



Hinduja Global Solutions Limited

Corporate Identification Number (CIN): L92199MH1995PLC084610

Registered Office and Correspondence Address: Hinduja House, 171, Dr. Annie Besant Road, Worli, Mumbai - 400018, Maharashtra.

Corporate Office: Gold Hill Square Software Park, 1st Floor, No. 690, Hosur Road, Bommanahalli, Bengaluru - 560068. | Tel: +91 22 6136 0407

Website: www.hgs.cx | E-mail ID: investor.relations@teamhgs.com | Contact Person: Mr. Narendra Singh, Company Secretary and Compliance Officer

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/ BENEFICIAL OWNERS OF EQUITY SHARES OF HINDUJA GLOBAL SOLUTIONS LIMITED (THE "COMPANY") IN CONNECTION WITH THE BUYBACK OF EQUITY SHARES THROUGH THE TENDER OFFER UNDER THE SEBI BUYBACK REGULATIONS.

OFFER TO BUYBACK UPTO 60,00,000 (SIXTY LAKH) FULLY PAID-UP EQUITY SHARES OF THE COMPANY, HAVING FACE VALUE OF ₹10 (RUPEES TEN ONLY) EACH ("EQUITY SHARES"), REPRESENTING 11.42% OF THE TOTAL NUMBER OF EQUITY SHARES IN THE PAID-UP EQUITY CAPITAL OF THE COMPANY, FROM THE EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF EQUITY SHARES OF THE COMPANY AS ON MARCH 6, 2023 (RECORD DATE) ON A PROPORTIONATE BASIS, THROUGH THE "TENDER OFFER" ROUTE AS PRESCRIBED UNDER THE SEBI BUYBACK REGULATIONS USING THE STOCK EXCHANGE MECHANISM, AT A PRICE OF ₹1,700 (RUPEES ONE THOUSAND AND SEVEN HUNDRED ONLY) PER EQUITY SHARE, PAYABLE IN CASH, FOR AN AGGREGATE AMOUNT NOT EXCEEDING ₹1020,00,00,000 (RUPEES ONE THOUSAND AND TWENTY CRORE ONLY) EXCLUDING TRANSACTION COSTS (THE "BUYBACK").

This offer opening advertisement ("Offer Opening Advertisement") is being issued by the Company to the Equity Shareholder(s)/ Beneficial Owner(s) holding Equity Shares on the Record Date (i.e. March 06, 2023) ("Eligible Shareholders") in connection with the Buyback.

This Offer Opening Advertisement is to be read together with:

- The public announcement, made in accordance with the SEBI Buyback Regulations, dated January 30, 2023 and published on January 31, 2023 in all editions of the Business Standard English (English national daily) and Business Standard Hindi (Hindi national daily) and the Mumbai edition of the Marathi daily, Sakal (Marathi being the regional language in the state where the registered office of the Company is domiciled), each with wide circulation; and
- The letter of offer dated May 10, 2023 with form of acceptance cum acknowledgement and Share Transfer Form (Form SH-4) in connection with the Buyback ("Letter of Offer").

In terms of Regulation 8(i) of the SEBI Buyback Regulations, the Draft Letter of Offer was submitted to the Securities and Exchange Board of India ("SEBI") on February 7, 2023. SEBI, vide its letter bearing reference no. SEBI/HO/CFD/CFD-RAC-DCR1/P/OW/2023/18497/1 dated May 09, 2023 ("SEBI Observation Letter"), issued its comments on the Draft Letter of Offer in terms of Regulation 8(ii) of the SEBI Buyback Regulations. These comments have been suitably incorporated in the Letter of Offer.

The dispatch of the Letter of Offer to the Eligible Shareholders of the Company holding Equity Shares on the Record Date i.e. March 06, 2023 has been completed by Monday, May 15, 2023 through electronic mode to the Eligible Shareholders whose e-mail IDs are available with the Company / Depositories and through speed post/ registered post at the address registered in India for all the remaining Eligible Shareholders.

