

OFFER OPENING ADVERTISEMENT FOR THE BUY BACK OF EQUITY SHARES THROUGH TENDER OFFER UNDER THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUYBACK OF SECURITIES) REGULATIONS, 2018, AS AMENDED, ("SEBI BUYBACK REGULATIONS") FOR THE ATTENTION OF EQUITY SHARE-HOLDERS/ BENEFICIAL OWNERS OF THE EQUITY SHARES OF SIS LIMITED (FORMERLY SECURITY AND INTELLIGENCE SERVICES (INDIA) LIMITED)



A Market Leader in
Security, Cash Logistics
& Facility Management

SIS LIMITED

(FORMERLY SECURITY AND INTELLIGENCE SERVICES (INDIA) LIMITED)

CIN: L75230BR1985PLC002083

Registered Office: Annapoorna Bhawan, Telephone Exchange Road, Kurji, Patna- 800 010; Tel. No.: +91 612 226 6666 | Fax. No.: +91 612 226 3948
Company Secretary and Compliance Officer: Ms. Pushpalatha Katkuri, E-mail: shareholders@sisindia.com | Website: www.sisindia.com

PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF EQUITY SHAREHOLDERS/ BENEFICIAL OWNERS OF EQUITY SHARES OF SIS LIMITED (FORMERLY SECURITY AND INTELLIGENCE SERVICES (INDIA) LIMITED) IN CONNECTION WITH THE BUYBACK OF EQUITY SHARES THROUGH THE TENDER OFFER UNDER THE SEBI BUYBACK REGULATIONS.

OFFER FOR BUYBACK OF UPTO 14,54,545 (FOURTEEN LAKHS FIFTY FOUR THOUSAND FIVE HUNDRED AND FORTY FIVE ONLY) FULLY PAID UP EQUITY SHARES OF FACE VALUE OF ₹ 5 (INDIAN RUPEES FIVE ONLY) EACH, REPRESENTING 0.99% OF THE EQUITY SHARES IN THE EXISTING TOTAL PAID-UP EQUITY CAPITAL OF THE COMPANY FROM ALL ELIGIBLE SHAREHOLDERS (EQUITY SHAREHOLDERS AS ON THE RECORD DATE, BEING AUGUST 30, 2022) ON A PROPORTIONATE BASIS, THROUGH THE 'TENDER OFFER' PROCESS, AT A PRICE OF ₹ 550 (INDIAN RUPEES FIVE HUNDRED FIFTY ONLY) PER EQUITY SHARE, PAYABLE IN CASH, FOR AN AGGREGATE MAXIMUM AMOUNT NOT EXCEEDING ₹ 80,00,00,000 (INDIAN RUPEES EIGHTY CRORES ONLY) (THE "BUYBACK") EXCLUDING THE TRANSACTION COSTS.

This Offer Opening Advertisement is to be read together with (a) the public announcement dated August 17, 2022 in connection with the Buyback published on August 18, 2022 in all editions of the English national daily newspaper, namely Business Standard, in all editions of the Hindi national daily newspaper, Business Standard, and in the Patna edition of the Hindi regional language daily, Aaj Patna (Hindi being the regional language of Patna wherein the registered office of the Company is located), each with wide circulation and (b) the letter of offer dated September 23, 2022 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 SEBI on August 25, 2022. SEBI, vide its letter bearing reference no. SEBI/HO/CFD/RAC/DCR-2/P/OW/49079/2022 dated September 20, 2022 ("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. August 30, 2022 has been completed by September 27, 2022 through electronic mode to the shareholders whose e-mail ids are available with the Company and through speed post/ registered post at the address registered in India for all the remaining shareholders.

The Letter of Offer and the Tender Forms are available on the website of the Registrar of the Company, i.e Link Intime India Private Limited i.e. www.linkintime.co.in, Company, i.e www.sisindia.com, BSE Limited, i.e. www.bseindia.com and National Stock Exchange of India Limited i.e. www.nseindia.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:

