

eClerx Services Limited

CIN: L72200MH2000PLC125319

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December 21, 2016

1. Securities and Exchange Board of India

Corporation Finance Department
Division of Corporate Restructuring
Plot No.C4-A, 'G' Block,
Bandra Kurla Complex,
Bandra (East), Mumbai 400051

2. National Stock Exchange of India Limited

Exchange Plaza
Bandra Kurla Complex
Bandra (E), Mumbai - 400051

Fax: 022-2659 8237/38,
022-2659 8347/48

3. Department of Corporate Services

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai- 400 023.

Fax: 022-2272 3121/2037/2041/
022-2272 2039/3719/1278/2061

Dear Sirs,

Sub: Post Buyback Public Announcement by eClerx Services Limited (the "Company")

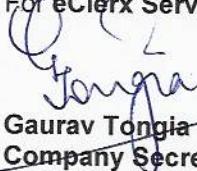
Stock Code: BSE - 532927
NSE - ECLERX

Pursuant to Regulation 19 (7) of the SEBI (Buy back of Securities) Regulations, 1998, as amended ("Buyback Regulations"), the Company has made a Post Buyback Public Announcement dated December 20, 2016 for the Buyback of 1,170,000 fully paid up equity shares of the Company of face value of Rs. 10/- each at a price of Rs. 2,000/- per equity share on a proportionate basis from the equity shareholders of the Company, through the tender offer process. The same has been published in the newspapers, namely, all editions of Business Standard (English and Hindi) and Mumbai edition of Navshakti (Marathi) on December 21, 2016.

We are enclosing a copy of the Post Buyback Public Announcement for your information and records.
It is requested to take note of the same and acknowledge receipt of this intimation.

Thanking you,

Yours faithfully
For eClerx Services Limited


Gaurav Tongia
Company Secretary



Encl: As above

Note ban puts brakes on scooters sales

After several months, Honda logs first decline in sales volume in November

AJAY MODI
New Delhi, 20 December

Demonetisation appears to be taking the fizz out of the fast-growing scooter segment. Sales of Honda's Activa declined for the first time in several months.

This has also upset Activa's position as the country's most sold two-wheeler for two consecutive months, October and November. Rival and former partner Hero's motorcycle Splendor has sold more than the Activa in these months.

Domestic scooter sales had grown by over 23 per cent in the first seven months (April–October) of the financial year to a record 3.61 million. In November, however, sales declined by 2 per cent.

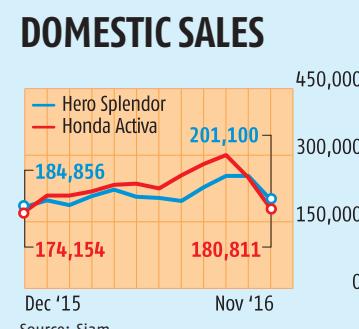
The government had withdrawn high-denomination currencies from circulation from November 9, impacting cash transactions across sectors, including automobiles where down payments are made by many buyers in cash. In rural markets several transactions happen entirely in cash.

Scooters, unlike motorcycles, are an urban phenomenon and there sales were not impacted in the last two years when the country had deficit rainfall. They could not escape the brunt of demonetisation, however.

For Honda Motorcycle and Scooter India (HMSI), the largest scooter maker in the country, sales of scooters to dealers declined in November, the first time in many years. Its scooter sales slipped 2.2 per cent to 203,076, year on year. The month-on-month decline in November was much steeper at 28 per cent.

Honda Motorcycle and Scooter India, the biggest two-wheeler player in the country after Hero, gets 67 per cent of its volumes from scooters.

In February this year, HMSI inaugurated its first dedicated scooter plant in India in Gujarat. With expanded capacity, the company was hoping to post 20 per cent growth in 2016-17. Between April and October, its domestic sales grew by 20.8 per cent. This has slowed



"THE ENTIRE INDUSTRY WILL FACE THE IMPACT OF DEMONETISATION BUT WE STILL REMAIN CAUTIOUSLY OPTIMISTIC ABOUT DOUBLE-DIGIT GROWTH"

Y S GULERIA
Senior vice-president
(sales and marketing), HMSI

down to 18 per cent now.

"The entire industry will face the impact of demonetisation but we still remain cautiously optimistic about double-digit growth," said YS Guleria, senior vice-president, sales and marketing, HMSI.

