



axis-IT&T

September 12, 2011

To,
The Manager,
National Stock Exchange of India Limited,
"Exchange Plaza", 5th Floor,
Bandra Kurla Complex,
Bandra (E),
Mumbai – 400 051.

Dear Sir,

Sub: - Outcome of the meeting of the Board of Directors

In terms of Clause No.36 (7) (ii) of the Listing Agreement, this is to inform that the Board of Directors of the Company at its meeting held today inter-alia has considered and approved the following schemes of Arrangement:

- 1) The composite Scheme of Arrangement, where Cades Digitech Private Limited ("Cades"), a subsidiary of Axis-IT&T Limited (Axis IT&T) and Tayana Digital Private Limited the holding company of Axis-IT&T will be merged into Axis Aerospace & Technologies Limited ("AAT" or "Resulting Company"). The Appointed Date of the Scheme shall be April 01, 2011. Further, AAT shall issue shares to the shareholders of Cades as on the record date, based on the share exchange ratio as under " **1 ("One") Equity Share of Rs 4/- each of AAT for every 1 ("One") Equity Share of Rs 10/- each held by the shareholders of Cades.**"
- 2) The Scheme of Arrangement where Axis-IT&T will be merged into AAT, the Resulting Company. The Appointed Date of the Scheme shall be April 01, 2011. AAT shall issue shares to the shareholders of Axis IT&T as on the record date, based on the share exchange ratio as under :
"1 ("one") Equity Share of Rs 4/- each of AAT for every 1 ("One") Equity Share of Rs 5/- each held by the shareholders of Axis IT&T."

The Schemes of Arrangement are subject to the requisite consents, approval of the requisite majority of the shareholders and creditors of Axis IT&T, Cades and AAT, the Hon'ble Delhi High Court and Hon'ble Karnataka High Court and the permission and approval of any other statutory or Regulatory Authorities which may be necessary for the implementation of the Scheme. Further, the scheme would be effective only on receipt of all approvals.

Pursuant to the scheme and on obtaining of all approvals, shares of the resulting entity, AAT, will be listed on the Bombay Stock Exchange Limited and National Stock Exchange of India Limited, the stock exchanges on which the shares of Axis IT&T are currently listed and thereby the shareholders of Axis IT & T would continue to hold the shares in a listed company.

We request you to please take the same on record.

Thanking You,
Yours Faithfully
For Axis IT&T Limited

Director



axis-IT&T

September, 12 2011

To,
The Manager,
Listing Department,
Bombay Stock Exchange Limited,
P.J. Towers,
Dalal Street,
Mumbai – 400 001.

Dear Sir,

Sub: - Outcome of the meeting of the Board of Directors

In terms of Clause No.36 (7) (ii) of the Listing Agreement, this is to inform that the Board of Directors of the Company at its meeting held today inter alia have considered and approved the following schemes of Arrangement:

- 3) The composite Scheme of Arrangement, where Cades Digitech Private Limited ("Cades"), a subsidiary of Axis-IT&T Limited (Axis IT&T) and Tayana Digital Private Limited the holding company of Axis-IT&T will be merged into Axis Aerospace & Technologies Limited ("AAT" or "Resulting Company"). The Appointed Date of the Scheme shall be April 01, 2011. Further, AAT to issue shares to the shareholders of Cades as on the record date, based on the share exchange ratio as under " " **1 ("One") Equity Share of Rs 4/- each of AAT for every 1 ("One") Equity Share of Rs 10/- each held by the shareholders of Cades.**"
- 4) The Scheme of Arrangement where Axis-IT&T will be merged into AAT, the Resulting Company. The Appointed Date of the Scheme shall be April 01, 2011. AAT to issue shares to the shareholders of Axis IT&T as on the record date, based on the share exchange ratio as under :

"1 ("one") Equity Share of Rs 4/- each of AAT for every 1 ("One") Equity Share of Rs 5/- each held by the shareholders of Axis IT&T."

The Schemes of Arrangement are subject to the requisite consents, approval of the requisite majority of the shareholders and creditors of Axis IT&T, Cades and AAT, the Hon'ble Delhi High Court and Hon'ble Karnataka High Court and the permission and approval of any other statutory or Regulatory Authorities which may be necessary for the implementation of the Scheme. Further, the scheme would be effective only on receipt of all approvals.

Pursuant to the scheme and on obtaining of all approvals, shares of the resulting entity, AAT, will be listed on the Bombay Stock Exchange Limited and National Stock Exchange of India Limited, the stock exchanges on which the shares of Axis IT&T are currently listed and thereby the shareholders of Axis IT & T would continue to hold the shares in a listed company.

We request you to please take the same on record.

Thanking You,
Yours Faithfully
For Axis IT&T Limited

Director