

THINKSOFT GLOBAL SERVICES LIMITED

Registered Office: 6A, Sixth Floor, Prince Infocity II,
283/3 & 283/4 Rajiv Gandhi Salai (OMR), Kandanchavadi, Chennai – 600 096



NOTICE

Notice is hereby given that the Fifteenth Annual General Meeting of Thinksoft Global Services Limited will be held on Thursday, July 25, 2013 at 3.30 p.m. at Rani Seethai Hall, No.603, Anna Salai, Chennai – 600 006 to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2013 and the Profit and Loss Account for the year ended as on that date together with the reports of the Board of Directors' and Auditors' thereon.
2. To declare a final dividend of Rs.3/- (30% on face value of Rs.10/- each) per equity share of the face value of Rs. 10/- for the financial year 2012-13.
3. To appoint a Director in place of Mr. K. Kumar who is liable to retire by rotation and is eligible for re-appointment.
4. To appoint Auditors of the Company to hold office from the conclusion of this meeting until the conclusion of the next Annual General Meeting and to fix their remuneration. M/s. PKF Sridhar & Santhanam, Chartered Accountants, the retiring auditors, are eligible for re-appointment.

**By order of the Board of Directors
For Thinksoft Global Services Limited**

Place: Chennai
Date: 25th April, 2013

S. Krishnamoorthy
Company Secretary

Notes

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY.
2. The instrument appointing the proxy must be deposited at the registered office of the Company not less than 48 hours before the commencement of the meeting.
3. The Register of Members and Share Transfer Books of the Company will be closed from Monday, July 15, 2013 to Thursday July 25, 2013 (both days inclusive) in connection with the Annual General Meeting to be held on July 25, 2013.
4. The relevant details as required by Clause 49 of the Listing Agreements entered with the Stock Exchanges, regarding persons seeking re-appointment as Director is also annexed.
5. Members whose shareholding is in the electronic mode are requested to direct change of address notifications and update the savings bank account details to their respective depository participants. Members are encouraged to utilize the Electronic Clearing System (ECS) for receiving dividends.
6. Members desiring to seek any information / clarifications on the Annual Accounts are requested to write to the Company at least 7 (seven) days before the Annual General Meeting to enable the management compile and keep the information ready.
7. Members wishing to claim dividends, which remain unclaimed, are requested to correspond with the Company Secretary, at the Company's registered office. Members are requested to note that dividend not encashed or claimed within seven years from the date of transfer to the Company's unpaid dividend account, will as per Section 205A of the Companies Act, 1956, be transferred to the Investor Education and Protection Fund.
8. The Ministry of Corporate Affairs vide circular dated 21st April 2011 and 29th April 2011, permitted Companies to send official documents to their shareholders electronically as part of its green initiatives in corporate governance. Similarly the recent amendment to the listing agreement with the stock exchanges permits Companies to send soft copies of annual report to all those shareholders who have registered their email addresses with the Companies / Depository. To support this green initiative of the Government and the Stock Exchanges, we are sending the documents like notice convening the general meeting, financial statements, director's report, auditor's report, etc to the email address provided by you with your depository. We request your email address with your depository / the Company to ensure that the annual report and other documents reach you to your preferred email account.
9. Corporate members intending to send their Authorised Representatives to attend the meeting are requested to send a duly certified copy of the Board Resolution authorising their representatives to attend and vote at the meeting.
10. Members / Proxies are requested to bring their copies of Annual Reports to the meeting.
11. All communications relating to shares may please be addressed to the Company's Share Transfer Agent at the following address:

M/s. Karvy Computershare Private Limited
 Cyber Villa, Plot No. 17-24, Vittal Rao Nagar
 Madhapur, Hyderabad – 500 081.
 Tel: +91 40 44655000
 Fax: +91 40 23420814
 Email: einward.ris@karvy.com

Details of Directors seeking re-appointment in terms of Clause 49(IV)(G) of the Listing Agreement

Name of the Director	Mr. K. Kumar
Date of Birth	May 22, 1957
Date of Appointment	September 17, 2008
Qualifications	B.E., PGDM, Fellow IIMB
Brief Resume and Expertise in specific functional area	Has over two decades of experience as a corporate manager, consultant, entrepreneur and academic. In his current role as a Professor of Entrepreneurship (formerly Chairperson) of the NS Raghavan Centre for Entrepreneurial Learning (NSRCEL) at Indian Institute of Management Bangalore (IIM-B), he works closely with many start ups and growth seeking businesses.
Directorships held in other Companies	Nil
Committee Memberships / Chairmanships of Committees of other public companies	Nil
Shareholding, if any, in the Company	1,000 Shares
Relationship with other directors	Nil