Activa held the tag of the country's most sold two-wheeler for nine consecutive months of this calendar year. Splendor, the country's most sold motorcycle, reclaimed its position as the most sold two-wheeler in both October and November.

Considering the strong festive

demand in October, many of the company's dealers entered November with zero stock of the Activa, the company said. Two-wheeler dealers were expected to replenish stocks in November.

The company said it rationalised capacity and dispatched two-wheeler units according to market demand. It increased exports by 81 per cent to 26,066 units to offset the decline in domestic demand. "This led to Honda's sales remaining steady while taking care of the financial health of our dealers," said Guleria.

Air India to get ₹80-cr additional budget support in FY17

ARINDAM MAJUMDER
New Delhi, 20 December

State-owned airline Air India will get only ₹80 crore as additional budget support in the current financial year from the government – way below its demand of ₹2,200 crore.

This is despite the fact Air India's chairman and managing director Ashwani Lohani had written to the government that lack of funds might derail the turnaround process of the airline. "The finance ministry accepted the civil aviation ministry's argument that additional fund was necessary for the airline but expressed its inability to accept the full demand," said a senior civil aviation ministry official.

According to AI officials, though, the ₹80 crore being offered is too negligible an amount to be invested in an airline. While the government has said it is ready to support the airline, for that to happen the airline also needs to improve its performance.

"The money comes from the Consolidated Fund of India. Every company has to show some performance to get more funding," said an official in the civil aviation ministry.

Lohani had written to the civil aviation ministry last month saying that because of the airline's huge debt burden, a reduced equity infusion would put the airline's expansion plan in jeopardy.

He added that the airline would be forced to raise temporary loans from the banks to bridge the liquidity gap, thus endangering the liquidity



and survival of the company. Air India has debt of ₹46,000 crore and has annual interest outgo of around ₹4,000 crore.

The challenge before the Air India management is reducing debt. High interest and maintenance expenses have resulted in the airline posting a net loss of ₹3,837 crore in FY16. Air India received ₹1,713 crore in equity in the Union Budget in February against its requirement of ₹3,900 crore. The airline was expecting that the remainder ₹2,200 crore would be released in the supplementary budget, but the finance ministry has turned down the airline's request.

Lower equity infusion could result in increased finance costs and impact the turnaround plan, the airline told the government. Air India is on a ₹30,000-crore government bailout package and has till now received ₹23,993 crore in equity including ₹1,713 crore investment this year.

The infusion is meant to take care of cash deficit and to be used for loan repayment. The airline was hoping to retire debt with equity infusion in 2016.

The airline was also looking at ways to reduce the debt and was discussing restructuring debt worth ₹10,000 crore under the scheme for sustainable restructuring of bad assets floated by the Reserve Bank of India. Simultaneously, sources said the airline was in talks with the Life Insurance Corporation for a loan of ₹10,000 crore for acquisition of aircraft.

Air India posted an operating profit of ₹105 crore in FY16 but has succumbed to losses in the first two quarters of the current financial year.

Airtel to acquire Orascom's stake in MENA

PRESS TRUST OF INDIA
New Delhi, 20 December

Bharti Airtel on Tuesday said its subsidiary Network i2i has entered into a definitive agreement with Egyptian firm Orascom to acquire the latter's entire equity stake in Middle East North Africa Submarine Cable Systems (MENA-SCS) for an undisclosed amount.

The agreement has been signed with Orascom Telecom Media and Technology Holding.

"With the explosion of data usage in emerging markets, including India and Africa, this (MENA) asset will provide us a scalable and diverse high capacity highway to serve our customers. In particular, it will provide impetus to India's emergence as a major regional internet hub serving customers across SAARC region, with seamless global connectivity," Ajay Chitkara, director and CEO, Global Voice & Data Business of Bharti Airtel said in a statement.

MENA-SCS is a 100 per cent subsidiary of Orascom.

It is live and operational, connecting Mumbai, Oman, Saudi Arabia, Egypt and Italy.

Vedanta Resources slapped with \$100-mn settlement in UK court

PRESS TRUST OF INDIA
London, 20 December

Indian mining giant Vedanta Resources has been ordered by the London High Court to pay over \$100 million to a Zambian investment company related to a 2013 copper price agreement, the state-owned firm claimed on Tuesday.

Vedanta's Konkola Copper Mines (KCM) based in Zambia has been ordered to pay approximately \$103 million to Zambia Consolidated Copper Mines Investments Holdings (ZCCM-IH), the state-owned mining investment firm claimed.