The Letter of Offer and the Tender Forms are available on the website of the Company <https://hgs.cx/investors/investors-buyback-offer/>, SEBI (www.sebi.gov.in), the Registrar to the Buyback <https://kosmic.kfintech.com/karisma/buybackofferv2.aspx> and the Stock Exchanges i.e., NSE (www.nseindia.com) and BSE (www.bseindia.com). In case of non-receipt of the Letter of Offer, the Eligible Shareholders, if they so desire, may download the Letter of Offer or the Tender Forms from the websites indicated above.

The schedule of activities for the Buyback is as follows:

Sl.	Activity	Date	Day
1.	Date of Board Meeting approving the proposal for the Buyback	December 19, 2022	Monday
2.	Date of declaration of results of postal ballot for special resolution by the Equity Shareholders of the Company, approving the Buyback	January 27, 2023	Friday
3.	Date of the Public Announcement for the Buyback	January 30, 2023	Monday
4.	Date of publication of the Public Announcement for Buyback	January 31, 2023	Tuesday
5.	Record Date for determining the Buyback Entitlement and the names of Eligible Shareholders	March 6, 2023	Monday
6.	Buyback Opening Date	May 22, 2023	Monday
7.	Buyback Closing Date	June 02, 2023	Friday
8.	Last date of receipt of completed Tender Form and other specified documents by the Registrar	June 02, 2023	Friday
9.	Last date of verification of Tender Forms by Registrar to the Buyback	June 02, 2023	Friday
10.	Last date of intimation to the Designated Stock Exchange regarding acceptance or non-acceptance of tendered Equity Shares by the Registrar	June 12, 2023	Monday
11.	Last date of completion of settlement of bids by the Clearing Corporation/ Designated Stock Exchange	June 13, 2023	Tuesday
12.	Last date of dispatch of share certificate(s) by the Registrar to the Buyback/unblocking/return of unaccepted Equity Shares by Designated Stock Exchange to Eligible Shareholders/ Seller Member	June 13, 2023	Tuesday
13.	Last date for payment of consideration to Eligible Shareholders who participated in the Buyback	June 13, 2023	Tuesday
14.	Last Date of Extinguishment of Equity Shares bought back	June 20, 2023	Tuesday

Note: Where last dates are mentioned for certain activities, such activities may happen on or before the respective last dates. We request you to refer to the website of the Designated Stock Exchange for any notice in this regard.

It may please be noted that the Buyback shall be implemented using the "Mechanism for acquisition of shares through Stock Exchange" notified by the SEBI Circulars and following the procedure prescribed in the Companies Act, 2013 read with the Companies (Share Capital and Debentures) Rules, 2014 and the SEBI Buyback Regulations and as may be determined by the Board (including the Buyback Committee authorized to complete the formalities of Buyback) and on such terms and conditions as may be permitted by law from time to time. The Buyback is open to all Eligible Shareholders/ Beneficial Owners holding Equity Shares either in physical

and/or in dematerialized form as on Record Date. In this regard, the Company has requested BSE to provide a separate window (the Acquisition Window) to facilitate placing of sell orders by the Eligible Shareholders who wish to tender Equity Shares in the Buyback. For the purpose of this Buyback, BSE Limited is appointed as the Designated Stock Exchange. The details of the Acquisition Window will be specified by BSE from time to time. All Eligible Shareholders may place orders in the Acquisition Window, through their respective stockbrokers ("Seller Broker") during normal trading hours of the secondary market. For detailed process of tendering Equity Shares by Eligible Shareholders, please refer to Procedure for Tendering Shares and Settlement on page 38 of the Letter of Offer.

