

MAJESCO LIMITED

CIN No. L72300MH2013PLC244874

Regd. Off.: MNDC, MBP-P-136, Mahape, Navi Mumbai - 400 710

Tel. No.: 91-22-6150-1800; Fax: 91-22-2778-1332

Website: www.majesco.com, Email id: investors.grievances@majesco.com

NOTICE OF 3rd ANNUAL GENERAL MEETING, BOOK CLOSURE AND E-VOTING

Notice is hereby given that the 3rd Annual General Meeting (AGM) of the Company will be held on Thursday, August 11th, 2016, at 11.00 A.M. at Fortune select Exotica, Banquet Hall, Appollo and Zeus, Plot no. 16, Sector-19D, Palm Beach Road, Vashi, Navi Mumbai - 400705 to transact the businesses, set out in the Notice dated May 18, 2016 convening the said AGM, which has been sent, by permitted mode under the provisions of the Companies Act, 2013 and Rules framed thereunder, to the members (shareholders) of the Company. The Annual Report 2015-16 containing Notice of the meeting, Directors Report, Auditors Report and audited financial statements, Governance Report for the year ended March 31, 2016 is sent to the email ids of the shareholders whose e-mails were registered and is also posted on the website of the company <https://ir.majesco.com/financial-information/annual-reports/>. The paper copy of the Annual Report have been sent to all other shareholders. The members who have not been received a copy of the Annual Report 2015-16 or who wish to have physical copy, may contact at the Company's Registered Office or write to us on email. The Company will promptly provide the copy to the concerned free of cost.

A member entitled to attend and vote at the AGM, is entitled to appoint a proxy or proxies to attend and vote instead of himself on a poll and proxy need not be a member of the Company.

Further, Notice is hereby given pursuant to the provision of section 91 of the Companies Act, 2013 read with rule 10 of the Companies (Management and Administration) Rules 2014, ('the rules'), that the Register of members and share Transfer Books of the Company will remain closed from Friday, the August 5th, 2016 to Thursday, the August 11th, 2016 (both days inclusive) for the purpose of determining eligibility of the declared at the 3rd Annual General Meeting.

Pursuant to provision of Section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management & Administrative) Rules, 2014, as amended and Regulation 44 of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015

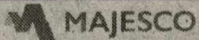
1. The Company is pleased to provide its members the facility to cast their votes by electronic means on all resolutions set forth in the said Notice. All the business set out in the said Notice may be transacted by electronic Voting.
2. The dispatch of Notice along with Explanatory Statement as a part of Annual Report 2015-16 is completed as of date.
3. The Remote E-Voting will commence at 10.00 a.m. on August 8th, 2016 and will end at 5.00 p.m. on August 10th, 2016. The remote Voting shall not be allowed beyond the aforesaid date and time. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the cutoff date only i.e. August 4th, 2016 shall be entitled to avail the facility of remote e-voting or voting through polling papers at the AGM.
4. The Notice along with unabridged Annual Report of the Company for the year 2015-16 is displayed on Company's website <https://ir.majesco.com/financial-information/annual-reports/> and is available for download free of cost.
5. Contact details for the person responsible to address Grievance in respect of e-voting: Karvy Computershare Pvt Ltd (the Company's Registrar and Share Transfer Agent) Karvy Selenium, Tower B, Plot No. 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad 500032, Contact Person: Mr. P.A. Varghese
6. The facility for voting through polling papers shall be made available at the AGM and the members attending the meeting who have not exercise their voting rights at the meeting through polling papers.
7. A members may participate in the AGM even after exercising his right to vote through remote e-voting but shall not be allowed to vote again in the meeting.
8. The result of e-voting and poll at the AGM shall be announced within 48 hours of the closure of the AGM by the Chairman or any other Director authorized by him. The result shall be displayed on the website of the Company <https://ir.majesco.com/investor-communications/> and shall be also filed with Stock Exchanges.

For Majesco Limited

Sd/-

Nishant S. Shirke
Company Secretary

Place : New Mumbai
Date : July 18, 2016



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