

SATYAM COMPUTER SERVICES LTD

Form 6-K

February 27, 2012

**UNITED STATES**  
**SECURITIES AND EXCHANGE COMMISSION**

Washington, D.C. 20549

**FORM 6-K**

**Report of Foreign Private Issuer**

**pursuant to Rule 13a-16 or 15d-16**

**under the Securities Exchange Act of 1934**

**Date of Event Reported: February 27, 2012**

**Commission File Number 001-15190**

**Satyam Computer Services Limited**

**(Exact name of Registrant as specified in its charter)**

**Not Applicable**

**(Translation of Registrant's name into English)**

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**Mahindra Satyam Infocity**

**Unit 12, Plot No. 35/36**

**Hi-tech City layout, Survey No. 64, Madhapur**

**Hyderabad 500 081**

**Andhra Pradesh, India**

**(91) 40 3063 6363**

**(Address of principal executive offices)**

Indicate by check mark whether the registrant files or will file annual reports under cover Form 20-F or Form 40-F. Form 20-F  Form 40-F

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(1):

Indicate by check mark if the registrant is submitting the Form 6-K in paper as permitted by Regulation S-T Rule 101(b)(7):

Indicate by check mark whether the Registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g3-2(b) under the Securities Exchange Act of 1934. Yes  No

If Yes is marked, indicate below the file number assigned to registrant in connection with Rule 12g3-2(b): Not applicable.

**Other Events**

On August 12, 2011, Citibank, N.A., in its capacity as ADR Depository (the Depository), disseminated to the holders of American Depositary Shares (ADSs) of Satyam Computer Services Ltd (Mahindra Satyam) (the Company), a Notice of Termination of ADR Facility, which notice was furnished by the Company on Form 6-K on August 15, 2011.

On November 18, 2011, the Depository disseminated a further Notification of Termination of ADR Facility (the November Notice), which notice was furnished by the Company on Form 6-K on November 18, 2011. In the November Notice the Depository, among other things, provided additional information on the withholding taxes that it has determined are required to be deducted from the sale proceeds in the case of ADSs outstanding at the end of March 12, 2012 and sold by the Depository. These taxes and other incidental expenses that the Depository may deduct will have an adverse consequence on the ADS holders.

The Depository disseminated further Notice of Termination of ADR Facility (the January Notice) to the Euroclear, Clearstream, DTC and a Notification to the Broker community dated January 31, 2012 on permanent closure of books for cancellations effective close of business March 12, 2012, which were furnished by the Company on Form 6-K on February 03, 2012.

On February 24, 2012, the Depository disseminated further follow up Notice of Termination of ADR Facility (the February Notice). A copy of the Notice of Termination is attached as Exhibit 99.1 hereto, and is incorporated herein by this reference.

**Exhibits:**

99.1 Notice of Termination

**SIGNATURE**

Pursuant to the requirements of the Securities Exchange Act of 1934, the registrant has duly caused this report to be signed on its behalf by the undersigned, there under duly authorized.

Satyam Computer Services Ltd.

/s/ G. Jayaraman

Name: G. Jayaraman

Title: Company Secretary

Date: February 27, 2012