

ANNEXURE – 2

Format for disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

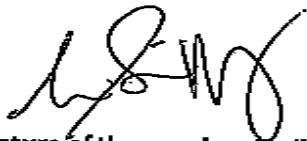
| | | | |
|--|---|--|--|
| Name of the Target Company (TC) | 3i Infotech Ltd | | |
| Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer | J.P. Morgan Clearing Corp. J.P. Morgan Securities plc | | |
| Whether the acquirer belongs to Promoter/Promoter group | No | | |
| Name(s) of the Stock Exchange(s) where the shares of TC are Listed | National Stock Exchange of India Limited Bombay Stock Exchange Limited | | |
| Details of the acquisition / disposal as follows | Number | % w.r.t. total share/voting capital wherever applicable(*) | % w.r.t. total diluted share/voting capital of the TC (**) |
| Before the acquisition under consideration, holding of : | | | |
| a) Shares carrying voting rights | - | - | - |
| b) Shares in the nature of encumbrance (pledge/lien/ non-disposal undertaking/ others) | - | - | - |
| c) Voting rights (VR) otherwise than by shares | - | - | - |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category) | 49,285,545 | 8.49% | 8.49% |
| e) Total (a+b+c+d) | 49,285,545 | 8.49% | 8.49% |
| Details of acquisition/sale | | | |
| a) Shares carrying voting rights acquired/sold | - | - | - |
| b) VRs acquired /sold otherwise than by shares | - | - | - |
| c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold | 16,086,831 | 2.77% | 2.77% |
| d) Shares encumbered / invoked/released by the acquirer | - | - | - |

| | | | |
|--|------------------|-------|-------|
| After the acquisition/sale, holding of: | | | |
| a) Shares carrying voting rights | - | - | - |
| b) Shares encumbered with the acquirer | - | - | - |
| c) VRs otherwise than by shares | - | - | - |
| d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition | 33,198,714 | 5.72% | 5.72% |
| e) Total (a+b+c+d) | 33,198,714 | 5.72% | 5.72% |
| Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc). | Sale | | |
| Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable | 20 November 2014 | | |
| Equity share capital / total voting capital of the TC before the said acquisition / sale | Rs 5,806,754,800 | | |
| Equity share capital/ total voting capital of the TC after the said acquisition / sale | Rs 5,806,754,800 | | |
| Total diluted share/voting capital of the TC after the said acquisition | Rs 5,806,754,800 | | |

This disclosure notice made by J.P. Morgan Clearing Corp. and J.P. Morgan Securities PLC under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeover) Regulations, 2011 is with respect to the Sale of convertible bonds. It does not pertain to the sale of common shares of 3i-infotech Ltd.

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.



Signature of the acquirer / seller / Authorised Signatory

Place: JPMorgan Chase Bank, N.A.

Floor: 06 - 1 Changi Business Park Central 1

Local and Contact Details