

October 01, 2015

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| Corporate Relations Dept.,<br><b>BSE Limited</b><br>P. J. Towers,<br>Dalal Street,<br>Mumbai – 400 001 | Listing Dept.,<br><b>National Stock Exchange of India Limited</b><br>Exchange Plaza,<br>Bandra Kurla Complex,<br>Bandra (E), Mumbai – 400 051 |
|--------------------------------------------------------------------------------------------------------|-----------------------------------------------------------------------------------------------------------------------------------------------|

Dear Sirs,

**Sub: Proceedings of the 27<sup>th</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September 2015.**

Pursuant to the applicable clauses of the Listing Agreement, please be informed that **27<sup>th</sup> Annual General Meeting (AGM)** of the Members of the Company was convened and duly held on **Wednesday, 30<sup>th</sup> September 2015** at Kasturi Srinivasan Hall, The Music Academy, Madras, New no. 168, TTK Road, Royapettah, Chennai- 600 014.

The following are the brief proceedings of the said AGM;

**Attendees:**

|                          |                                                                                                             |
|--------------------------|-------------------------------------------------------------------------------------------------------------|
| Chairman                 | : Mr. Venkat Chary (Also Chairman of Audit Committee)                                                       |
| Managing Director & CEO  | : Mr. Prashant Desai                                                                                        |
| Whole-time Director      | : Mr. Jigish Sonagara                                                                                       |
| Whole-time Director      | : Mr. Rajendra Mehta                                                                                        |
| Independent Director     | : Mr. S. Rajendran (Chairman of CSR Committee)                                                              |
| Independent Director     | : Mr. A. Nagarajan                                                                                          |
| Independent Director     | : Justice R.J. Kochar (Retd) (Chairman – Nom. & Rem. Com. and Stakeholder - holders Relationship Committee) |
| Non-Independent Director | : Mr. Sunil Shah                                                                                            |
| Non-Independent Director | : Mr. Miten Mehta                                                                                           |
| Chief Financial Officer  | : Mr. Devendra Agrawal                                                                                      |
| Company Secretary        | : Mr. Hariraj Chouhan                                                                                       |
| Statutory Auditors       | : Mr. Tirthraj Khot & Mr. Mandar Ghanekar (M/s. Sharp & Tannan Associates)                                  |
| Secretarial Auditors     | : Mr. B. Narasimhan, Partner, BNP & Associates, Company Secretaries                                         |
| Scrutinizer              | : Mr. B. Narasimhan, Proprietor, BN & Associates, Practicing Company Secretary                              |

Number of members present in person: 603

Number of members present in proxy: -----

Mr. Venkat Chary, being the Chairman of the Board took the chair and conducted the proceedings of the Meeting.

The Chairman welcomed the members to the meeting and after ascertaining that the requisite quorum for the meeting was present, the Chairman called the meeting to order.

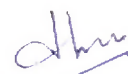
The Chairman introduced the Board Members to the Shareholders.

With the Permission of the Chair, and Members present, the notice convening the meeting was taken as read.

The Chairman thereafter declared that the copies of the audited financial statements for the year ended March 31, 2015, Director's and Auditor's report had been posted/mailed as the case may be, to all the Members and that the original documents along with statutory registers and Secretarial Auditors' Report were available for inspection. After taking consent of the Members, the Chairman further declared that the report of the Directors and the financial statements be taken as read.

**Financial Technologies (India) Ltd.**

Corporate Office: FT Tower, CTS No. : 256 & 257, Suren Road, Chakala, Andheri (East), Mumbai - 400 093.  
 • Tel.: +91-22-6686 8010 • Fax: +91-22-6686 8050 • Email: solutions@ftindia.com • Website: www.ftindia.com  
 Registered Office: Shakti Tower - 1, 7<sup>th</sup> floor, Premises E, 766, Anna Salai, Thousand Lights, Chennai - 600 002.  
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The Chairman then requested the Company Secretary to read the Auditors' and Secretarial Auditors' qualifications / observations in their Report.

On invitation by the Chairman, some of the members sought clarifications and questions relating to financial statements and business operations which were satisfactorily replied to by the Chairman and the Managing Director & CEO.

The Chairman informed the members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) rules, 2014 and clause 35B of the Listing agreement the Company had extended Remote e-voting facility to the members of the Company in respect of businesses to be transacted at the Annual General Meeting. The e-voting commenced from September 26, 2015 (09:00 am onwards) and ended on September 29, 2015 (upto 05:00 pm). Mr. B. Narasimhan, Proprietor – M/s BN & Associates, Practicing Company Secretary was appointed as the scrutinizer by the Board of Directors for scrutinizing the Remote e-voting process and the physical ballot, in fair & transparent manner.

Further in terms of the Companies Act, 2013 and the Listing Agreement, Members attending the AGM who had not already cast their vote by Remote e-voting were provided the option to exercise their right to vote at the venue of the AGM by way of Physical Ballot on all the Resolutions as set out in the Notice of the AGM.

The Chairman briefed the members about the objectives and implications of all the resolutions mentioned in the Notice of the AGM.

The Members were informed that, the combined result of Remote e-voting and poll will be declared within stipulated time limit after the AGM and the same shall be posted on the Company's website and will also be intimated to the stock exchanges.

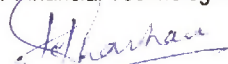
The following businesses were considered for passing through e-voting & poll;

| <b>ORDINARY BUSINESS:</b> |                                                                                                                                                       |
|---------------------------|-------------------------------------------------------------------------------------------------------------------------------------------------------|
| 1                         | Adoption of Audited Financial Statement (Standalone & Consolidated), Reports of the Board of Directors and Auditors for the F.Y ended March 31, 2015. |
| 2                         | Confirmation of payment of Interim Dividend(s) paid during the year and declaration of Final Dividend for the F.Y. 2014-15.                           |
| 3                         | Appointment of Statutory Auditors and authorize the Board to fix their remuneration.                                                                  |
| <b>SPECIAL BUSINESS:</b>  |                                                                                                                                                       |
| 4                         | Appointment of Mr. Anil Singhvi as Director, liable to retire by rotation.                                                                            |
| 5                         | Appointment of Mr. Berjis Desai as Director, liable to retire by rotation.                                                                            |
| 6                         | Appointment of Ms. Nisha Dutt as an Independent Director, not liable to retire by rotation.                                                           |
| 7                         | Appointment of Mr. Sunil Shah as Director, liable to retire by rotation.                                                                              |
| 8                         | Appointment of Mr. Miten Mehta as Director, liable to retire by rotation.                                                                             |

The meeting then concluded with a vote of thanks.

Kindly take the above information on your records and acknowledge receipt.

Thanking you,  
Yours Faithfully,  
For Financial Technologies (India) Limited

  
Hariraj Chouhan  
VP & Company Secretary

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