



December 9, 2016

NOTICE TO THE HOLDERS OF
3i Infotech Limited (the "Issuer")
Up to US\$ 52,000,000 2.5 per cent Convertible Bonds due 2025
(the "BONDS")
ISIN: XS1423751418

Notice is hereby given to holders of the Bonds (the "Bondholders") that following the issuance of the Bonds on December 9, 2016, an Automatic Partial Conversion of US\$26,118,056 of the Bonds has occurred in to Shares of the Issuer (ISIN INE748C01020) (the "Shares") pursuant to Condition 8.12 of the Bonds (Automatic Partial Conversion) (the "Automatic Partial Conversion"). Shares will be credited to the Bondholders' accounts upon receipt of listing permissions from the Stock Exchanges.

Following the Automatic Partial Conversion the outstanding principal amount should be reduced by way of Poolfactor from US\$42,441,750 (the "Initial Outstanding Principal Amount") to US\$16,323,050 (the "Updated Outstanding Principal Amount").

The Poolfactor to apply to the Initial Outstanding Principal Amount is 0.3845988914 (the "Poolfactor").

Should Bondholders wish to contact the Issuer with regards to the delivery of the Shares they should contact the Issuer at the below:

3i Infotech Limited
Tower # 5, 5th floor, International Infotech Park,
Vashi, Navi Mumbai – 400 703
Maharashtra, India
Attention: Mr. Rajeev Limaye

For and on behalf of
3i Infotech Limited



.....
Authorised Signatory

[Signature Page to Notice re Automatic Conversion]