



INFINITE COMPUTER SOLUTIONS (INDIA) LIMITED

POST OFFER PUBLIC ANNOUNCEMENT

FOR THE ATTENTION OF EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF THE EQUITY SHARES OF THE COMPANY

Registered Office: 155, Somdutt Chambers II, 9 Bhikaji Cama Place, New Delhi - 110 066. Tel: +91 11 4615 0845 - 47, Fax: +91 11 4615 0830. Corporate Office: Plot No. 157, EPIP Zone, 2nd Phase, Whitefield, Bengaluru - 560 066. Tel: +91 80 4193 0000, Fax: +91 80 4193 0009. Website: www.infinite.com, Email: buyback@infinite.com. Compliance Officer: Mr. Sanjeev Gulati

This Post Offer Public Announcement is regarding completion of Buy-Back Offer in compliance with Regulation 19(7) of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 1998 for the time being in force including any statutory modifications and amendments from time to time ("Buy-Back Regulations").

OFFER FOR BUY-BACK OF EQUITY SHARES FROM OPEN MARKET THROUGH STOCK EXCHANGE(S)

1. THE BUY-BACK

- The Board of Directors of Infinite Computer Solutions (India) Limited (hereinafter referred to as "the Company") at its meeting held on June 23, 2015, has approved the proposal for Buyback (hereinafter referred to as the "Buyback") of its fully paid-up Equity Shares of Rs. 10/- each from the open market using the electronic trading facilities of the National Stock Exchange of India Limited ("NSE") and the BSE Limited ("BSE"), being the Stock Exchanges where the Company's Equity Shares are listed (together the "Stock Exchanges"), in accordance with the provisions of Sections 68, 69 and 70 and all other applicable provisions of the Companies Act, 2013 ("the Act"), rules made there under, to the extent applicable, the SEBI Buyback Regulations and Article 35 of the Articles of Association of the Company and subject to such other approvals, permissions and sanctions as may be necessary from statutory authorities including but not limited to the Securities and Exchange Board of India ("SEBI"), Stock Exchanges, Reserve Bank of India ("RBI") as may be required and further subject to such conditions as may be prescribed or imposed by these authorities while granting such approval(s), permissions sanctions which may be agreed to by the Board of Directors of the Company (which term shall include the Committee of Directors, hereinafter referred to as the "Board"), at a maximum price of up to Rs. 220/- per Equity Share ("Maximum Offer Price") in terms of the resolution passed by the Board, for an aggregate amount not exceeding Rs. 31 crore (Rupees Thirty One Crore only) ("Maximum Offer Size"). The maximum number of Equity Shares that the Company proposed to Buy-Back under the offer was 14,50,000 Equity Shares ("Maximum Offer Shares"). A Public Announcement ("Public Announcement") dated June 27, 2015 to this effect was published on June 29, 2015. The Board of Directors have passed resolution through circulation on August 22, 2015 and announced the closure of the Buy-Back.
- The Buy-Back was effected by the Company by way of open market purchases through Stock Exchanges using its nationwide electronic trading facilities.
- The Buy-Back commenced on July 06, 2015 and closed on August 22, 2015. Till closure of Buy-Back, the Company has utilized Rs. 2,868.45 lakhs, being 92.53 % of the total amount authorized for the Buy-Back.

2. DETAILS OF THE BUY-BACK

- The total number of Equity Shares bought back under the Buy-back offer is 14,50,000, being the Maximum Offer Shares pursuant to the Buy-Back offer.
- The price at which the Shares were bought back during the Buy-Back offer was dependent on the then prevailing market price on the Stock Exchanges. The highest price at which the Equity shares were bought back was Rs. 218.50 per Equity Share while the lowest price was Rs. 162.00 per Equity Share. The average price at which the Shares were bought back is Rs. 197.82 per share.
- The total amount invested in the Buy-Back is Rs. 2868.45 lakhs.
- Since the Buy-Back was done only through order matching mechanism from the Open Market through Stock Exchanges, the identity of shareholders from whom Shares exceeding one percent of the total Shares were bought back is not known to the Company.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

- The capital structure of the Company, pre and post Buy-back, is as under:

Particulars	Pre Buy-Back (Rs.)	Post Buy-Back (Rs.)
Authorised Capital		
5,00,00,000 Equity Shares of ₹ 10/- each	50,00,00,000	50,00,00,000
Issued and Subscribed and Paid-up Capital*		
Equity Shares of face value ₹ 10/- each	40,15,64,590	38,70,64,590

* As on date the Company has 13,55,000 stock options outstanding under Key Executives Performance Option Plan, 2010. The Company's Equity Shares are fully paid-up and there are no partly paid-up Equity Shares with calls-in-arrears.

Note:

Out of the 14,50,000 Equity Shares bought back under the Buy-back offer, so far 7,58,339 Equity Shares have been extinguished at CDSL and the remaining 6,91,661 Equity Shares shall be extinguished as per the Buyback Regulations.

- The Shareholding pattern of the Company, pre and post Buy-Back is as under:

Category of Shareholders	Pre Buy-Back Shareholding Pattern		Post Buy-Back Shareholding Pattern	
	No. of Shares	% Holding	No. of Shares	% Holding
Promoters Shareholding				
Indian	14,10,439	3.51	14,10,439	3.64
Foreign	2,75,67,595	68.65	2,75,67,595	71.22
Sub Total (A)	2,89,78,034	72.16	2,89,78,034	74.87
Public Shareholding				
Institutions				
Mutual Funds/ UTI	-	-		
Financial Institutions/ Banks	11,705	0.03		
Foreign Institutional Investors	13,56,099	3.38	97,28,425	25.13
Non-Institutions				
Bodies Corporate	17,74,079	4.42		
Individuals	59,75,996	14.88		
Others	20,60,546	5.13		
Sub Total (B)	1,11,78,425	27.84	97,28,425	25.13
Grand total (A) + (B)	4,01,56,459	100.00	3,87,06,459	100.00

4. MANAGER TO THE BUY-BACK

The Company has appointed SPA Capital Advisors Limited as the Manager to the Buy-Back and their contact details are given below:



SPA Capital Advisors Limited
SEBI Regn. No.: INM 000010825
25, C - Block, Community Centre, Janak Puri, New Delhi - 110 058
Tel. No. +91 11 2551 7371, 4567 5500, Fax No. +91 11 2553 2644
Email ID: infinite.buyback@spagroupindia.com
Contact Person: Mr. NitiN Somani / Ms. Ashi Sood
Website: www.spacapital.com

5. DIRECTORS' RESPONSIBILITY

As per Regulations 19(1)(a) of the Buy-Back Regulations, the Board of Directors of the Company accepts responsibility for the information contained in this Post Offer Public Announcement.

For and on behalf of the Board of Directors of
INFINITE COMPUTER SOLUTIONS (INDIA) LIMITED

S/d
Upinder Zutshi
CEO & Managing Director

S/d
Ajai Kumar Agrawal
Director

S/d
Sanjeev Gulati
Executive Vice President & CFO