

**axis-IT&T****AXIS-IT&T Limited**

D-30, Sector - 3, Noida - 201 301, Uttar Pradesh (India)

Telephone : +91 120 451 8200, Fax : +91-120-244 2921

Website: www.axisitt.com

September 21, 2012

Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block G
Bandra Kurla Complex,
Bandra (E),
Mumbai- 400051

Dear Sir,

Sub: Proceedings of the Annual General Meeting

We wish to inform you that the members of Axis-IT&T Ltd. accorded their approval to the following in the Annual General Meeting held on 20th September 2012 held at 11.30 a.m. at Lakshmi Pat Singhania Auditorium, PHD Chambers of Commerce & Industry, PHD House, Ground Floor, 4/2, Sri Fort Road, New Delhi - 110016;

1. Adoption of the Profit and Loss Account for the year ended 31st March, 2012 and the Audited Balance Sheet as at that date along with the notes and annexures thereto and the report of the Board of Directors and Auditors thereon.
2. Appointment of Mr. Kedar Nath Choudhury, director retiring by rotation.
3. Appointment of Mr. Pradeep Dadlani, director retiring by rotation.
4. Appointment of retiring Auditors M/s Walker Chandiok & Co., Chartered Accountants, until the conclusion of the next Annual General Meeting of the Company at a remuneration and reimbursement of out of pocket expenses as may be approved by the Board of Directors of the Company.

We trust that the above is in order.

Thank you,

Yours truly,

For Axis-IT&T Limited

Shweta Agrawal
Company Secretary

Cc.: To,

The Manager

Dptt. of Corporate Services

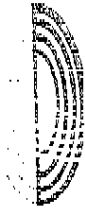
The Stock Exchange - Mumbai

Floor 25

Phiroze Jeejeebhoy Towers

Dalal Street, Fort,

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Mumbai- 400051

Dear Sir,

Sub: Chairman's Speech

We are hereby attaching the Chairman's Speech given on the occasion of 22nd Annual General Meeting held on 20.9.2012. We trust that the above is in order.

Thank you,
Yours truly,
For Axis-IT&T Limited

Shweta Agrawal**Company Secretary**

Cc.: To,
The Manager
Dptt. of Corporate Services
The Stock Exchange – Mumbai
Floor 25
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai

AXIS-IT&T LTD.**CHAIRMAN'S SPEECH**

Dear Shareholders,

It gives me great pleasure to welcome you to the Twenty Second Annual General Meeting of Axis-IT&T Ltd. (Axis).

Your Company continues to grow its Engineering Design service offerings to the global leader in off highway & Construction equipment, and Aerospace .

Owing to the reputation that the Company has acquired, it has been approached by customers in China to offer onshore design support and the Company is exploring various options, including the setting up of a 100% subsidiary to explore and pursue these business opportunities.

The Subsidiary of your Company, Cades Digitech Pvt. Ltd., has once again achieved the status of preferred supplier of engineering services to the world's leading Aerospace OEM. The Company got this status after competing with many players globally including few big corporates in India.

During the year, Cades Digitech Pvt. Ltd., also set up a dedicated Offshore Development Center (ODC) for one of the world's largest aircraft manufacturers' based out of Europe. Cades has also been able to enhance its existing engagement with a Germany based global leader for aircraft structures and aircraft manufacturing systems. . The continuous delivery of challenging work with demanding quality standards has put your company amongst the top players in India in this domain.

The manpower strength of the Company, on a consolidated basis, grew from 1070 employees to 1229 employees during the year.

The Company, along with its subsidiaries, has added many new customers during the year and the future prospects of business from these and other existing customers look to be promising, because of the growth in both breadth as well as depth of services offered to them.

Your company is endeavouring to enhance some of its relatively new service lines like embedded systems, electronics, FEA, etc. so that it can offer a more complete portfolio of services in the product development space.

Your company has invested on setting up of world class Engineering Development Centre infrastructure to cater to the need of Global customers and will continue to do so in future.

The amalgamation of the individual group companies , that are engaged in the Aerospace and other Engineering sectors, will give rise to further opportunities for improved revenue and profitability, through easier mobility of resources across the organization from areas of lower utilization to areas of higher utilization, through leveraging existing customer contacts to provide new services, more efficient usage of sales people in the field, and more effective customer interface because of the larger size, reach, breadth and depth of services of the amalgamated organization. Your company will be investing in brand building of the amalgamated company to secure a bright future for itself.

We thank you for your continuous support.

Chairman of the Meeting

Date : 20th September 2012, New Delhi