

July 12, 2016

National Stock Exchange of India Limited

Exchange Plaza
Plot no. C/1, G Block
Bandra - Kurla Complex
Bandra (E)
Mumbai 400 051

Dear Sirs,

NSE Symbol: 3IINFOTECH

Sub.: Issue of Foreign Currency Convertible Bonds

**Ref: Clarifications sought by the Exchange on announcement dated
July 5, 2016 submitted on NEAPS on July 6, 2016**

With reference the queries raised on the captioned announcement:

1. *Proposed no. of equity shares underlying the ADR/GDR or on conversion of FCCBs;*

The proposed number of equity shares that would be allotted upon conversion of FCCBs will depend on how many bondholders accept the exchange offer. The number of shares will not exceed Rs. 3500 million (as approved by the Shareholders of the Company vide postal ballot results declared on May 13, 2016) in any case.

2. *Proposed date of allotment, tenure, date of maturity and coupon offered, if any of FCCBs;*

Proposed date of allotment of proposed FCCBs:

The meeting of the bondholders is scheduled to be held on July 27, 2016 on which date we expect to get the approval of the bondholders for issuing the FCCBs. Following approval of the Bondholders, we have to intimate RBI about bondholders' approval through the Authorised Dealer. FCCBs will be issued once we receive RBI approval (as per discussion with RBI we understand that they will grant approval for the issue within 4-5 working days).

Tenure of proposed FCCBs:

Maturity date of the proposed FCCBs is March 31, 2025.

Coupon offered:

Interest will be paid at the rate of 2.5% per annum accruing from April 1, 2016. Interest on the Bonds will be payable semi-annually on September 30 and

3i Infotech Limited

(CIN : L67120MH1993PLC074411)
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March 31 of each year. The first semi-annual payment which will represent a full six months of interest will be made on September 30, 2016.

3. *Details of defaults, if any, by the listed entity in payment of coupon on FCCBs & subsequent updates in relation to the default, including the details of the corrective measures undertaken (if any);*

We have apprised NSE's listing department on the details of defaults in payment of coupon on existing FCCBs and the corrective measures undertaken vide our letter dated June 27, 2016.

The details of the corrective measures have been informed to the listing department of NSE vide the above referred letter and the same are also mentioned below for your reference:

"The Extraordinary Resolution proposed to be passed by the Bondholders envisages a waiver of any and all existing Events of Default under the Principal Trust Deed and specifically waives all interest which has accrued and is or will be accruing but is unpaid on the Bonds, except for the interest to accrue at a rate of 2.5% starting on April 1, 2016."

We hope that the queries have been responded adequately. Please revert in case any further clarifications are required.

Thanking you,

Yours faithfully,
For 3i Infotech Limited



Rajeev Limaye
Company Secretary



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