

December 22, 2017

**1. National Stock Exchange of India Limited**

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

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

**2. BSE Limited**

Department of Corporate Services,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 023.

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

Dear Sirs,

**Sub: Outcome of Board Meeting held on Friday, December 22, 2017**

**Stock Code: BSE - 532927  
NSE - ECLERX**

This is to inform you that the Board of Directors of the Company at its meeting held on December 22, 2017, which commenced at 11.30 a.m and concluded at 1.02 p.m. , inter-alia, unanimously approved, the following:-

1. Appointed M/s. Mehta & Mehta, Company Secretaries, as the Secretarial Auditor of the Company for financial year 2017-18.
2. Approved a proposal for Buyback of Equity Shares of the Company, subject to approval by the shareholders, for an aggregate amount not exceeding Rs. 2,580 Millions (Rupees Two Thousand Five Hundred and Eighty Millions only) (hereinafter referred to as the "Maximum Buyback Size") and being within 25% of the total paid-up equity capital and free reserves of the Company as on March 31, 2017 (being the date of the last audited accounts of the Company), at a price not exceeding Rs. 2,000/- (Rupees Two Thousand only) per Equity Share (hereinafter referred to "Maximum Buyback Price") from all existing shareholders of the Company on the record date to be fixed for the said purpose, on a proportionate basis through "Tender Offer" route in accordance with the provisions contained in the Securities and Exchange Board of India (Buy Back of Securities) Regulations, 1998 ("Buyback Regulations") (including any statutory modification(s) or re-enactment of the Act or Buyback Regulations, for the time being in force) and the Companies Act, 2013 and rules made thereunder. The Maximum Buyback Size, excludes transaction costs viz. brokerage, applicable taxes such as securities transaction tax, GST, stamp duty etc ("Transaction Costs"). At Maximum Buyback Price, the buyback translates into approximately 1,290,000 Equity Shares of the Company, representing about 3.24% of the total paid up equity share capital of the Company, as on March 31, 2017 and representing about 3.23% of the existing total paid up equity share capital of the Company.



# eClerx

**eClerx Services Limited**

CIN: L72200MH2000PLC125319

Regd Office: Sonawala Building,

1<sup>st</sup> Floor, 29 Bank Street, Fort,

Mumbai – 400 023, India.

Phone: +91-22-66148301 | Fax : +91 22 6614 8655

Email id : [investor@eclerx.com](mailto:investor@eclerx.com) | Website : [www.eclerx.com](http://www.eclerx.com)

The Board noted the intention of the promoters and promoter group of the Company to participate in the proposed Buyback.

The proposed Buyback is subject to approval of the shareholders of the Company, by way of a special resolution through postal ballot (including e-voting) pursuant to Section 110 of the Companies Act, 2013 read with Rules framed thereunder and all other applicable statutory approvals. Once approved by shareholders, the public announcement setting out the process, final buyback price and number of shares, timelines and other statutory details will be released in due course in accordance with the Buyback Regulations.

The Board has constituted the Share Buyback Committee and has delegated its powers to the said Committee to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, usual or proper in connection with the Buyback.

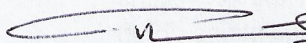
Emkay Global Financial Services Limited has been appointed as the Manager to Buyback Offer, Mr. Rohitash Gupta, Chief Financial Officer is Compliance Officer for the purpose of Buyback and Ms. Savita Jyoti of M/s. Savita Jyoti Associates, Company Secretaries, has been appointed as the Scrutinizer for conducting postal ballot and e-voting process.

The pre Buyback shareholding pattern of the Company is attached hereto as Annexure A.

It is requested to take note of the same and acknowledge receipt of this intimation.

Thanking you,

Yours faithfully  
For **eClerx Services Limited**

  
**Rohitash Gupta**  
**Chief Financial Officer**



Encl: as above

**Annexure A**

**Pre-Buyback Summarised Shareholding Pattern of the Company as on December 15 2017**

<b>Shareholders</b>	<b>No. of Shareholders</b>	<b>No. of Shares</b>	<b>% Shares</b>
<b>Promoter &amp; Promoter group Shareholding</b>			
Indian Holding	4	10,029,556	25.12
Foreign Holding	1	9,974,701	24.99
<b>Sub Total</b>	<b>5</b>	<b>20,004,257</b>	<b>50.11</b>
<b>Public Shareholding</b>			
Indian Holding (EMP,HUF,PUB,FN &NRI,CM,AIF,BNK,CM,IFI,LTD, MF,NBFC , IEPF , DIR &TRT)	18,915	9,367,270	23.47
Foreign Holding (FII &FPI)	101	10,243,586	25.66
<b>Sub Total</b>	<b>19,016</b>	<b>19,610,856</b>	<b>49.13</b>
<b>Non-promoter non-public shareholding</b>			
ESOP trust	1	303,969	0.76
<b>Sub Total</b>	<b>1</b>	<b>303,969</b>	<b>0.76</b>
<b>Total</b>	<b>19,022</b>	<b>39,919,082</b>	<b>100.00</b>