



October 21, 2021

To,
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E),
Mumbai- 400051

Ref: Script Name: SHRIPISTON

Dear Sir,

Sub: Extinguishment of 3,50,000 fully paid up equity shares of INR 10/- each ("Equity Shares") of Shriram Pistons & Rings Limited ("Company") bought back at a price of INR 1,020/- per Equity Share through the tender offer process pursuant to the SEBI (Buy Back of Securities) Regulations, 2018, as amended ("Buyback Regulations")

The number of Equity Shares bought back in the captioned buyback and the post-Buyback shareholding pattern were disclosed in the post buyback public announcement submitted for your records on October 13, 2021. The post-Buyback shareholding pattern has been reproduced in the **Annexure A** for ease of reference.

In compliance with Regulation 11 and 24(iv) of the Buyback Regulations, this is to inform you that the Company has extinguished 3,50,000 Equity Shares which were in dematerialized form. No Equity Shares in physical form were bought back or extinguished.

In view of the above, please see below a table showing reconciliation of share capital of the Company (Pre and Post Extinguishment):

Sr. No	Particulars	No. of Equity Shares	Amount (in INR)
1.	Pre-extinguishment, Issued, Subscribed and Paid-Up Share Capital	2,23,74,912 fully paid-up Equity Shares of INR 10/- each	22,37,49,120
2.	Less: Shares bought-back and credited to our account		
	a) Dematerialized form	3,50,000	35,00,000
	b) Physical form	Nil	Nil
3.	Post Extinguishment, Issued, Subscribed and Paid-Up Share Capital	2,20,24,912 fully paid-up Equity Shares of INR 10/- each	22,02,49,120

We also enclose a copy of the letter dated October 18, 2021 from Central Depository Services India Limited (CDSL) confirming the extinguishment of 3,50,000 Equity Shares, as **Annexure B**.

It is confirmed that the 3,50,000 Equity Shares of the Company were extinguished in compliance with and according to the provisions of Regulation 11 of the Buyback Regulations. A copy of the certificate dated October 20, 2021 in this regard is enclosed as **Annexure C**.

Kindly take the above on record.

Thanking you,

Encl: as above

Yours faithfully,
For Shriram Pistons & Rings Limited

(Naveen Agarwal)
Alternate Company Secretary

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

Category of Shareholder	No. of Shares Pre - Buyback	% to the existing Equity Share capital	No. of Shares Post - Buyback	% to the existing Equity Share capital
Promoters and persons acting in concert	1,05,84,400	47.31	1,02,97,053	46.75
Shareholding of the Non Promoter(s):	1,17,90,512	52.69	1,17,27,859	53.25
Foreign Investors (including Non Resident Indians / FIIs/ Foreign Nationals/ Foreign Corporate Bodies)	91,73,582	41.00		
Financial Institutions /Banks & Mutual Funds/ Insurance Co.	23,18,758	10.36		
Others (Individuals, Bodies Corporate, Employees, etc.)	2,98,172	1.33		
Total	2,23,74,912	100	2,20,24,912	100



Central Depository Services (India) Limited



Annexure - B

CDSL/OPS/IPO-CA/2021-22/CA-451096.001

October 18, 2021

The Company Secretary,
Shriram Pistons & Rings Ltd
Himalaya House
23, Kasturba Gandhi Marg
New Delhi, Delhi,
India - 110001

Dear Sir,

Sub:- Buyback

This is to inform you that the file uploaded by you / your RTA for the above-mentioned purpose, has been successfully processed at **Central Depository Services (India) Limited**. The details of the same are as follows:

CA Seq. No.	ISIN	Type Of Security	Date Effected	No. of Records	No. of Securities
451096.001	Debit ISIN INE526E01018	Shriram Pistons & Rings Ltd-Equity Shares	14-Oct-2021	1	350000

Thanking you,

Yours faithfully,
For **Central Depository Services (India) Limited**

Vinifer T Kodia
Asst. Vice President – Operations

c.c Alankit Assignments Limited

Digitally signed by VINIFER TEHMTON KODIA
Date: 2021.10.18 11:26:23 +05:30

Regd. Office : Marathon Futurex, Mafatlal Mill Compounds, A-Wing, 25th floor, N M Joshi
Marg, Lower Parel (East), Mumbai - 400013.

Phone: 91 - 22-2302-3333 • Fax: 91 - 22 - 2300 2035/2036. CIN: L67120MH1997PLC112443

Website : www.cdslindia.com

**Certificate of extinguishment of Equity Shares bought back (the Statement) by
Shriram Pistons & Rings Limited ("Company")**

This certificate is being made in compliance with the requirements of Regulation 11 of the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018, as amended ("**Buyback Regulations**").

Pursuant to the Public Announcement dated July 30, 2021 published on August 3, 2021 ("**Public Announcement**"), and the Letter of Offer dated September 4, 2021 ("**Letter of Offer**"), the tendering period for the Buyback opened on Friday, September 17, 2021 and closed on Thursday, September 30, 2021 (both days inclusive) ("**Tendering Period**"). The following are the details of the 350,000 Equity Shares bought back by the Company during the said Tendering Period and extinguished on October 14, 2021.

