

INFOSYS TECHNOLOGIES LTD
Form 6-K
August 25, 2008

**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 of the Securities Exchange Act of 1934

For the month of August, 2008

Commission File Number 000-25383

Infosys Technologies Limited
(Exact name of Registrant as specified in its charter)

Not Applicable.
(Translation of Registrant's name into English)

Bangalore, Karnataka, India
(Jurisdiction of incorporation or organization)

Electronics City, Hosur Road, Bangalore - 560 100, Karnataka, India. +91-80-2852-0261
(Address of principal executive offices)

Indicate by check mark 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 whether the registrant by furnishing the information contained in this Form is also thereby furnishing the information to the Commission pursuant to Rule 12g 3-2(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 12g 3-2(b).

Not applicable.

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OTHER INFORMATION

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We hereby furnish the United States Securities and Exchange Commission with copies of the following information concerning a recommended cash offer for Axon Group plc ("Axon"). The following information shall not be deemed "filed" for purposes of Section 18 of the Securities Exchange Act of 1934, as amended (the "Exchange Act"), or incorporated by reference in any filing under the Securities Act of 1933, as amended, or the Exchange Act, except as shall be expressly set forth by specific reference in such a filing.

On August 25, 2008, we announced that agreement had been reached on the terms of a recommended cash offer to be made by us for the entire issued and to be issued fully diluted share capital of Axon for approximately £407.1 million on a cum-dividend basis. The acquisition is expected to be implemented by way of a scheme of arrangement.

A copy of the announcement made under Rule 2.5 of the United Kingdom *City Code on Takeovers* and Mergers in connection with the acquisition is attached to this Form 6-K as exhibit 99.1.

A related summary press release is attached to this Form 6-K as exhibit 99.2.

SIGNATURES

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, thereunto duly organized.

Infosys Technologies Limited
/s/ S. Gopalakrishnan

S. Gopalakrishnan
Chief Executive Officer

Date: August 25, 2008

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No. Exhibits

- 99.1 Announcement under Rule 2.5
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