

Private & Confidential

Name : Yellayi Bhargav Sarma (93537)
Circle : CDG IES
Band / Sub-Band : Band S / Sub Band S-2
Location : HYDERABAD

Dear **Yellayi Bhargav Sarma**,

2012 is a momentous year for Mahindra Satyam as we successfully navigate our way to the next milestone and prepare to merge with Tech Mahindra. The merger will provide enhanced opportunities for you across functions and roles and help augment our position as one of the top tier players in the global IT landscape.

We acquired new logos, won appreciation from our existing clients and were acknowledged for our capabilities by Customers, Analysts and our Alliance partners alike. And now we are ready to RISE & achieve Mission 2015.

21st March 2012 marked a key landmark in our journey, when the respective Boards approved the merger of both the entities and our workplace resonated with the Power of One! The combined entity will further leverage the capabilities of both the organizations and strive to deliver greater value in a volatile global economy.

This is also a year when the industry is having to reinvent itself - given the changing customer expectations and market conditions. It is our belief that the key differentiator will continue to be our ability to '**Accept No Limits**' bring in '**Alternative Thinking**', so as to '**Drive Positive Change**'.

Thank you for your conviction and commitment that helped us to **Rise**.

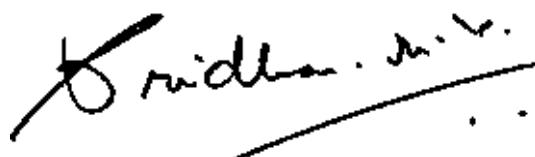
Based on your performance we are pleased to revise your 'India Compensation' (CTC) to **INR 3,65,099** (Three Lakhs Sixty-five Thousand Ninety-nine Only) per annum (Refer Annexure A for revised details).

All the above mentioned changes will be effective **01st July 2012**.

Please note that the details of your salary are strictly private and confidential and should not be disclosed to others. Your revised salary will be automatically implemented in the next payroll cycle. For any clarification, please do get in touch with your HR-Business Partner.

Let us together march towards making **Mission 2015** a reality.

With Best Wishes,
From Mahindra Satyam



SRIDHAR MATURI
HEAD HR - RELATIONS

ANNEXURE-A
(All figures in INR)

Name : Yellayi Bhargav Sarma (93537)
 Band : Band S
 SubBand : Sub Band S-2
 Location : HYDERABAD

A. Fixed Compensation	Per Month	Per Annum
Basic Salary	8,019	96,228
HRA	4,010	48,114
Flexible Benefit Plan ¹	12,739	1,52,871
Provident Fund (12% of basic salary)	962	11,547
Bonus ²	1,000	12,000
Total Fixed Compensation	26,730	3,20,760
B. Variable Compensation (amount specified is at 100% pay out)		35,640
Total Cash Compensation (TCC) {A+ B}		3,56,400
C. GRATUITY⁴ (amount specified is at 100% pay out)		4,629
D. MEDICAL INSURANCE PREMIUM (amount specified as per current band)		4,070

TOTAL COST TO THE COMPANY (CTC) {A+ B+ C+ D} INR 3,65,099

1. Flexible Benefit Plan

Associates will also be given an option of restructuring their 'Flexible Benefit Plan' under the following heads :

- a. Transport Allowance
- b. Leave Travel Allowance
- c. Medical Reimbursement
- d. Special Allowance

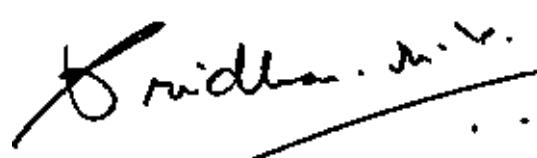
The above shall be guided by the 'Flexible Benefit Plan Guidelines' available on PowerON / WebPay based on existing IT regulations.

2. Bonus shall apply as per The Payment of Bonus Act, 1965.

Notes:

1. TCC includes all components of Cash Compensation
2. Variable Compensation is governed by the provisions of Variable Compensation Policy
3. In addition to above, Associates carrying Individual Revenue Targets (Sales, Relationship Management etc) will be covered by the "Sales Incentive Policy/Performance Bonus Policy" as applicable. Pls. refer to Policy for details
4. Gratuity shall apply as per the 'Gratuity Act 1972'

Mahindra Satyam reserves the right, at any time, as its election and sole discretion to Modify, Alter, Replace and Withdraw/terminate any or All of the policies including modification, amendment or alteration to any term, provision or condition. Any adjustments or termination by Mahindra Satyam as aforesaid shall be effective from the effective date so stated in the PowerON.


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