A. Particulars of extinguishment of Equity Shares bought back in Dematerialized Form:

Name of the Depository	DP Name and DP ID	Depository Reference No and Letter Dated	Date of Extinguishment	No. of Equity Shares Extinguished
Central Depository Services (India) Limited	Edelweiss Securities Limited (1203230007315228)	CDSL/OPS/IPO-CA/2021-22/CA-451096.001 dated October 18, 2021	October 14, 2021	350,000
Total (A)				350,000

B. Particulars of extinguishment of Equity Shares bought back in Physical Form:

Sr. No	Registered Folio No	Certificate No	Distinctive No of Shares (From – To)	No of Equity Shares Extinguished
Nil	Nil	Nil	Nil	Nil
Total (B)				Nil

C. TOTAL NUMBER OF EQUITY SHARES EXTINGUISHED / DESTROYED:

Total number of equity shares extinguished (A+B)	350,000
--	---------

It is certified that the above Equity Shares of the Company were extinguished in compliance with and according to the provisions of the Companies Act, 2013 and the Rules made thereunder, Regulation 11 of the Buyback Regulations, and the Securities and Exchange Board



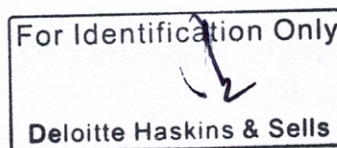
Handwritten signature in blue ink

Handwritten mark or signature in black ink

of India (Depositories and Participants) Regulations, 2018, as amended and the bye laws framed thereunder.

<p>For and on behalf of Board of Directors of Shriram Pistons & Rings Limited</p>  <p>Krishnakumar Srinivasan Managing Director & CEO DIN: 00692717 Date: October 20, 2021 Place: New Delhi</p>	<p>For and on behalf of Board of Directors of Shriram Pistons & Rings Limited</p>  <p>Luv Deepak Shriram Whole Time Director DIN: 00051065 Date: October 20, 2021 Place: New Delhi</p>	<p>For and on behalf of Board of Directors of Shriram Pistons & Rings Limited</p>  <p>Naveen Agarwal Alternate Company Secretary Membership No. A10343 Date: October 20, 2021 Place: New Delhi</p>
<p>Referred to in our Report dated October 20, 2021</p> <p>For Deloitte Haskins & Sells Chartered Accountants (Firm's Registration No. 15125N)</p>  <p>Jitendra Agarwal Partner (Membership No. 087104) (UDIN: 2402210400016651)</p>  <p>Date: New Delhi Place: October 20, 2021</p>	<p>For Alankit Assignments Limited (Registrar to the Buyback Offer)</p>  <p>J.K. Singla Sr. Manager Date: New Delhi Place: October 20, 2021</p> 	

Enclosed: Confirmation from the depository dated October 18, 2021 for extinguishment of Equity Shares in dematerialized format.



Independent Auditor's Report on the extinguishment of equity share certificates

The Board of Directors
Shriram Pistons & Rings Limited
3rd Floor, Himalaya House
23, Kasturba Gandhi Marg
New Delhi

Dear Sirs / Madam,

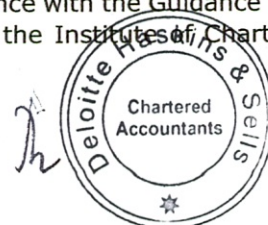
1. This report is issued in accordance with the terms of our Engagement letter dated October 05, 2021.
2. In connection with the extinguishment of the equity share certificates bought back by Shriram Pistons & Rings Limited (the "Company"), the Company is required to obtain a report from the Statutory Auditors, with regard to compliance with the Regulation 11(i) of Securities and Exchange Board of India (Buy-Back) Regulations, 2018, as amended (the "Buy-Back Regulations").
3. The accompanying Statement contains details of the extinguished equity share certificates so bought back as per the Buy-Back Regulations (the "Statement"), is prepared by the Management of the Company, which we have initialed for identification purposes only.

Management's Responsibility for the Statement

4. The preparation of the accompanying Statement is the responsibility of the Management of the Company. This responsibility includes designing, implementing and maintaining internal control relevant to the preparation and presentation of the Statement, and applying an appropriate basis of preparation; and making estimates that are reasonable in the circumstances.
5. The Management is also responsible for ensuring:
 - a) Extinguishment of 350,000 equity shares in dematerialized form; and
 - b) compliance with the requirements of the Buy-Back Regulations.

Auditor's Responsibility

6. Pursuant to the requirements of Regulation 11(iii) of the Buy-Back Regulations, it is our responsibility to obtain limited assurance and conclude as to whether the details provided in the Statement is in accordance with Regulation 11(i) of the Buy-Back Regulations and the relevant documents thereof are maintained by the Company as on October 14, 2021.
7. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purposes issued by the Institute of Chartered



Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.

8. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.
9. A limited assurance engagement includes performing procedures to obtain sufficient appropriate evidence that vary in nature, timing and extent than a reasonable assurance engagement. Consequently, the level of assurance obtained in a limited assurance engagement is substantially lower than the assurance that would have been obtained had we performed a reasonable assurance engagement. Accordingly, we have performed the following procedures in relation to the Statement:
 - a. Verified the share extinguishment confirmation received by the Company from Central Depository Services (India) Limited with respect to the equity shares held in dematerialized form which were bought back; and
 - b. Examined the minutes by the Registrar & Transfer agent on the specific equity shares bought back.

Conclusion

10. Based on our examination as above, and the information and explanations given to us, nothing has come to our attention that causes us to believe that the details provided in the Statement are not in accordance with the requirements of Regulation 11(i) of the Buy-Back Regulations and the relevant documents thereof are not maintained by the Company as on October 14, 2021.

Restriction on Use

11. This report is addressed to and provided to the Board of Directors of the Company in accordance with the Buy-Back Regulations and should not be used by any other person or for any other purpose. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior consent in writing.

For **DELOITTE HASKINS & SELLS**
Chartered Accountants
(Firm's Registration No: 15125N)



Jitendra Agarwal
Jitendra Agarwal
Partner
(Membership Number: 084107)
(UDIN: 21087104AAAAGI6651)

Place: New Delhi
Date: October 20, 2021