"ZCCM-IH has been successful in its application for default judgement. KCM has been ordered (on 16 December 2016) to pay all sums owed to

KCM has also been ordered to reimburse ZCCM-IH 80 per cent of the costs it has incurred in pursuing its claim.

"Further directions have been given to determine whether KCM made payments to Vedanta in breach of the prohibition on doing so under the Settlement Agreement," the statement said.

"If and to the extent it is determined that such payments were made, ZCCM-IH will be entitled to recover additional sums from KCM," it added.

London-listed Vedanta Group is yet to comment on the judgement.

Available on Leave and Licence

7200 sq ft, fully furnished, office space at Paragon Centre, Worli.

Office is centrally located at P. B. Marg, close to Doordarshan Tower and Bandra Worli Sea Link. Interested parties please write to nisarhanif@paragonproperty.in or call Mr. Nisar on 9819018104 or Mr Satose on 9819018103.

Web: www.paragonproperty.in

Bank of Baroda
India's International Bank

www.bankofbaroda.co.in

REQUEST FOR PROPOSAL

Bank of Baroda invites Request for Proposal (RFP) for: "Supply, Implementation and Maintenance of Collection Management System" "Supply, Implementation and Maintenance of Document Management System". Details are available under Tenders section on Bank's website: www.bankofbaroda.co.in and also available on www.tenders.gov.in. "Addendum", if any, shall be issued on Bank's website under tenders section & on www.tenders.gov.in. Bidder should refer the same before final submission of the proposal.

Last date for Submission of all the above RFPs will be 4th January 2017 by 3.30PM.

Place: Mumbai

Date: 21.12.2016

General Manager
(CTO & Head- IT Projects & CRM)

eClerx
Data | Domain | Delivery
eClerx Services Limited

Registered Office: Sonawala Building, 1st Floor, 29 Bank Street, Fort, Mumbai – 400 023.
Tel. No. : +91 22 6614 8301; Fax: +91 22 6614 8655 Corporate Identification Number (CIN): L72200MH2000PLC125319

Contact Person: Mr. Gaurav Tongia, Company Secretary and Compliance Officer

Tel. No.:+91 22 6614 8301; Fax:+91 22 6614 8655; E-mail:investor@eclerx.com; Website: www.eclerx.com

POST BUYBACK PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE EQUITY SHAREHOLDERS / BENEFICIAL OWNERS OF THE EQUITY SHARES OF ECлерX SERVICES LIMITED

This public announcement ("Post Buyback Public Announcement") is being made in compliance with Regulation 19(7) of the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 and subsequent amendments thereof (the "Buyback Regulations"). This Post Buyback Public Announcement should be read in conjunction with the Public Announcement dated October 14, 2016 published on October 17, 2016 (the "Public Announcement") and the Letter of Offer dated November 14, 2016 (the "Letter of Offer"). The terms used but not defined in this Post Buyback Public Announcement shall have the same meanings as assigned in the Public Announcement and the Letter of Offer.

1. THE BUYBACK

1. eClerx Services Limited (the "Company") had announced to buy back up to 1,170,000 (One Million One Hundred Seventy Thousand) fully paid-up equity shares of face value of ₹10 (Rupees Ten only) each ("Equity Shares"), constituting up to 2.87% of the issued, subscribed and fully paid-up equity share capital of the Company as on March 31, 2016 ("Buyback"). The Buyback was undertaken on a proportionate basis, from the fully paid-up Equity Shareholder(s) / beneficial owner(s) of the Equity Shares of the Company as on October 28, 2016 ("Record Date"), by way of a Tender Offer for cash at a price of ₹2,000 (Rupees Two Thousand only) per Equity Share aggregating to ₹2,340 million (Rupees Two Thousand Three Hundred and Forty Million only) ("Buyback Size") excluding the transaction cost(s). The Buyback is in accordance with Article 61 of the Articles of Association of the Company, the provisions of Sections 68, 69, 70 and other applicable provisions of the Companies Act, 2013 ("Act"), the Companies (Share Capital and Debentures) Rules, 2014, the Companies (Management and Administration) Rules, 2014 ("Rules") and the Buyback Regulations.
2. The Buyback size was 24.95% of the aggregate paid-up equity capital and free reserves of the Company as per the standalone financial statements of the Company for the financial year ended March 31, 2016 (the last audited financial statements available as on the date of the Board meeting held on August 29, 2016 approving the proposal of the Buyback) and was within the statutory limits of 25% of the fully paid-up equity capital and free reserves as per the last standalone audited financial statements of the Company. The Equity Shares bought back represent 2.87% of the total number of paid-up equity share capital of the Company as on March 31, 2016.
3. The Buyback was implemented using the "Mechanism for acquisition of shares through Stock Exchange pursuant to tender offer under Buyback" notified by SEBI vide circular CIR/CFD/POLICYCELL/1/2015 dated April 13, 2015.
4. The tendering period for the Buyback Offer was opened on Monday, November 28, 2016 and closed on Friday, December 9, 2016.

