

**S MOBILITY LIMITED**Registered Office: S Global Knowledge Park, 19A & 19B, Sector-125,
Noida, District Gautam Budh Nagar, Uttar Pradesh - 201301

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POST BUY BACK PUBLIC ADVERTISEMENT ISSUED PURSUANT TO REGULATION 19(7) OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (BUYBACK OF SECURITIES) REGULATIONS, 1998 AND SUBSEQUENT AMENDMENTS THERETO**FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS/BENEFICIAL OWNERS OF THE EQUITY SHARES OF S MOBILITY LIMITED****1. THE BUYBACK**

S Mobility Limited (hereinafter referred to as "SML" or "Company") had announced the Buy-back of its Equity Shares at a price not exceeding ₹75/- per equity share, up to an aggregate amount of ₹60 Crores subject to a maximum of 1,10,00,000 Equity Shares pursuant to Article 65A of the Articles of Association of the Company and provisions of Sections 77A, 77AA and 77B of the Companies Act, 1956 and the provisions contained in the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 ("Buy Back Regulations"), including any statutory modification(s) and amendments thereto through open market purchases mechanism, followed by Public Announcement ("PA") dated June 20, 2013.

The capitalized terms and abbreviations used in this advertisement have the same meaning as ascribed to them in the PA, unless otherwise specified.

The Buyback offer opened on July 10, 2013 and closed on May 13, 2014.

2. DETAILS OF BUY BACK

The total number of Equity Shares bought back under the Buyback offer is 1,02,22,303 Equity Shares and the total amount used for the Buyback is ₹36.85 crore (including brokerage, taxes and other charges) which represent 61.42 % of the Maximum Buy Back Size.

The shares were bought back at an average price of ₹36.05.

As on the date of this Public Announcement 1,02,22,203 Equity Shares are extinguished out of the total 1,02,22,303 Equity Shares bought back and the Company is in the process of extinguishing balance 100 Equity Shares.

As the offer for the Buyback of Shares was from the open market through stock exchanges, the identity of shareholders from whom Shares exceeding 1% of total Shares bought back is not known.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN:

The Capital Structure of the Company, pre and post Buyback, is as under:

Particulars	Pre Buyback (As mentioned in the PA)	Post Buyback*
	Amount (In ₹)	Amount (In ₹)
Authorised Capital		
330,000,000 Equity Shares of ₹3/- each	990,000,000	990,000,000
Total	990,000,000	990,000,000
Issued Capital, Subscribed and Paid Up Capital		
Pre Buy Back: 238,086,285 Equity Shares of ₹3/- each fully paid	714,258,855	-
Post Buy Back: 227,863,982 Equity Shares of ₹3/- each fully paid	-	683,591,946
Total	714,258,855	683,591,946

*Subject to the extinguishment of 100 Equity Shares bought back

The shareholding pattern of the Company, pre and post Buyback, is as under:

Category of Shareholder	No. of Equity Shares before Buyback (As on 14/06/2013)	% of holding before Buyback (As on 14/06/2013)	No. of Equity Shares post Buyback*	% of holding post Buyback*
Shareholding of Promoter and Promoter Group (A)				
Bodies Corporate	169,447,570	71.17	169,447,570	74.36
Total of (A)	169,447,570	71.17	169,447,570	74.36
Public Shareholding (B)				
Institutions				
Financial Institutions / Banks / Foreign Institutional Investors	11,603,809	4.87	58,416,412	25.64
Non-Institutions				
Bodies Corporate	3,445,857	1.45		
Individuals	6,235,527	2.62		
Others	47,353,522	19.89		
Total of (B)	68,638,715	28.83	58,416,412	25.64
Total of (A+B)	238,086,285	100	227,863,982	100

*Subject to the extinguishment of 100 Equity Shares bought back

4. MANAGER TO THE BUY BACK

Corporate Professionals Capital Private Limited, D-28, South Extn. Part-I, New Delhi - 110049, **Contact Person:** Mr. Manoj Kumar / Ms. Ruchi Hans, **Ph.:** +91-11- 40622228 / 51, **Fax:** +91-11- 40622201, **Email:** manoj@indiapcp.com / ruchi@indiapcp.com, **SEBI Regn. No:** INM000011435

5. DIRECTORS' RESPONSIBILITY

The Board of Directors of the Company accepts responsibility for the information contained in this Advertisement.

For and on behalf of the Board of Directors of
S Mobility Ltd.

Preeti Malhotra
Director

Subroto Chattopadhyay
Director

M. R. Bothra
Vice President - Corporate
Affairs & Company Secretary

Date : 14th May, 2014

Place : Noida