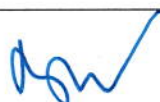


Disclosure under Regulation 10(5) – Intimation to Stock Exchanges in respect of acquisition under Regulation 10(1)(a) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

1.	Name of the Target Company (TC)	Cyient Limited
2.	Name of the acquirer(s)	Vineyard Point Software Private Limited <i>Please refer to Note 1.</i>
3.	Whether the acquirer(s) is/ are promoters of the TC prior to the transaction. If not, nature of relationship or association with the TC or its promoters	<i>Please refer to Note 1.</i>
4.	Details of the proposed acquisition	
	a. Name of the person(s) from whom shares are to be acquired	Mr. BVR Mohan Reddy <i>Please refer to Note 1.</i>
	b. Proposed date of acquisition	31 January 2017
	c. Number of shares to be acquired from each person mentioned in 4(a) above	11,256,634 equity shares carrying voting rights of the Target Company.
	d. Total shares to be acquired as % of share capital of TC	10.00%.
	e. Price at which shares are proposed to be acquired	Not applicable. As this transfer of equity shares carrying voting rights by Mr. BVR Mohan Reddy to Vineyard Point Software Private Limited is a part of the settlement contribution of a trust by way of gift i.e. Saranam Family Private Trust, there is no cash consideration payable to Mr. BVR Mohan Reddy. <i>Please refer to Note 1.</i>
	f. Rationale, if any, for the proposed transfer	Promoter family restructuring <i>Please refer to Note 1.</i>
5.	Relevant sub-clause of regulation 10(1)(a) under which the acquirer is exempted from	Regulation 10(1)(a)(iii) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

	making open offer	Please refer to Note 2.
6.	If, frequently traded, volume weighted average market price for a period of 60 trading days preceding the date of issuance of this notice as traded on the stock exchange where the maximum volume of trading in the shares of the TC are recorded during such period.	486.91
7.	If in-frequently traded, the price as determined in terms of clause (e) of sub-regulation (2) of regulation 8.	NA
8.	Declaration by the acquirer, that the acquisition price would not be higher by more than 25% of the price computed in point 6 or point 7 as applicable.	As this transfer of equity shares carrying voting rights by Mr. BVR Mohan Reddy to Vineyard Point Software Private Limited is a part of the settlement contribution of a trust i.e. Saranam Family Private Trust by way of gift, there is no cash consideration payable to Mr. BVR Mohan Reddy. Please refer to Note 1.
9.	i. Declaration by the acquirer, that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) / will comply with applicable disclosure requirements in Chapter V of the Takeover Regulations, 2011 (corresponding provisions of the repealed Takeover Regulations, 1997) ii. The aforesaid disclosures made during previous 3 years prior to the date of proposed acquisition to be furnished.	i. The acquirer hereby declares that the transferor and transferee have complied (during 3 years prior to the date of proposed acquisition) with Chapter V of the Takeover Regulations, 2011 and will comply with the disclosure requirements of Chapter V under the Takeover Regulations, 2011. ii. The disclosures made by the transferor and transferee in the previous 3 years to the date of the proposed acquisition are annexed hereto as Annexure 1. Note: The transferee has never acquired any shares of the Target Company and thus there are no disclosures of the transferee.
10.	Declaration by the acquirer that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.	The acquirer hereby declares that all the conditions specified under regulation 10(1)(a) with respect to exemptions has been duly complied with.



		Please refer to Note 2.			
11.	Shareholding details	Before the proposed transaction		After the proposed transaction	
		No. of shares /voting Rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
	– Acquirer(s) and PACs (other than sellers)(*) Annexure enclosed	Annexure Enclosed			
	– Seller (s) Mr. Mohan BVR Reddy**	14,614,888	12.98	3,358,254	2.98

** Although Mr. BVR Mohan Reddy is the transferor, he is a part of the promoter group of the Target Company and hence also shown as a person acting in concert with the acquirer.

Note: 1

This disclosure is being made on account of a proposed transfer of 11,256,634 equity shares carrying voting rights of the Target Company comprising 10% of the total voting share capital of the Target Company by Mrs. BVR Mohan Reddy ("**Transferor**") to Saranam Family Private Trust ("**Proposed Transaction**").

The sole trustee of Saranam Family Private Trust is Vineyard Point Software Private Limited. As such, pursuant to the consummation of Proposed Transaction, the voting rights attached the equity shares of the Target Company will be exercised by Vineyard Point Software Private Limited ("**Sole Trustee**") in its capacity as the sole trustee of the Saranam Family Private Trust. Also, the Transferor, is a promoter of the Target Company and exercises 60% of the voting rights and is in control of the Sole Trustee.

Note 2:

In terms of Regulation 10(1)(a)(iii) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 ("**Takeover Regulations**"), an acquisition pursuant to a transfer of shares between any company and persons holding not less than fifty per cent of the equity shares of such company is exempt from making an open offer under the Takeover Regulations, subject to the transferor and the transferee entities being exclusively controlled by the same persons.

In the present case, the Transferor exercises 60% of the voting share capital and is in control of the Sole Trustee. Accordingly, any transfer of shares between the Transferor and a company (i.e. the Sole Trustee) in which the Transferor would not hold less than 50% of the equity shares would satisfy the test set out in Regulation 10(1)(a)(iii) of the Takeover Regulations. As such, the Proposed

Transaction qualifies for an exemption from the obligation of making an open offer in terms of Regulation 10(1)(a)(iii) of the Takeover Regulations.

Note:

- (*) Shareholding of each entity may be shown separately and then collectively in a group.
- The above disclosure shall be signed by the acquirer mentioning date & place. In case, there is more than one acquirer, the report shall be signed either by all the persons or by a person duly authorized to do so on behalf of all the acquirers.

A handwritten signature in blue ink, appearing to read "M. Ramadhy", is written in a cursive style.

Annexure to Disclosure under Regulation 10(5) dated 24 January 2017

Shareholding details	Before the proposed transaction		After the proposed transaction	
	No. of shares /voting Rights	% w.r.t total share capital of TC	No. of shares /voting rights	% w.r.t total share capital of TC
- Acquirer(s) and PACs (other than sellers)(*)				
BVR MOHAN REDDY	14,614,888	12.98	3,358,254	2.98
B SUCHARITHA	6,541,200	5.81	912,883	0.81 please refer to note below
B G V KRISHNA	1,850,760	1.64	1,850,760	1.64
BODANAPU SRI VAISHNAVI	1,790,400	1.59	1,790,400	1.59
D. NAGESWARA REDDY	115,200	0.10	115,200	0.1
CAROL ANN REDDY	38,400	0.03	38,400	0.03
B V S RATNA KUMARI	15,600	0.02	15,600	0.02
A AMALA REDDY	3,000	0.01	3,000	0.01
B ASHOK REDDY	300	0.00	300	0
Vineyard Point Software PVT Limited	0	0	11,256,634	10.00
Infocad Enterprises PVT Ltd	0	0	56,28,317	5.00
Total	24,969,748	22.18	24,969,748	22.18
- Seller (s)				
B.V.R.Mohan Reddy	14,614,888	12.983	3,358,254	2.98

Note: In addition to the proposed transfer of equity shares carrying voting rights from Mr. BVR MOHAN REDDY to Vineyard Point Software Private Limited, Mrs. B SUCHARITHA is also transferring 5% of the voting share capital of the Target Company held by her to Infocad Enterprises Private Limited for which a separate disclosure under Regulation 10(5) of the SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 is being filed.

