SECOND SUPPLEMENTARY PUBLIC ANNOUNCEMENT FOR THE ATTENTION OF THE SHAREHOLDERS OF

AZTECSOFT LIMITED

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This Second Supplementary Public Announcement is issued by the Manager to the Offer, Morgan Stanley India Company Private Limited ("**Manager to the Offer**"), on behalf of MindTree Limited (the "**Acquirer**" or "**MindTree**") pursuant to and in compliance with, among others, Regulations 10 and 12 of Chapter III of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 1997 and subsequent amendments thereto (the "**SEBI Takeover Regulations**").

This announcement is made pursuant to the comments/observations issued on June 9, 2008 by the Securities and Exchange Board of India ("**SEBI**") on the draft Letter of Offer filed with the SEBI on May 16, 2008.

This announcement is made further to, and should be read in conjunction with, the Public Announcement published on May 5, 2008 ("**PA**"), the corrigendum to the PA published on May 16, 2008 (the "**Corrigendum to the PA**") and the first supplementary public announcement published on May 31, 2008 (the "**First Supplementary PA**"), all of which were issued by the Manager to the Offer on behalf of the Acquirer.

Unless defined herein, terms defined in the PA have the same meanings when used in this announcement.

1. Revised Schedule of Activities

The revised schedule of activities in relation to the Offer is as follows:

Activities	Original Days and Dates*	Revised Days and Dates**
Public Announcement	Monday, May 5, 2008	Monday, May 5, 2008
Specified Date ***	Friday, May 30, 2008	Friday, May 30, 2008
Last date for Competitive Bid	Tuesday, May 27, 2008	Monday, May 26, 2008
Date by which Letter of Offer to be dispatched to the Equity Shareholders	Thursday, June 19, 2008	Thursday, June 19, 2008
Date of opening of the Offer	Monday, June 30, 2008	Friday, June 27, 2008
Last date for revising the Offer Price/number of Equity Shares	Thursday, July 10, 2008	Monday, July 7, 2008
Last date up to which Equity Shareholders may withdraw	Wednesday, July 16, 2008	Friday, July 11, 2008
Date of Closure of the Offer	Monday, July 21, 2008	Wednesday, July 16, 2008
Date for communicating acceptance/ rejection under the Offer and payment of consideration for applications accepted and share certificates for the rejected shares to be dispatched.	Tuesday, August 5, 2008	Thursday, July 31, 2008

* As per PA published on May 5, 2008

** As per Corrigendum to the PA, published on May 16, 2008

*** Specified Date is only for the purpose of determining the names of Equity Shareholders as on such date to whom the Letter of Offer would be sent. All owners (registered or unregistered) of the Equity Shares (other than the Acquirer and the Seller) are eligible to participate in the Offer anytime before the closure of the Offer.

In accordance with the SEBI Takeover Regulations, and as per the revised schedule of activities set forth above, the Acquirer is permitted to revise the Offer price upward up to 7 (seven) working days prior to the date of closure of the Offer, i.e., till Monday, July 7, 2008. In the event of such revision, an announcement will be made in the same newspapers where the PA appeared and the revised offer price would be paid for all the equity shares tendered anytime during the Offer.

2. Reasons for the acquisition, rationale/object of the Offer and future plans

ASL is a global software engineering services company with rich software engineering experience, global reach and an offshore presence. Its expertise lies in application software segment, which is complementary to MindTree's expertise in embedded software segment. In addition, ASL provides development and testing services to software product companies in a variety of verticals ranging from new media, retail, banking and financial services and life sciences, which will help MindTree to scale up its own testing business. Thus, the combined entity will have a bigger portfolio of services targeted at a wider array of customers, which will strengthen its competitive position in the Indian IT services market. This will also enable MindTree to address newer solutions and services to its customers and also to ASL's customers and enhance its marketing capabilities. ASL has delivery centres across India that enhance MindTree's footprint across India through increased capacity of people and infrastructure.

3. Continuous Listing

ASL made its public issue in November 2000, and entered into listing agreement with the BSE and with the NSE. According to the prevailing Rule 19(2)(b) of the Securities Contracts (Regulations) Rules, 1957, the prevailing guidelines issued by the SEBI and the listing guidelines of the Stock Exchanges at the time when ASL made its public issue, ASL was required to issue at least 10% of its post-issue capital to the public as part of the public issue. Accordingly, under Clause 40A(ii) of the current listing agreement with the Stock Exchanges, ASL has to maintain on a continuous basis, public shareholding of at least 10% of the total number of issued equity shares.

Pursuant to the Offer, as per the terms of the SPA and the acquisitions of Equity Shares by MindTree after the date of the PA, the public shareholding of ASL is not expected to fall to less than 10% of the total issued equity share capital of ASL.

The Acquirer does not intend to acquire Equity Shares which may result in the public shareholding of ASL being reduced below the minimum level required as per the listing agreements with BSE and NSE. However, post the Offer, if the public shareholding falls to a level below the minimum public holding required for continuous listing, MindTree has undertaken to take necessary steps to facilitate compliance of ASL with the relevant provisions of the listing agreements with BSE and NSE in terms of the provisions of Regulation 21(2) of the SEBI Takeover Regulations (i.e., to enable ASL to raise the level of public shareholding to the levels specified for continuous listing as specified in the listing agreement with BSE and NSE, within the prescribed period).

4. Letter of Offer

On Tuesday, June 17, 2008, the Acquirer dispatched the Letter of Offer to the owners of Equity Shares of ASL as on the Specified Date. For more details, the Shareholders may refer to the Letter of Offer dated June 17, 2008.

The Acquirer and the directors of the Acquirer accept full responsibility for the information contained in this announcement and also for the obligations of the Acquirer to the extent as required and as laid down in the SEBI Takeover Regulations.

This announcement will also be available on SEBI's website (www.sebi.gov.in).

Issued by Manager to the Offer on behalf of the Acquirer
(i.e. MindTree Limited, MindTree House, No. 3, Block A, No. 42, 27th Cross, Banashankari, 2nd Stage, Bangalore – 560 070)

Morgan Stanley

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Place: Mumbai
Date: June 19, 2008

Size : 28 x 12