



6 January 2017

BSE Limited

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Dalal Street
Mumbai 400 051
Tel: +91-22-22721233/4
corp.relations@bseindia.com

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor
Bandra Kurla Complex
Bandra E, Mumbai 400 051
Tel: +91-22-26598100
takeover@nse.co.in

Xchanging Solutions Limited

SJR – I Park, Plot No. 13, 14, 15
EPIP Industrial Area, Phase 1 Whitefield
Road,
Bangalore – 560066, Karnataka
Tel: +91- 80-30540000
compliance@asia.xchanging.com

Dear Sir/Madam,

SUB: Disclosures under Regulation 29(2) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 by CSC Technologies India Private Limited in respect of the acquisition of shares from the public shareholders of Xchanging Solutions Limited pursuant to the completion of the tendering period under the open offer made by CSC Computer Sciences International Operations Limited (Acquirer) and Computer Sciences Corporation, CSC Technologies India Private Limited and Computer Sciences Corporation India Private Limited (persons acting in concert with the Acquirer)

Please find attached the captioned.

Request you to take note and do the needful.

On behalf of **CSC Technologies India Private Limited,**

Name: H. C. Charles Diao
Designation: Authorized Signatory



Disclosures under Regulation 29(2) of SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011

Name of the Target Company (TC)	Xchanging Solutions Limited		
Name(s) of the acquirer and Persons Acting in Concert (PAC) with the acquirer	1. CSC Computer Sciences International Operations Limited (Acquirer for the open offer) 2. Computer Sciences Corporation (Person acting in concert with the Acquirer) 3. CSC Technologies India Private Limited (Person acting in concert with the Acquirer and acquirer of shares tendered in the open offer) ⁽¹⁾ 4. Computer Sciences Corporation India Private Limited (Person acting in concert with the Acquirer)		
Whether the acquirer belongs to Promoter / Promoter group	Yes		
Name(s) of the Stock Exchange(s) where the shares of TC are Listed	BSE Limited and the National Stock Exchange of India Limited		
Details of the disposal as follows	Number of shares	% w.r.t. total share/voting wherever applicable (*)	% w.r.t. total diluted share/voting capital of the TC (**)
Before the acquisition under consideration, holding of:			
a) Shares carrying voting rights	83,552,787 ⁽²⁾	75.00	75.00
b) Shares in the nature of encumbrance (pledge/ lien/ non-disposal undertaking/ others)	Nil	Nil	Nil
c) Voting rights (VR) otherwise than by shares	Nil	Nil	Nil
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the T C (specify holding in each category)	Nil	Nil	Nil
e) Total (a+b+c+d)	83,552,787	75.00	75.00
Details of sale:			
a) Shares carrying voting rights sold	4,201,162	3.77	3.77
b) VRs acquired /sold otherwise than by shares	Nil	Nil	Nil
c) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) acquired/sold	Nil	Nil	Nil
d) Shares encumbered /	Nil	Nil	Nil



invoked/released by the acquirer			
e) Total (a+b+c+/-d)	4,201,162	3.77	3.77
After the sale, holding of:			
a) Shares carrying voting rights	87,753,949	78.77	78.77
b) Shares encumbered with the acquirer	Nil	Nil	Nil
c) VRs otherwise than by shares	Nil	Nil	
d) Warrants/convertible securities/any other instrument that entitles the acquirer to receive shares carrying voting rights in the TC (specify holding in each category) after acquisition	Nil	Nil	Nil
e) Total (a+b+c+d)	87,753,949	78.77	78.77
Mode of acquisition / sale (e.g. open market / off-market / public issue / rights issue / preferential allotment / inter-se transfer etc).	Pursuant to an acquisition of shares tendered by the public shareholders of the TC by CSC Technologies India Private Limited under the open offer made by CSC Computer Sciences International Operations Limited (Acquirer) and Computer Sciences Corporation, CSC Technologies India Private Limited and Computer Sciences Corporation India Private Limited (persons acting in concert with the Acquirer) ⁽¹⁾		
Date of acquisition / sale of shares / VR or date of receipt of intimation of allotment of shares, whichever is applicable	6 January 2017		
Equity share capital / total voting capital of the TC before the said acquisition / sale	111,403,716 of face value INR 10/- each		
Equity share capital/ total voting capital of the TC after the said acquisition / sale	111,403,716 of face value INR 10/- each		
Total diluted share/voting capital of the TC after the said acquisition	-		

(*) Total share capital/ voting capital to be taken as per the latest filing done by the company to the Stock Exchange under Clause 35 of the listing Agreement.

(**) Diluted share/voting capital means the total number of shares in the TC assuming full conversion of the outstanding convertible securities/warrants into equity shares of the TC.

⁽¹⁾ In terms of paragraph II.A.14 of the letter of offer dated 1 December 2016, CSC Technologies India Private Limited would acquire all equity shares validly tendered under the open offer.

⁽²⁾ Held by the existing promoters of Xchanging Solutions Limited i.e. Xchanging Technology Services India Private Limited and Xchanging (Mauritius) Limited along with the other entities mentioned in the 2nd row above.

Authorized Signatory

Name: H. C. Charles Diao
 Designation: Authorized Signatory
 Place: Tysons, Virginia
 Date: 4 January 2017