

IN THE HIGH COURT OF JUDICATURE OF ANDHRA PRADESH
AT HYDERABAD
(ORIGINAL JURISDICTION)

THURSDAY, THE TWENTY SEVENTH DAY OF DECEMBER
TWO THOUSAND AND TWELVE



PRESENT:
THE HON'BLE SRI JUSTICE SANJAY KUMAR

COMPANY PETITION NO. 160 of 2012
CONNECTED WITH
COMPANY APPLICATION NO. 778 OF 2012

IN THE MATTER OF THE COMPANIES ACT, 1956 (1 OF 1956)
AND
IN THE MATTER OF SECTIONS 391 AND 394 READ WITH SECTION 100 TO
104 AND OTHER APPLICABLE PROVISIONS OF THE SAID ACT
AND
IN THE MATTER OF FOURTH GENERATION INFORMATION SYSTEMS
LIMITED
AND
ITS SHAREHOLDERS AND UNSECURED CREDITORS

M/s. Fourth Generation Information Systems Limited
a Company incorporated under the Companies Act, 1956 having its
registered office at 1st Floor, Society Complex,
MLA's Colony, Road No.12, Banjara Hills,
Hyderabad, Andhra Pradesh, Rep. by its Managing Director
Sri Soma Sekhara Reddy Nallappareddy Chittoor

..... PETITIONER COMPANY


Petition under Sections 391 and 394 Read with Section 100 to
104 of Companies Act, 1956, praying that this High Court may be pleased to
pass an Order

(a) That the scheme of arrangement as consented by the
shareholders of the petitioner company, a copy of which is filed hereto as
Annexure C be sanctioned and confirmed by this Hon'ble High Court of Andhra
Pradesh at Hyderabad so as to binding on all the members, unsecured
creditors, employees of the petitioner company and on the petitioner company.

(b) For an order under section 394 of the Companies Act, 1956
that the petitioner company do within 30 days after the date of order(s), cause a
certified copy to be delivered to the Registrar of Companies, Andhra Pradesh,
Hyderabad for registration and on such certified copy being delivered or on
such date as this Hon'ble High Court of Andhra Pradesh at Hyderabad may
deem fit, the Registrar of Companies, Andhra Pradesh, Hyderabad shall take all
necessary consequential action in respect of the petitioner company.

(c) That the parties of the scheme of arrangement or other
persons interested shall be at liberty to apply to this Hon'ble High Court of

2. That the reduction of the share capital of the above company resolved on and effected by the special resolution passed at the court convened meeting of petitioner company held on the 7th day of August 2012, which resolution was in the words and figures following viz:



"RESOLVED THAT pursuant to section 391-394 read with section 100 to 104 and other applicable provisions of the companies Act, 1956 the proposed scheme of Arrangement of M/s. Fourth Generation Information Systems Limited, Hyderabad and its respective shareholders and unsecured Creditors a copy whereof is placed before this meeting, duly initialled by chairperson for the purpose of identification be and is hereby approved and the Board of Directors of the company or any one of the person(s) authorized by the Board in this Behalf be and hereby authorized to do all such acts, deeds and things as are required for giving effect to the said scheme of arrangement and also to assent to such modifications and conditions as may be imposed by the Hon'ble High Court of Andhra Pradesh at Hyderabad in sanctioning the said Scheme of Arrangement" be and the same is hereby confirmed.

3. That the minute set forth in the schedule hereto be and hereby is approved;

4. That a certified copy of this order including the minute as approved be delivered to the Registrar of Companies with 30 days from the date of receipt of the order.

5. That notice of the registration by the Registrar of Companies of this order and the said minute be published once each in the English daily news paper "Business Standard" Hyderabad edition and Telugu Daily News Paper " Andhra Bhoomi" Hyderabad edition within 14 days of the registration aforesaid and that there be no order as to costs in this petition

Note: The Sanction is subject to the condition that the petitioner company adds to its name the words " and reduced" for the period upto and until the

end of the financial year 2013-14; and also in its balance sheet and profit and loss account and the annexures thereof for the said financial year.

Date the 27th Day of December 2012



SCHEDULE

"The issued, subscribed and paid up capital of M/s. Fourth Generation Information Systems Limited, Hyderabad is presently Rs.2,35,23,400/- comprising 23,52,340 fully paid up equity shares of Rs.10/- each. The petitioner company will issue and allot 11,97,660/- equity shares of Rs.10/- each to the identified 21 strategic investors aggregating to Rs.1,19,76,600/-. Upon such issue and allotment, the issued, subscribed and paid up capital of the petitioner company would come to Rs.3,55,00,000/- divided into Rs.35,50,000 equity shares of Rs.10/- each, reduced from the issued, subscribed and paid up capital of Rs.12,47,34,000/- comprising 6,23,67,000 equity shares of Rs.2/- each.

The name of the company shall henceforth be 'M/s. Fourth Generation Information Systems Limited, Hyderabad (and reduced)' for the period upto and until 31-03-2014; and shall be so reflected in its balance sheet and profit and loss account and the annexures thereto for the financial year ending 31-03-2014."

SD/- T.LAKSHMI HEMALATHA
JOINT REGISTRAR

// TRUE COPY //

SECTION OFFICER

1. Sri Soma Sekhara Reddy Nallappareddy Chittoor, Managing Director, M/s. Fourth Generation Information Systems Limited registered office at 1st Floor, Society Complex, MLA's Colony, Road No.12, Banjara Hills, Hyderabad, Andhra Pradesh.
2. The Official Liquidator, High Court of A.P., Hyderabad, Office at 5-4-400 II Floor, Gagan Vihar, Opp. Gandhi Bhavan, Nampally, Hyderabad.
3. The Registrar of Companies, 3-5-398, C.P.W.D. Buildings, Kendriya Sadan, Sultan Bazar, Koti, Hyderabad.
4. The Regional Director, South Eastern Region, Ministry of Corporate Affairs, Hyderabad, Office at II Floor, 3-5-398, C.P.W.D. Buildings, Kendriya Sadan, Sultan Bazar, Koti, Hyderabad.
5. 2 C.D.Copies.

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COPIST DEPARTMENT
High Court of A. P.
HYDERABAD

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THE HON. ... BANGALORE
 APPLICATION NO. **729** 2012
 Application made **27-12** 2012
 Application received **27-12** 2012
 Application presented **22-1** 2013
 Stamp & fee for **22-1** 2013
 Stamp & fee paid **23-1** 2013
 Addl. stamps called for **23-1** 2013
 Addl. stamps deposited **23-1** 2013
 Copy ready **23-1** 2013
 Section Officer