

Ref: FSL/NSE/12-13/131

October 10, 2012

The Manager
Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra Kurla Complex, Bandra (E)
Mumbai - 400 051.
Ph: 022 26598100

Kind Attn: Mr. Nithin - Listing Dept.

Dear Sir,

Sub: Four Soft Ltd - AGM Minutes

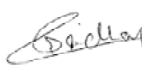
Please find alongside, the Minutes of the Thirteenth Annual General Meeting of the company held on 29th September, 2012, duly signed by the Chairman.

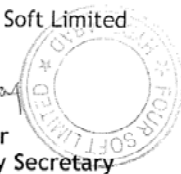
We request you to kindly take the same into records.

Thanking you,

Yours truly,

For Four Soft Limited


A. Sridhar
Company Secretary



MINUTES BOOK

Four Soft Limited
AGM 2012

MINUTES OF THIRTEENTH ANNUAL GENERAL MEETING OF THE MEMBERS OF FOUR SOFT LIMITED HELD ON SATURDAY, THE 29TH SEPTEMBER 2012 AT 10.00 A.M AT THE CHIP AUDITORIUM, CYBER TOWERS, HITECH CITY, MADHAPUR, HYDERABAD, ANDHRA PRADESH, INDIA PIN- 500 081.

DIRECTORS PRESENT

Mr. Palem Srikanth Reddy : Chairman and Managing Director
Dr.T.R.Sivaramakrishnan : Independent Director

In Attendance:

Mr. Sanjay Kumar : Representing M/s. Walker Chandio & Co, Statutory Auditors
Mr. A.Sridhar : Company Secretary
Mr. Biju S Nair : Chief Financial Officer
Mr. Soubhik Ghosh : Chief Technological Officer
Members : 43
Proxies : 1
Representative of Body Corporate : Nil

Mr. Palem Srikanth Reddy Chairman and Managing Director took the chair. After ascertaining that the requisite quorum for the meeting was present, the Chairman called the meeting to order.

The Register of Directors' shareholding was placed before the meeting in accordance with the requirement of Section 307(7) of the Companies Act 1956. The Certificate from the Statutory Auditors of the company to the effect that the Employee Stock Option Schemes have been implemented in accordance with the SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999 were placed before the meeting. The Compliance certificate given by the Company Secretary in Practice was placed before the meeting. The signed Auditors Report was also kept on the table through out the meeting. These remained open and accessible to all persons attended during the continuance of the meeting.

The Chairman extended a warm welcome to the members to the Thirteenth Annual General Meeting and thereafter addressed the shareholders. He briefed about the performance of the Company, economy and industrial outlook and future prospects of the Company.

The Chairman requested Mr. Biju S. Nair, CFO and COO to address the shareholders on the performance of the company. He briefed about the performance of the Company during the year under review as well as the first quarter of the current financial year.

Thereafter, The Chairman requested Mr. Soubhik Ghosh, CTO to address the shareholders on operations of the Company. Mr. Soubhik Ghosh spoke at length on the various new technologies adopted by the company for the year 2012-13.

With the unanimous consent of members present, the Notice dated 1st September 2012 convening the meeting was taken as read. The Chairman requested the Company Secretary to read the Auditors' Report. The Company Secretary read the Auditors Report dated 26th May 2012. With the consent of members present, the Annexure to the Auditors' Report was taken as read.

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CHAIRMAN'S INITIALS

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Thereafter, the business of the meeting as per agenda circulated with Notice was taken up item-wise:

ORDINARY BUSINESS:

Item no.1 of notice: Adoption of Annual Accounts for the year 2011-12- Ordinary Resolution

The Chairman moved the following resolution relating to adoption of Annual Accounts for the financial year 2011-12, to be passed as an Ordinary Resolution.

'RESOLVED THAT the Audited Balance Sheet of the Company as at 31st March 2012 and Profit and Loss Account for the year ended 31st March 2012 annexed thereto together with the Auditors' Report, Directors' Report and other annexures thereto be and are hereby adopted.'

Mr. B.V. Prasad Reddy, shareholder proposed the Resolution.

Mr. Partha P. Patnaik, shareholder seconded the resolution.

Before the above resolution was put to vote, the Chairman invited queries / comments from the members on the audited accounts of the Company.

As there were no queries from the shareholders, the resolution was put to vote by show of hands. The Chairman then declared that on being put to vote the resolution was passed unanimously.

Item No.2 of notice: Re-appointment of Mr. Srinivas Prasad as a Director- Ordinary Resolution.

The Chairman moved the following resolution relating to re-appointment of Mr. Srinivas Prasad as a Director of the Company, to be passed as an Ordinary Resolution.

"RESOLVED THAT Mr. Srinivas Prasad who retires from the Board at the current Annual General Meeting in accordance with the provisions of section 256 of the Companies Act, 1956, be and is hereby re-appointed a Director of the Company whose period of office is liable to retirement by rotation".

Mr. B. Kishore kumar, shareholder proposed the Resolution.

Mr. Vikram Kishnani, shareholder seconded the resolution.

The Resolution was thereafter put to vote and on a show of hands, was declared as passed unanimously.

Item No.3 of notice: Re-appointment of Dr. T.R. Sivaramakrishnan as a Director- Ordinary Resolution.

The Chairman moved the following resolution relating to re-appointment of Dr. T.R. Sivaramakrishnan as a Director of the Company, to be passed as an Ordinary Resolution.

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"RESOLVED THAT Dr. T.R. Sivaramakrishnan who retires from the Board at the current Annual General Meeting in accordance with the provisions of section 256 of the Companies Act, 1956, be and is hereby re-appointed a Director of the Company whose period of office is liable to retirement by rotation".

Mr. Partha P. Patnaik, shareholder proposed the Resolution.

Mr. Mahaboob Hussain, shareholder seconded the resolution.

The Resolution was thereafter put to vote and on a show of hands, was declared as passed unanimously.

Item No.4 of notice: Appointment of Statutory Auditors- Ordinary Resolution.

The Chairman moved the following resolution relating to appointment of M/s. Walker Chandiok & Co, Chartered Accountants as Auditors of the Company to be passed as an Ordinary Resolution.

"RESOLVED THAT M/s. Walker Chandiok & Co, Chartered Accountants (ICAI Firm Registration No. 001076N) be and are hereby re-appointed as Statutory Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting.

RESOLVED further that the Board of directors of the company be and is hereby authorized to fix the remuneration of the Statutory Auditors for the period."

Mr. Sabyasachi Dash, shareholder proposed the Resolution.

Mr. Prasad B V Reddy, shareholder seconded the resolution.

The Resolution was thereafter put to vote and on a show of hands, was declared as passed unanimously.

Vote of Thanks

Mr. Biju S Nair, Chief Financial Officer of the Company delivered vote of thanks.

As there was no other business to be transacted, the meeting concluded at 11:00 AM.

Place: Hyderabad
Dated: 29.09.2012


CHAIRMAN