

CIN: L74140GJ1982PLC005215

Regd. Office: 804/805, President House, Opp. C. N. Vidyalaya, Near Ambawadi Circle, Ahmedabad-380006;
 Email:investor_grievances@mastek.com; Website: www.mastek.com; Phone:+91-22-6695 2222; Fax +91-22-6695 1331

I/We being the member(s) holding shares of the above named company hereby appoint:

- (1) Name:Address: E-mail id:
 Signature: or failing him;
- (2) Name:Address: E-mail id:
 Signature: or failing him;
- (3) Name:Address: E-mail id:
 Signature:

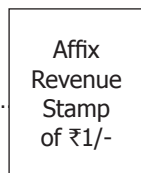
as my/our proxy to attend and vote (on a poll) for me /us and on my/our behalf at the 32nd Annual General Meeting of the company, to be held on Wednesday, July 23, 2014 at 11.00 a.m. at Ahmedabad Management Association Hall, H. T. Parekh Hall, AMA complex, ATRA, Dr.Vikram Sarabhai Marg, Ahmedabad 380015 or at any adjournment thereof in respect of the resolutions as are indicated below:

Resolution No.	RESOLUTIONS	Vote/s given	
		For	Against
Ordinary Business			
1.	Adoption of Financial Statements for the year ended March 31, 2014.		
2.	Approval of Final Dividend for the year ended March 31, 2014 and confirm Interim Dividend declared and paid during the year 2013.		
3.	Appointment of Mr. Ashank Desai, who retires by rotation and being eligible, offers himself for re appointment.		
4.	Appointment of Mr. Venkatesh Chakravarty, who retires by rotation, as an Independent Director under Section 149 of the Companies Act, 2013.		
5.	Appointment of M/s. Price Waterhouse, Chartered Accountants, as Statutory Auditors and fixing their remuneration.		
Special Business			
6.	Appointment of Mr. Arun Maheshwari, Additional Director appointed by the Board, as an Independent Director under Section 149 of the Companies Act, 2013.		
7.	Re-appointment of Mr. Sudhakar Ram as Managing Director and Group CEO.		
8.	Re-appointment of Mr. Radhakrishnan Sundar as an Executive Director.		

Signed this.....day of2014

Signature of Proxy holder(s).....

Signature of Shareholder.....



Note :

- This form of proxy in order to be effective should be duly completed, signed and deposited at the registered office of the Company, not less than 48 hours before the commencement of the Meeting.**
- For the notes, Resolutions and Explanatory Statement, please refer to the Notice of the 32nd Annual General Meeting.
- It is optional to put number of votes in the appropriate column against the Resolutions indicated in the Box, so that the Proxy should vote accordingly. If you leave the 'For' or 'Against' column blank against any or all Resolutions, your proxy will be entitled to vote in the manner as he/she thinks appropriate. Please note that the total number of votes given cannot exceed the number of shares held for each and every resolution.
- Please complete all details of member(s) in the above box before submission.

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32nd ANNUAL GENERAL MEETING

I/We hereby record my/our presence at the 32nd Annual General Meeting of the company at Ahmedabad Management Association Hall, H. T. Parekh Hall, AMA complex, ATRA, Dr. Vikram Sarabhai Marg, Ahmedabad 380015 on Wednesday, July 23, 2014 at 11.00 a.m.

Member's Folio / DP ID - Client ID No.	Member's/Proxy's name in Block Letters	Member's/Proxy's Signature

Note:

1. Please complete the folio / DP ID-Client ID No. and name, sign this Attendance Slip and hand it over at the Attendance Verification Counter at the ENTRANCE OF THE MEETING HALL.
2. Electronic copy of the Annual Report for 2014 and Notice of the Annual General Meeting (AGM) alongwith Attendance Slip and Proxy Form is being sent to all the members whose email address is registered with the Company/ Depository Participant unless any member has requested for a hard copy of the same. Members receiving electronic copy and attending the AGM can print copy of this Attendance Slip.
3. Physical copy of the Annual Report for 2014 and Notice of the Annual General Meeting alongwith Attendance Slip and proxy form is sent in the permitted mode(s) to all members whose email is not registered or have requested for a hard copy.

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ELECTRONIC VOTING PARTICULARS

EVEN (E-Voting Event Number)	USER ID	PASSWORD / PIN

NOTE: Please read instructions given at Note no. 12 of the Notice of the 32nd Annual General Meeting carefully before voting electronically.