

Majesco  
Form 8-K  
July 30, 2018

**UNITED STATES**

**SECURITIES AND EXCHANGE COMMISSION**

**Washington, D.C. 20549**

**FORM 8-K**

**CURRENT REPORT**

**PURSUANT TO SECTION 13 OR 15(d) OF THE  
SECURITIES EXCHANGE ACT OF 1934**

Date of Report (Date of earliest event reported): July 25, 2018

Majesco

*(Exact Name of Registrant as Specified in its Charter)*

California                      001-37466                      77-0309142  
*(State or Other Jurisdiction*      *(Commission File Number)* *(IRS Employer Identification No.)*  
*of Incorporation)*

412 Mount Kemble Ave, Suite 110C, Morristown, NJ 07960

*(Address of Principal Executive Offices)*

Registrant's telephone number, including area code (973) 461-5200

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N/A

*(Former Name or Former Address, if Changed Since Last Report)*

Check the appropriate box below if the Form 8-K filing is intended to simultaneously satisfy the filing obligation of the registrant under any of the following provisions:

Written communications pursuant to Rule 425 under the Securities Act (17 CFR 230.425)

Soliciting material pursuant to Rule 14a-12 under the Exchange Act (17 CFR 240.14a-12)

Pre-commencement communications pursuant to Rule 14d-2(b) under the Exchange Act (17 CFR 240.14d-2(b))

Pre-commencement communications pursuant to Rule 13e-4(c) under the Exchange Act (17 CFR 240.13e-4(c))

Indicate by check mark whether the registrant is an emerging growth company as defined in Rule 405 of the Securities Act of 1933 (§230.405 of this chapter) or Rule 12b-2 of the Securities Exchange Act of 1934 (§240.12b-2 of this chapter).

Emerging growth company

If an emerging growth company, indicate by check mark if the registrant has elected not to use the extended transition period for complying with any new or revised financial accounting standards provided pursuant to Section 13(a) of the Exchange Act.

**Item 1.01 Entry into a Material Definitive Agreement.**

On July 25, 2018, Majesco Limited, a public limited company domiciled in India and a majority shareholder of Majesco (“Majesco Limited”), and Majesco Software and Solutions India Private Limited, a subsidiary of Majesco (“MSSIPL”), entered into an Intra Group Services Agreement (the “Agreement”). Pursuant to the terms of the Agreement, Majesco Limited will provide certain sales and marketing services to MSSIPL in the Asia Pacific region (collectively, the “Services”). In consideration for the Services, MSSIPL will pay Majesco Limited all direct and indirect operating costs of Majesco Limited incurred for the provision of the Services and which shall be allocated to MSSIPL on the basis of gross revenues plus a 10% mark-up. The mark-up will be subject to a periodic review. The Agreement will be effective as of April 1, 2018 and will remain in effect until terminated. Each party may terminate the Agreement at any time upon sixty days prior written notice to the other.

The foregoing summary of the Agreement does not purport to be complete and is qualified in its entirety by reference to the Agreement, a copy of which is attached hereto as Exhibit 10.1 and incorporated herein by reference.

**ITEM 9.01. FINANCIAL STATEMENTS AND EXHIBITS.**

(d) Exhibits.

10.1 Intra Group Services Agreement between Majesco Limited and Majesco Software and Solutions India Private Limited

**Signatures**

Pursuant to the requirements of the Securities Exchange Act of 1934, as amended, the Registrant has duly caused this report to be signed on its behalf by the undersigned hereunto duly authorized.

Majesco

By: /s/ Ketan Mehta

Ketan Mehta, President and Chief Executive Officer

Date: July 30, 2018

**Index to Exhibits**

**Exhibit Number Description**

10.1                    Intra Group Services Agreement between Majesco Limited and Majesco Software and Solutions India Private Limited

-4-