



MASTEK LIMITED

Registered Office: 804/805, President House, Opp. C.N. Vidyalaya, Near Ambawadi Circle, Ahmedabad – 380 006,

Corporate Office: Unit 107, SDF – 4, SEEPZ, Andheri (E), Mumbai - 400096

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Email: investor.relations@mastek.com, **Website:** www.mastek.com

POST BUY-BACK PUBLIC ANNOUNCEMENT

FOR THE ATTENTION OF THE SHAREHOLDERS/ BENEFICIAL OWNERS OF THE EQUITY SHARES OF MASTEK LIMITED

The Post Buyback Public Announcement is issued in compliance with Regulation 19(7) of the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 1998 and subsequent amendments thereto.

1. THE BUY BACK

1.1 **Mastek Limited** ("the Company") had announced the buyback ("the Buyback") of fully paid up equity shares ("Shares") of ₹ 5 each of the Company, not exceeding 32,00,000 Shares from existing owners / beneficial owners of Shares from the open market through stock exchange using electronic trading facilities of BSE Limited ("BSE") and The National Stock Exchange of India Limited ("NSE") in accordance with Sections 77A, 77B(2) of the Companies Act, 1956, Sections 69, 70(1) of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 1956 and Companies Act 2013 (to the extent notified) and SEBI (Buyback of Securities) Regulations 1998, as amended, at a price not exceeding ₹ 250 per share payable in cash for an aggregate amount not exceeding ₹ 5,450 lakhs (excluding brokerage and other charges, if any). A Public Announcement to shareholders / beneficial owners was published on February 26, 2014 in all editions of Financial Express – English Daily, Jansatta – Hindi Daily and Financial Express – Gujarati Daily.

1.2 The Buyback Offer had opened on March 6, 2014 and closed on March 25, 2014.

2. DETAILS OF THE BUYBACK

2.1 The total number of Shares bought back under the Buyback were 24,84,007 Shares (subject to close outs and credit in the Buyback Demat Account).

2.2 The total amount invested in the Buyback is ₹ 5,417.08 Lakhs (Rupees Fifty Four Crores Seventeen Lakhs and Eight Thousand only) excluding brokerage and other charges.

2.3 The price at which the Shares were bought back was dependent on the price quoted on BSE and NSE. The highest price at which Shares were bought back was ₹ 216.50 per share on BSE (06/03/2014) and ₹ 224.75 per share on NSE (20/03/2014) while the lowest price was ₹ 206 per share on BSE (13/03/2014) and ₹ 206 per share on NSE (13/03/2014) (all prices excluding brokerage and other charges). Over all the Shares were bought back at an average price of ₹ 218.08 per share (price excluding brokerage and other charges).

2.4 As the offer for the Buyback of Shares was from the open market through stock exchanges, the identity of shareholders from whom Shares exceeding 1% of total Shares bought in buyback is not known.

2.5 As on the date of this Public Announcement 16,44,007 Shares are extinguished out of the total 24,84,007 Shares bought back and the Company is in the process of extinguishing balance 8,40,000 Shares.

3. CAPITAL STRUCTURE AND SHAREHOLDING PATTERN

3.1 The capital structure of the Company, pre and post Buyback, is as under:

Particulars	Before the Buyback	After the Buy back
Authorised Capital	4,00,00,000 Equity Shares of ₹ 5 each 2,00,00,000 Preference Shares of ₹ 100 each	4,00,00,000 Equity Shares of ₹ 5 each 2,00,00,000 Preference Shares of ₹ 100 each
Issued, Subscribed and Paid-up Capital	2,46,44,687 Equity Shares of ₹ 5 each fully paid up	2,21,60,680 Equity Shares of ₹ 5 each fully paid up*

* Subject to extinguishment of 8,40,000 Shares bought back.

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

Particulars	Before the Buy-back		After the Buy-back*	
	No. of Shares	%	No of Shares	%
Promoters and/or persons who are in the control and/or acting in concert (Promoter Group)	1,15,06,660	46.69	1,15,06,660	51.92
Foreign Investors (including Non Resident Indians / FIIs)	40,97,340	16.63	1,06,54,020	48.08
Financial Institutions / Banks Mutual Funds / Institutions/Central Government & State Government & Insurance Companies	16,05,812	6.51		
Others (Public, Bodies Corporate, Employees, etc.)	74,34,875	30.17		
TOTAL	2,46,44,687	100.00	2,21,60,680	100.00

*subject to extinguishment of 8,40,000 Shares bought back.

4. MANAGER TO THE BUYBACK OFFER



KARVY INVESTOR SERVICES LIMITED

"Karvy House", 46, Avenue 4, Street No. 1, Banjara Hills, Hyderabad - 500 034

Tel. No. 91 40 2342 8774/2331 2454; Fax No. 91 40 2337 4714/2331 1968

Contact Person: Mr. Ankit Bhatia

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5. DIRECTOR'S RESPONSIBILITY

As per Regulation 19(1)(a) of the Buyback Regulations, the Directors of the Company accept the responsibility for the information contained in this Public Announcement or any other advertisement, circular, brochure, publicity material which may be issued and confirm that the information in such documents contain true, factual and material information and does not contain any misleading information.

For and on behalf of Board of Directors of
Mastek Limited

Sd/-
Radhakrishnan Sundar
Executive Director

Sd/-
Ashank Desai
Director

Sd/-
Bhagwant Bhargawe
Company Secretary

Date : March 25, 2014

Place : Mumbai