2. DETAILS OF THE BUY-BACK

1. A total of 1,170,000 Equity Shares were bought back under the Buyback, at a price of ₹2,000 (Rupees Two Thousand only) per Equity Share.
2. The total amount utilised in the Buyback is ₹2,340 million (Rupees Two Thousand Three Hundred and Forty Million only) excluding transaction costs, viz. brokerage, applicable taxes, such as securities transaction tax, service tax, stamp duty, etc.
3. The Registrar to the Buyback, i.e., Kary Computershare Private Limited, considered a total of 12,012 valid applications for 9,343,369 Equity Shares in response to the Buyback offer resulting in the subscription of approximately 7.99 times of the maximum number of shares proposed to be bought back in the Buyback. The details of the valid applications considered by the Registrar are as under:

Category	No. of Equity Shares reserved in the Buyback	No. of valid Applications	Total Shares validly tendered	% Response
Reserved Category for Small Shareholder (Reserved Category)	175,500	11,234	575,344	327.83
General Category for other Eligible Shareholders (General Category)	994,500	778	8,768,025	881.65
Total	1,170,000	12,012	9,343,369	798.58

As per certificate from Registrar

Note:

- a) Small Shareholders have validly tendered 575,344 Equity Shares. However, against the Buyback Entitlement of 175,500 Equity Shares, the acceptance under the Buyback Entitlement of the valid bids in the Buyback was only for 108,692 Equity Shares (including acceptance of one (1) Equity Share each from 2,988 (Two Thousand Nine Hundred Eighty Eight) shareholders who had "0" entitlement as on Record Date). In view of the aforesaid response, 66,808 Additional Equity Shares (i.e. Equity Shares tendered over and above the Buyback Entitlement) have been accepted in proportion to the Additional Equity Shares tendered. Accordingly, out of 575,344 Equity Shares validly tendered by the Eligible Sellers in this category, 175,500 Equity Shares have been accepted in the Buyback.
- b) General Category of other Eligible Shareholders have validly tendered 8,768,025 Equity Shares. However, against the Buyback Entitlement of 994,500 Equity Shares, the acceptance under the Buyback Entitlement of the valid bids in the Buyback was only for 939,764 Equity Shares. In view of the aforesaid response, 54,736 Additional Equity Shares (i.e. Equity Shares tendered over and above the Buyback Entitlement) have been accepted in proportion to the Additional Equity Shares tendered. Accordingly, out of 8,768,025 Equity Shares validly tendered by the Eligible Sellers in this category, 994,500 Equity Shares have been accepted in the Buyback.
2. All valid applications were considered for the purpose of Acceptance in accordance with the Buyback Regulations and the Letter of Offer. The communication of acceptance/rejection has been dispatched by the Registrar to the respective Equity Shareholders on December 19, 2016.
3. The settlement of all valid bids was completed by the Indian Clearing Corporation Limited / BSE Limited on December 19, 2016. The funds in respect of accepted Equity Shares were paid out to the respective Shareholder Broker / custodians.
4. Demat Equity Shares accepted under the Buyback were transferred to the Company's demat account on December 19, 2016. The unaccepted demat Equity Shares were returned to respective Shareholder Broker / custodians by the Indian Clearing Corporation Limited / BSE on December 19, 2016. There were no Physical Equity Shares tendered in the Buyback.
5. The extinguishment of 1,170,000 Equity Shares (all in dematerialized form) accepted under the Buyback are currently under process and shall be completed by December 26, 2016.
6. The Company, and its respective directors, accept full responsibility for the information contained in this Post Buyback Public Announcement and also accept responsibility for the obligations of the Company laid down under the Buyback Regulations.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

3.1. The capital structure of the Company, pre and post Buyback, is as under:

Particulars	Pre-B
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