Sr. No.	Activity	Schedule of Activities	
		Day	Date
1.	Date of Board Meeting approving the proposal for the Buyback	Wednesday	June 29, 2022
2.	Date of declaration of results of the postal ballot for special resolution by the Equity Shareholders, approving the Buyback	Saturday	August 13, 2022
3.	Date of Public Announcement for the Buyback	Wednesday	August 17, 2022
4.	Date of publication of the Public Announcement for the Buyback in newspapers	Thursday	August 18, 2022
5.	Record Date for determining the names of the Eligible Shareholders and the Buyback Entitlement	Tuesday	August 30, 2022
6.	Buyback Opening Date	Tuesday	October 4, 2022
7.	Buyback Closing Date	Tuesday	October 18, 2022
8.	Last date of receipt of completed Tender Forms and other specified documents including physical certificates (if and as applicable) by the Registrar to the Buyback	Thursday	October 20, 2022
9.	Last date of verification of Tender Forms by Registrar to the Buyback	Tuesday	October 25, 2022
10.	Last date of intimation to the Designated Stock Exchange regarding Acceptance/ non-acceptance of Equity Shares by the Registrar to the Buyback	Friday	October 28, 2022
11.	Last date of completion of settlement of bids by the Clearing Corporation/ Stock Exchanges	Monday	October 31, 2022
12.	Last date of dispatch of share certificate(s) by the Registrar to the Buyback / payment to Eligible Shareholders / unblocking/ return of unaccepted Demat Shares by the Stock Exchanges to Eligible Shareholders/Seller Broker	Monday	October 31, 2022
13.	Last date of payment of consideration to Eligible Shareholders who participated in the Buyback	Monday	October 31, 2022
14.	Last date of extinguishment of the Equity Shares bought back	Monday	November 7, 2022


Note: Where last dates are mentioned for certain activities, such activities may take place on or before the respective last dates. We request you to refer to the website of the Designated Stock exchange for notice, if any, 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 and on such terms and conditions as may be permitted by law from time to time. In this regard, the Company shall request NSE being the designated stock exchange ("Designated Stock Exchange") to provide a separate window (the "Acquisition Window") to facilitate placing of sell orders by the Eligible Shareholders who wish to tender their Equity Shares in the Buyback. The details of the Acquisition Window will be as specified by NSE from time to time. During the Tendering Period all Eligible Shareholders may place orders in the Acquisition Window, through their respective stock brokers ("Seller Broker") during normal trading hours of the secondary market.

In the event the Seller Broker of any Eligible Shareholder is not registered with NSE as a trading member/ stockbroker/, then that Eligible Shareholder can approach any NSE registered stock broker and can register himself by using web based unique client code application ("UCI online") facility through that NSE registered stock broker (after submitting all details as may be required by such NSE registered stock broker in compliance with applicable law). In case the Eligible Shareholders are unable to register himself by using UCI online facility through any other NSE registered stock broker, then that Eligible Shareholder may approach the Company's Broker i.e., Nuvama Wealth Management Limited (formerly known as Edelweiss Securities Limited), to place their bids subject to completion of KYC requirements by the Company's Broker.

For details of the procedure for tender and settlement, please refer to the "Procedure for Tender Offer and Settlement" on page 56 of the Letter of Offer.

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 Offer, shall not invalidate the Offer to any person who is eligible to receive this Letter of Offer to participate in the Buyback. 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 www.sisindia.com, or Registrar's portal (direct web link of the RTA) at <https://web.linkintime.co.in/Offer/Default.aspx> or obtain a duplicate copy of the same by writing to the Registrar to the Buyback or by providing their application on plain paper in writing signed by such shareholder (in case jointly held then signed by all shareholders), stating name, address, number of shares held, Folio No, Client ID number, DP name, DP ID number, number of Equity Shares tendered 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.

MANAGER TO THE BUYBACK	REGISTRAR TO THE BUYBACK
 Edelweiss Financial Services Limited 6 th Floor, Edelweiss House, Off C.S.T. Road, Kalina, Mumbai 400 098, Maharashtra, India Tel. No.: +91 22 4009 4400 Contact Person: Lokesh Shah; Email: SIS@edelweissfin.com Website: www.edelweissfin.com SEBI Registration No. INM0000010650 CIN: L99999MH1995PLC094641	LINK Intime Link Intime India Private Limited C-101, 1 st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West) Mumbai 400 083, Maharashtra, India Tel No.: +91 22 4918 6200; Fax No.: +91 22 4918 6195 Contact Person: Sumeet Deshpande; Email: sis.buyback@linkintime.co.in Investor Grievance Id: sis.buyback@linkintime.co.in; Website: www.linkintime.co.in SEBI Registration No.: INR000004058 Validity Period: Permanent; CIN: U67190MH1999PTC118368

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

Sd/-
Name: Rituraj Kishore Sinha
Designation: Managing Director
DIN: 00477256
Place: Delhi
Date: September 29, 2022

Sd/-
Name: Arvind Kumar Prasad
Designation: Director - Finance
DIN: 02865273
Place: Delhi
Date: September 29, 2022

Sd/-
Name: Pushpalatha Katkuri
Designation: Company Secretary
Membership No.: A21695
Place: Bangalore
Date: September 29, 2022