

March 2, 2016

To

**The Managing Director  
National Stock Exchange of India Limited**  
Exchange Plaza  
Plot No. C/1, G Block  
Bandra Kurla Complex  
Bandra (East)  
Mumbai 400 051  
**India**

Dear Sir / Madam

**Sub: Filing of report under Regulation 18(6) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.**

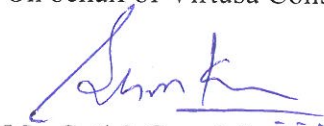
In compliance with Regulation 18(6) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended from time to time ("**SEBI Takeover Regulations**"), we are hereby notifying the information regarding the acquisition of shares made by us on March 1, 2016 and March 2, 2016. As required under Regulation 18(6) of SEBI Takeover Regulations, we are informing you about the said sale within 24 hours of such sale.

Enclosed is the report in the format as prescribed by SEBI.

The above is for your information and records.

Yours sincerely,

On behalf of Virtusa Consulting Services Private Limited



**Mr. Satish Sureddi**  
**Director**

Copy to:

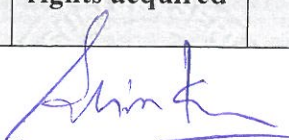
1. Polaris Consulting & Services Limited
2. BSE Limited
3. Metropolitan Stock Exchange of India Limited

**FORMAT FOR DISCLOSURES BY ACQUIRER FOR SHARES/VOTING RIGHTS ACQUIRED DURING THE OFFER PERIOD UNDER REGULATION 18(6) IN TERMS OF SEBI (SUBSTANTIAL ACQUISITION OF SHARES AND TAKEOVERS) REGULATIONS, 2011**

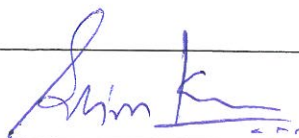
|       |                                                                                                                                                                                                                                                                                                   |                                                                                                                                                                                       |
|-------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| (i)   | <b>Name of the Target Company (TC)</b>                                                                                                                                                                                                                                                            | Polaris Consulting & Services Limited                                                                                                                                                 |
| (ii)  | <b>Name of the Acquirers/PAC</b>                                                                                                                                                                                                                                                                  | (a) <b>Acquirer-</b> Virtusa Consulting Services Private Limited<br><br>(b) <b>Persons Acting in Concert (PACs)</b><br>(i) Virtusa Corporation, US<br>(ii) Virtusa International B.V. |
| (iii) | <b>Name of the persons/ entities who acquired shares in the TC</b>                                                                                                                                                                                                                                | (a) <b>Acquirer-</b> Virtusa Consulting Services Private Limited<br><br>(b) <b>Persons Acting in Concert (PACs)</b><br>(i) Virtusa Corporation, US<br>(ii) Virtusa International B.V. |
| (iv)  | Whether disclosure about the persons/ entities stated at (iii) was given in the detailed public announcement as either Acquirer or Persons acting in concert with Acquirer. ( Yes/No)<br><br>If no, provide (a) Reasons for non-disclosure (b) Relationship of the entity with the Acquirer / PAC | Yes                                                                                                                                                                                   |

**Details of acquisition – for each person mentioned at (iii)**

| Number of shares/voting rights acquired (No.) | Date of Acquisition | Mode of acquisition | Person from whom shares/voting rights acquired | Purchase price per share (Rs.) | Shareholding of person who acquired the shares (% w.r.t. total share Capital/ voting capital of Target |
|-----------------------------------------------|---------------------|---------------------|------------------------------------------------|--------------------------------|--------------------------------------------------------------------------------------------------------|
|-----------------------------------------------|---------------------|---------------------|------------------------------------------------|--------------------------------|--------------------------------------------------------------------------------------------------------|



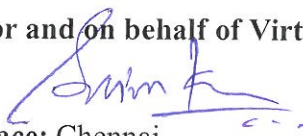
|                                                                                                                          |               |            |               |        | Company)           |                                                                                        |
|--------------------------------------------------------------------------------------------------------------------------|---------------|------------|---------------|--------|--------------------|----------------------------------------------------------------------------------------|
|                                                                                                                          |               |            |               |        | Before acquisition | After acquisition                                                                      |
| 60,000                                                                                                                   | March 1, 2016 | Off market | Aarushi Jain  | 220.73 | Nil                | 0.06% (share capital)<br>0.06% (voting share capital)                                  |
| 4,800                                                                                                                    | March 1, 2016 | Off market | Naveen Kumar  | 220.73 | Nil                | 0.00% (share capital)<br>0.00% (voting share capital)                                  |
| 2,300                                                                                                                    | March 1, 2016 | Off market | Suman Mathur  | 220.73 | Nil                | 0.00% (share capital)<br>0.00% (voting share capital)                                  |
| 1,50,000                                                                                                                 | March 1, 2016 | Off market | Konark Trust  | 220.73 | Nil                | 0.15% (share capital)<br>0.15% (voting share capital)                                  |
| 21,450                                                                                                                   | March 2, 2016 | Off market | Meena Agarwal | 220.73 | Nil                | 0.02% (share capital)<br>0.02% (voting share capital)                                  |
| 2,400                                                                                                                    | March 2, 2016 | Off market | Neeta Mathur  | 220.73 | Nil                | 0.00% (share capital)<br>0.00% (voting share capital)                                  |
| <b>Total shareholding of acquirer and PACs before the acquisition (number as well as % of total share capital of TC)</b> |               |            |               |        |                    | <b>Nil</b>                                                                             |
| <b>TOTAL shareholding of acquirer and PACs after the acquisition (Number as well as % of total share capital of TC)</b>  |               |            |               |        |                    | <b>Number of shares- 5,31,20,027 (Five crores thirty one lakhs twenty thousand and</b> |



|  |                        |
|--|------------------------|
|  | twenty seven only)     |
|  | <b>Percentage</b>      |
|  | <b>52.92</b> %         |
|  | (share capital)        |
|  | <b>51.68</b> %         |
|  | (voting share capital) |
|  |                        |

We hereby declare that the information provided in the instant report is true and nothing has been concealed there from.

**For and on behalf of Virtusa Consulting Services Private Limited**

  
Place: Chennai

Date: March 2, 2016