

**KPIT Cummins
Infosystems Limited**

November 6, 2012

The Manager,
Listing Department
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI - 400 001

Stock Code: 532400 / KPIT CUMMIN

Sub.: Outcome of the Board Meeting

Dear Sir/Madam,

We wish to inform you that the Board of Directors of the Company has approved the following major proposals at their meeting held today:-

- a) Issue of 7,776,000 equity shares of Rs. 2/- each of the Company on a preferential basis, to Van Dyck, (an affiliate of ChrysCapital V LLC) at a price not lower than Rs. 125/- per equity share (including a share premium of Rs 123/- per equity share), being a price higher than the price as determined in accordance with Regulation 76 of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, as amended ("ICDR") (where the relevant date for the purpose of computation of the minimum issue price in accordance with the ICDR is November 7th, 2012), for an aggregate consideration not lower than Rs.972,000,000/-, subject to the approval of shareholders of the Company and other regulatory approvals, if required.
- b) Issue of 5,184,000 equity shares of Rs. 2/- each of the Company on a preferential basis, to CX Partners and/or any of its affiliates, at a price not lower than Rs. 125/- per equity share (including a share premium of Rs 123/- per equity share), being a price higher than the price as determined in accordance with Regulation 76 of the ICDR, (where the relevant date for the purpose of computation of the minimum issue price in accordance with the ICDR is November 7th, 2012), for an aggregate consideration of Rs. 648,000,000/-, subject to the approval of shareholders of the Company and other regulatory approvals, if required.
- c) Convening an Extra-ordinary General Meeting of the Company on Friday, December 7th, 2012 to consider and if thought fit, to pass a special resolution authorizing the issue of equity shares as per (a) and (b) above.



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- d) Approving the draft notice for convening the aforesaid Extra-ordinary General Meeting (along with the explanatory statement).

Kindly take the same on your records.

Thanking you.

Yours faithfully,
For KPIT Cummins Infosystems Limited

Sandeep Phadnis
Company Secretary

