

TATA CONSULTANCY SERVICES LIMITED



**IN THE HIGH COURT OF JUDICATURE AT BOMBAY
ORDINARY ORIGINAL CIVIL JURISDICTION
COMPANY SUMMONS FOR DIRECTION NO. 346 OF 2013**

IN THE MATTER of the Companies Act, 1956;
AND
IN THE MATTER of Sections 391 to 394 of the
Companies Act, 1956;
AND
IN THE MATTER of Tata Consultancy Services Limited;
AND
IN THE MATTER of Composite Scheme of Arrangement
between Tata Consultancy Services Limited and TCS
e-Serve Limited and TCS e-Serve International Limited
and their respective shareholders.

Tata Consultancy Services Limited,
a company incorporated under the
provisions of the Companies Act, 1956
having its registered office at 9th Floor,
Nirmal Building, Nariman Point,
Mumbai 400 021

...Applicant Company

**NOTICE CONVENING THE MEETING OF THE EQUITY SHAREHOLDERS
OF THE APPLICANT COMPANY**

Notice is hereby given that by an Order made on the 12th day of April, 2013, in the abovementioned Company Summons for Direction, the Hon'ble High Court of Judicature at Bombay has directed that a meeting of the Equity Shareholders of the Applicant Company, whose meeting have to be held for the purpose of considering and if thought fit, approving with or without modification(s), the proposed arrangement embodied in the Composite Scheme of Arrangement between Tata Consultancy Services Limited and TCS e-Serve Limited and TCS e-Serve International Limited and their respective shareholders ('the Scheme').

In pursuance of the said Order and as directed therein, further notice is hereby given that a meeting of the Equity Shareholders of the Applicant Company, will be held at **Birla Matushri Sabhagar, 19, Sir Vithaldas Thackersey Marg, New Marine Lines, Mumbai 400 020 on Friday, May 31, 2013 at 3.30 p.m.**, at which place, day, date and time the Equity Shareholders of the Applicant Company are requested to attend.

A Copy of the Scheme, the Explanatory Statement under Section 393 of the Companies Act, 1956 and a Form of Proxy can be had free of charge at the registered office of the Applicant Company or at the office of its advocates M/s. Desai & Diwanji, Lentin Chambers, 2nd Floor, Dalal Street, Fort, Mumbai 400 001.

Person entitled to attend and vote at the said meeting may vote in person or by proxy provided that all proxies in the prescribed form are deposited at the registered office of the Applicant Company at 9th Floor, Nirmal Building, Nariman Point, Mumbai 400 021, not later than 48 hours before the time of the aforesaid meeting.

The Hon'ble High Court has appointed Mr. Cyrus Mistry, Chairman of the Applicant Company and failing him, Mr. S. Ramadorai, Vice Chairman of the Applicant Company and failing him, Mr. N. Chandrasekaran, Chief Executive Officer and Managing Director of the Applicant Company, to be the Chairman of the said meeting. The Scheme, if approved at the said meeting, will be subject to subsequent approval of the Hon'ble High Court.

Dated this 26th day of April, 2013

Cyrus Mistry

Chairman appointed for the meeting

Registered Office: 9th Floor, Nirmal Building, Nariman Point, Mumbai 400 021.