

**CORRIGENDUM TO THE PUBLIC ANNOUNCEMENT DATED NOVEMBER 5, 2015  
FOR THE ATTENTION OF THE PUBLIC SHAREHOLDERS OF  
POLARIS CONSULTING AND SERVICES LIMITED**

**OPEN OFFER FOR THE ACQUISITION OF UP TO 26,719,942 (TWENTY SIX MILLION SEVEN HUNDRED AND NINETEEN THOUSAND NINE HUNDRED AND FORTY TWO) FULLY PAID-UP EQUITY SHARES OF THE FACE VALUE OF RS. 5 (INDIAN RUPEES FIVE) EACH (“EQUITY SHARES”), CONSTITUTING 26% (TWENTY SIX PER CENT) OF THE VOTING SHARE CAPITAL (“OPEN OFFER” OR “OFFER”) OF POLARIS CONSULTING & SERVICES LIMITED (THE “TARGET COMPANY”), TO THE PUBLIC SHAREHOLDERS OF THE TARGET COMPANY BY VIRTUSA CONSULTING SERVICES PRIVATE LIMITED THE “ACQUIRER”) ALONG WITH VIRTUSA CORPORATION AND VIRTUSA INTERNATIONAL B.V, AS PERSONS ACTING IN CONCERT WITH THE ACQUIRER (“PACs”) UNDER THE PROVISIONS OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011 (THE “SEBI (SAST) REGULATIONS”), AS AMENDED (THE “OPEN OFFER”).**

This Corrigendum (“**Corrigendum**”) to the Public Announcement (“**Public Announcement**”) is being issued by J.P Morgan India Private Limited (the “**Manager to the Offer**”) for and on behalf of the Acquirer and the PACs, to the Public Shareholders of the Target Company.

This Corrigendum should be read in continuation of, and in conjunction with, the Public Announcement dated November 5, 2015 which has been sent to all the stock exchanges on which the shares of the Target Company are listed and to the SEBI and the Target Company in accordance with the SEBI (SAST) Regulations.

Capitalised terms used in this Corrigendum and not defined herein shall have the same meaning as ascribed in the Public Announcement.

**The Public Shareholders are requested to note the following significant information related to the Open Offer:**

Under paragraph 4 of the Public Announcement (*Details of the Selling Shareholders*), the following details of the Selling Shareholders as contained in the corresponding rows of the Public Announcement shall stand substituted by this Corrigendum and shall read as under:

No.	Name	Part of Promoter group (Yes/No)	Details of shares/voting rights held by the Selling Shareholders				
			Pre Transaction			Post Transaction	
			Number of Shares	% of current equity capital	% of Voting Share Capital	Number of Shares	% vis a vis total Voting Share Capital
8.	Meena Agarwal	Yes	21,450 <sup>1</sup>	0.02%	0.02%	13,290	0.01%
9.	Shashi Gupta	Yes	400 <sup>2</sup>	0.00%	0.00%	Nil	Nil
19.	Arun Sekhar Aran	No	483,560 <sup>3</sup>	0.48%	0.47%	59,885	0.06%
	<b>Total</b>		<b>53,549,714</b>	<b>53.42%</b>	<b>52.11%</b>	<b>450,377</b>	<b>0.44%</b>

<sup>1</sup> Please note that these details reflect the position as of the date of the Public Announcement. Meena Agarwal has, on November 6, 2015, acquired 16,790 (Sixteen Thousand Seven Hundred and Ninety) Equity Shares and on November 9, 2015, transferred by way of gift, 3,500 (Three Thousand Five Hundred) Equity Shares in favour of Shashi Gupta. The revised shareholding of Meena Agarwal will be disclosed in the Detailed Public Statement.

<sup>2</sup> Please note that these details reflect the position as of the date of the Public Announcement. Shashi Gupta has, on November 6, 2015, acquired 2,000 (Two Thousand) Equity Shares and on November 9, 2015, acquired by way of gift, 3,500 (Three Thousand Five Hundred) Equity Shares from Meena Agarwal. The revised shareholding of Shashi Gupta will be disclosed in the Detailed Public Statement.

<sup>3</sup> Please note that these details reflect the position as of the date of the Public Announcement. Arun Sekhar Aran has, on November 6, 2015, acquired 15,000 (Fifteen Thousand) Equity Shares. The revised shareholding of Arun Sekhar Aran will be disclosed in the Detailed Public Statement.

Except as detailed in this Corrigendum, all other terms and contents of the Public Announcement remain unchanged.

The Acquirer, the PACs and their directors accept full responsibility for the information contained in this Corrigendum and for the fulfilment of their obligations under the SEBI (SAST) Regulations.

This Corrigendum will be available on the website of the Securities and Exchange Board of India at [www.sebi.gov.in](http://www.sebi.gov.in).

**Issued by the Manager to the Offer on behalf of the Acquirer and the PACs**

**J.P.Morgan**

**J. P. Morgan India Private Limited**

J. P. Morgan Tower,  
Off C. S. T. Road, Kalina,  
Santacruz (East),  
Mumbai 400 098

Tel: +91 22 6157 3000 Fax: +91 22 6157 3911

Contact Person: Mr. Akhil Mittal / Mr. Aditya Monga

Email: [polaris\\_openoffer@jpmorgan.com](mailto:polaris_openoffer@jpmorgan.com)

Website: [www.jpmipl.com](http://www.jpmipl.com)

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