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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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 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 Rs.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 Section 77A, 77AA and 77B of the Companies Act, 1956 and SEBI (Buyback of Securities) Regulations 1998 at a price not exceeding Rs.175 per share payable in cash for an aggregate amount not exceeding Rs. 3,600 lakhs. A Public Announcement to shareholders / beneficial owners was published on November 7, 2012 in all editions of Financial Express – English Daily, Jansatta – Hindi Daily and Financial Express – Gujarati Daily.

1.2 The Buyback Offer had opened on November 26, 2012 and closed on February 5, 2013.

2. DETAILS OF THE BUYBACK

2.1 The total number of Shares bought back under the Buyback were 23,88,000 Shares (subject to close outs and credit in the Depository Demat Account).

2.2 The total amount invested in the Buyback is Rs.3,599.52 Lakhs (Rupees Three Thousand Five Hundred Ninety Nine Lakhs and Fifty Two Thousand only) including brokerage, taxes 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 Rs.157.00 per share on BSE (29/1/2013) and Rs.166.85 per share on NSE (01/02/2013) while the lowest price was Rs.132.00 per share on BSE (30/11/2012) and Rs.132.00 per share on NSE (26/11/2012) (all prices excluding brokerage, taxes and other charges). Over all the Shares were bought back at an average price of Rs.150.73 per share (price including brokerage, taxes 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 18,43,611 Shares are extinguished out of the total 23,88,000 Shares bought back and the company is in the process of extinguishing balance 5,44,389 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 Rs.5 each	4,00,00,000 Equity Shares of Rs.5 each
	2,00,00,000 Preference Shares of Rs.100 each	2,00,00,000 Preference Shares of Rs.100 each
Issued, subscribed and paid - up capital	2,70,26,187 Equity Shares of Rs.5 each fully paid up	2,46,38,187 Equity Shares of Rs.5 each fully paid up#

#Subject to extinguishment of 5,44,389 Shares brought 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 and Promoter Group)	1,15,06,660	42.58	1,15,06,660	46.70
Foreign Investors (including Non Resident Indians / FIIs)	49,16,705	18.19	1,31,31,527	53.30
Financial Institutions / Banks & Mutual Funds promoted by Banks / Institutions/ Central Govt. and State Govt. and Insurance Companies	33,59,515	12.43		
Others (Public, Bodies Corporate, Employees, etc.)	72,43,307	26.80		
TOTAL	**2,70,26,187**	**100.00**	**2,46,38,187**	**100.00**

*subject to extinguishment of 5,44,389 Equity Shares bought back.

4. MANAGER TO THE BUYBACK OFFER

KARVY | INVESTMENT BANKING

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. M.P.Naidu / Mr. Ankit J Bhatia
Email: cmg@karvy.com, Investor Grievance Email Id: igmbd@karvy.com

5. DIRECTOR'S REPONSIBILITY

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/-	Sd/-	Sd/-
Sudhakar Ram	Radhakrishnan Sundar	Bhagwant Bhargawe
Chairman and Managing Director	Executive Director	Company Secretary

Date: February 5, 2013
Place: Mumbai