



AZB & PARTNERS
ADVOCATES & SOLICITORS

May 11, 2012

BSE Limited

Department of Corporate Services,
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai – 400001.
Fax No.: +91 22 2272 2039 / 2272 2037

National Stock Exchange of India Limited

Exchange Plaza,
Bandra Kurla Complex,
Bandra East,
Mumbai – 400051.
Fax No.: +91 22 2659 8237 / 2659 8238

3i Infotech Limited

Tower 5, 3rd to 6th Floors,
International Infotech Park,
Vashi,
Navi Mumbai 400703.
Fax No.: + 91 22 6792 8098

Dear Sirs,

Sub: Disclosure under the Securities and Exchange Board of India (Substantial Acquisition of Shares and takeovers) Regulations, 2011, as amended (the “Takeover Code”)

We are concerned for our client, Linden Advisors LP, who has instructed us to file the enclosed disclosure under Regulation 29(1) of the Takeover Code, on their behalf.

Yours truly,

For AZB & Partners

Encl: a.a.

Format for disclosures under Regulation 29(1) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

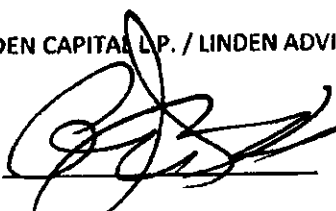
Name of Target Company (TC)	3i Infotech Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	Linden Advisors LP		
Whether the acquirer belongs to Promoter/Promoter group	No		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	National Stock Exchange of India Limited and BSE 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) Voting rights (VR) 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) d) Total (a+b+c)	a) zero b) zero c) convertible securities: 27,622 d) convertible securities: 27,622	a) 0% b) 0% c) 2.5% d) 2.5%	a) 0% b) 0% c) 2.2% d) 2.2%
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	a) zero b) zero c) convertible securities: Acquired: 27,622 Sold: 19,633 d) Acquired: 27,622 Sold: 19,633	a) 0% b) 0% c) convertible securities: Acquired: 30.7% Sold: 2.5% d) Acquired: 30.7% Sold: 2.5%	a) 0% b) 0% c) convertible securities: Acquired: 9.5% Sold: 2.2% d) Acquired: 9.5% Sold: 2.2%

d) Total (a+b+c)			
After the acquisition/sale, holding of: a) Shares carrying voting rights b) VRs 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) after acquisition d) Total (a+b+c)	a) zero b) zero c) convertible securities: 27,622 d) 27,622	a) 0% b) 0% c) convertible securities: 30.7% d) 30.7%	a) 0% b) 0% c) convertible securities: 9.5% d) 9.5%
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc.)	Exchange of TC's old convertible securities (0% bonds due April 3, 2012 and 0% bonds due July 27, 2012) for TC's new convertible securities (5% bonds due April 26, 2017).		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	Date of acquisition of convertible securities, i.e. 5% bonds due April 26, 2017: May 10, 2012 (being the first date as of which the acquired convertible securities may be converted) Date of sale of convertible securities, i.e. 0% bonds due April 3, 2012 and 0% bonds due July 27, 2012: April 25, 2012 (being the effective date of the exchange)		
Equity share capital / total voting capital of the TC before the said acquisition / sale	Equity share capital: 191,986,549 Total Voting Capital: 191,986,549		
Equity share capital / total voting capital of the TC after the said acquisition / sale	Equity share capital: 191,986,549 Total Voting Capital: 191,986,549		
Total diluted share/voting capital of the TC after the said acquisition	Total diluted share capital: approx. 895,000,000 Total diluted voting capital: 191,986,549		

(*) 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 / Authorized Signatory

LINDEN CAPITAL LP. / LINDEN ADVISORS LP

By: 

Name: Craig Jarvis

Title: Authorized Signatory / Chief Financial Officer

Place: New York, New York

Date: May 11, 2012