In the event Seller Broker(s) of Eligible Shareholder is not registered with BSE as a trading member/ stockbroker, then the Eligible Shareholders can approach any BSE registered stockbroker and can register themselves by using quick unique client code ("UCC") facility through the BSE registered stock broker (after submitting all details as may be required by such BSE registered stock broker in compliance with applicable law). In case the Eligible Shareholders are unable to register using UCC facility through any other BSE registered broker, Eligible Shareholders may approach the Company's Broker i.e. Motilal Oswal Financial Services Limited to place their bids, by using UCC facility after submitting requisite documents.

The non-receipt of the letter of offer by, or accidental omission to dispatch the Letter of Offer to any person who is eligible to receive the same to participate in the buyback, shall not invalidate the buyback offer in any way. In case of non-receipt of the Letter of Offer, Eligible Shareholders may participate in the offer by applying on the Tender Form downloaded from the Company's website i.e. <https://hgs.cx/investors/investors-buyback-offer/> or Registrar's portal at <https://kosmic.kfintech.com/karisma/buybackofferv2.aspx> or obtain a duplicate copy of the same by writing to the Registrar to the Buyback or by providing their application in writing on a plain paper, signed by such shareholder (in case jointly held then signed by all shareholders), stating name, address, number of Equity Shares held as on Record Date, Folio number, Client ID number, DP name, DP ID number, number of Equity Shares tendered for the Buyback and other relevant documents. Eligible Shareholder(s) have to ensure that their bid is entered in the Acquisition Window prior to the closure of the Offer. Please note that the Company shall accept Equity Shares from the Eligible Shareholders on the basis of their holding and Buyback Entitlement. Eligible Shareholder(s) who intend to participate in the Buyback using the 'plain paper' option as mentioned in this paragraph are advised to confirm their Buyback Entitlement from the Registrar to the Buyback, before participating in the Buyback.

For details of the procedure for tender and settlement, please refer to the "Procedure for Tendering Shares and Settlement" on page 38 of the Letter of Offer.

In terms of Regulation 24(i)(a) of the SEBI Buyback Regulations, the Board of Directors accepts full and final responsibility for all the information contained in this Offer Opening Advertisement and confirms that this Offer Opening Advertisement contains true, factual and material information and does not contain any misleading information.

This Offer Opening Advertisement is expected to be made available on the website of SEBI at www.sebi.gov.in.

MANAGER TO THE BUYBACK



Motilal Oswal Investment Advisors Limited

Address: 10th Floor, Motilal Oswal Tower, Rahimtullah Sayani Road, Opposite Parel ST Depot, Prabhadevi, Mumbai- 400 025, Maharashtra, India

Tel. No.: +91 22 7193 4380 | Email: hgs.buyback@motilaloswal.com

Investor Grievance Email: moiaplredressal@motilaloswal.com

Website: www.motilaloswalgroup.com

Contact Person: Mr. Subodh Mallya

SEBI Registration No.: INM000011005 | Validity Period: Permanent

CIN: U67190MH2006PLC160583

REGISTRAR TO THE BUYBACK



Kfin Technologies Limited (formerly known as Kfin Technologies Private Limited)

Address: Selenium Tower B, Plot 31-32, Financial District, Nanakramguda, Serilingampally, Hyderabad - 500 032

Tel. No.: +91 40 6716 2222 | Toll Free No.: 18003094001

Fax No.: +91 40 2343 1551 | Email: hgs.buyback@kfintech.com

Investor Grievance Email: einward.ris@kfintech.com

Website: www.kfintech.com

Contact Person: Mr. M Murali Krishna

SEBI Registration No.: INR000000221 | Validity Period: Permanent

CIN: L72400TG2017PLC117649

Capitalized terms used but not defined in this Offer Opening Advertisement shall have the meaning assigned to such terms in the Letter of Offer.

For and on behalf of the Board of Directors of Hinduja Global Solutions Limited

Sd/-
Anil Harish
Independent Director
DIN: 00001685

Sd/-
Vynsley Fernandes
Whole-time Director
DIN: 02987818

Sd/-
Narendra Singh
Company Secretary & Compliance Officer
ICSI Membership No.: F4853

Date: May 18, 2023

Place: Mumbai