%	0.07%
9.	Aditya Birla Sun Life Trustee Private Limited A/C Aditya Birla Sun Life Digital	1,03,349	2.09%	0.06%
10.	Public Sector Pension Investment Board – IIFL Asset Management Limited	82,464	1.67%	0.05%
11.	New Mark Capital AIF LLP	79,195	1.60%	0.05%
12.	MNCL Capital Compounder Fund 2	67,923	1.38%	0.04%

**Subject to extinguishment of 49,39,126 (Forty Nine Lakh Thirty Nine Thousand One Hundred Twenty Six) Equity Shares accepted in the Buyback*

3.3. The shareholding pattern of the Company, prior to the Buyback (i.e., as of the Record Date, being Friday, May 22, 2026) and post the completion of the Buyback is as follows:

Particulars	Pre Buyback#		Post Buyback*	
	No. of Equity Shares	% of total outstanding Equity Shares	No. of Equity Shares	% of total outstanding Equity Shares
Promoter and Promoter Group	-	0.00%	-	0.00%
Foreign Investors (including OCBs/FIIs/FPIs/NRIs)	4,44,08,364	26.97%	15,96,98,415	100.00%
Indian Financial Institutions/ Banks/Mutual Funds/ Govt. Companies	5,68,54,844	34.53%		
Public including other Bodies Corporate	6,33,74,333	38.49%		
TOTAL	**16,46,37,541**	**100%**	**15,96,98,415**	**100%**

 # As on the Record date

**Subject to extinguishment of 49,39,126 (Forty Nine Lakh Thirty Nine Thousand One Hundred Twenty Six) Equity Shares accepted in the Buyback*

4. MANAGER TO THE BUYBACK

EY Shape the future with confidence

Ernst & Young Merchant Banking Services LLP
Address: The Ruby, 14th Floor, 9 Senapati Bapat Marg, Dadar (W), Mumbai, Maharashtra – 400028
Tel. no.: +91 22 6192 0000
Contact person: Gigy Mathew/ Sarthak Thorve
Email: cms.2026@in.ey.com
Website: https:// www.ey.com/en_in/services/strategy-transactions/merchant-banking-services
Investor Grievance mail: investorgrievances@in.ey.com
SEBI Registration No.: INM000010700
Validity period: Permanent
LLP Identity Number: AAO-2287

5. DIRECTORS RESPONSIBILITY

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

This Post Buyback Public Announcement is issued under the authority of the Board in terms of the resolution passed by the Board on May 14, 2026 and circular resolution passed by the Buyback Committee on June 12, 2026.

For and on behalf of the Board of Directors of CMS Info Systems Limited		
Sd/-	Sd/-	Sd/-
Rajiv Kaul Executive VC & CEO DIN: 02581313	Vishnu Jerome Independent Director DIN: 05325285	Debashis Dey Company Secretary & Compliance Officer (ICSI Membership No.: A18118)

Date: June 12, 2026

Place: Mumbai