

No.: CSL/BSE/NSE/24-25/

Date: - 30.07.2024

1) BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai-400001.

Email- corp.compliance@bseindia.com

Stock Code: 532339

(BY BSE LISTING CENTRE)

2) National Stock Exchange of India Ltd

Exchange Plaza, 5th Floor, Plot No. C-1, G Block,
Bandra Kurla Complex, Bandra (E), Mumbai-400051.

Email- cm1ist@nse.co.in

Stock Code: COMPUSOFT

(BY NSE NEAPS)

Sub: - Notice of 30th Annual General Meeting to be held on Saturday, August 24, 2024, for the Financial Year 2023-24.

Dear Sir/Madam,

Pursuant to Regulation 34(1) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose the Notice of 30th Annual General Meeting ("AGM") to be held on Saturday, August 24, 2024 at 04:00 P.M. through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") to transact the business as listed in the Notice of 30th AGM for the Financial Year 2023-24, for your reference & record.

The Notice of 30th AGM for Financial Year 2023-24 are also made available on the website of the Company at the link: https://compucom.co.in/mdocs-posts/notice-of-agm_2023-24/

The Company has commenced the dispatch of the Notice of 30th AGM and Annual Report for Financial Year 2023-24 to the members by electronic means from Tuesday, July 30, 2024.

You are requested to take note of the above and inform all concerned accordingly.

Thanking You,

For Compucom Software Limited

(Varsha Ranee Choudhary)

Company Secretary & Compliance Officer

ACS: 39034

Enclosed: A/a

NOTICE OF THE THIRTIETH ANNUAL GENERAL MEETING

Notice is hereby given that the Thirtieth Annual General Meeting (“AGM/ Meeting”) of the members of Compucom Software Limited will be held on Saturday, August 24, 2024, at 04:00 P.M. through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS:

1. To adopt the:
 - a) Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2024, together with the reports of Board of Directors and Auditors thereon; and
 - b) Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2024, together with the report of Auditors thereon.
2. To declare a final dividend of 20% i.e. Rs. 0.40 per equity share for the financial year ended on March 31, 2024.
3. To appoint a director in place of Mr. Surendra Kumar Surana (DIN: 00340866), who retires by rotation and being eligible, offer himself for re-appointment.

SPECIAL BUSINESS:

4. TO APPOINT MR. AJAY KUMAR SURANA (DIN: 01365819) AS A NON-EXECUTIVE AND NON-INDEPENDENT DIRECTOR:-

To consider and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 149, 152, 160 and other applicable provisions (if any) of the Companies Act, 2013 (“Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)(including any statutory modification(s) or re-enactment(s) thereof for time being in force) and based on the recommendation of the Nomination and Remuneration Committee, Mr. Ajay Kumar Surana (DIN: 01365819) who was appointed by the Board of Directors as an Additional Director (Non-Executive and Non-Independent Director) of the Company w.e.f. May 27, 2024 in terms of section 161(1) of the Act and Articles of Association of the Company and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Non-Executive and Non-Independent Director of the Company and whose office shall be liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and are hereby authorized to settle any question, difficulty or doubt that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

5. TO APPOINT DR. ASHWINI KUMAR SHARMA (DIN: 03185731) AS AN INDEPENDENT DIRECTOR:-

To consider and if thought fit, to pass, the following resolution as **Special Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and other applicable provisions (if any) of the Companies Act, 2013 (“Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17, 25 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and based on recommendation of Nomination and Remuneration Committee, Dr. Ashwini Kumar Sharma (DIN: 03185731) who was appointed by the Board of Directors as an Additional Director (Non-Executive and Independent) of the Company w.e.f. May 27, 2024 pursuant to the provision of section 161(1) of the Act, and Articles of Association of the Company and who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act, and Regulation 16(1)(b) of the Listing Regulations and in respect of whom the Company has received a notice in writing under section 160(1) of the Act, from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a period of 2 years with effect from May 27, 2024 to May 26, 2026 and whose office shall not be liable to retire by rotation.

RESOLVED FURTHERS THAT the Board of Directors of the Company be and are hereby authorized to settle any question, difficulty or doubt that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

6. TO APPOINT MRS. SUNITA GARG (DIN: 10625487) AS AN INDEPENDENT DIRECTOR: -

To consider and if thought fit, to pass, the following resolution as **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with Schedule IV and other applicable provisions (if any) of the Companies Act, 2013 (“Act”) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Regulation 17, 25 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and based on recommendation of Nomination and Remuneration Committee, Mrs. Sunita Garg (DIN: 10625487) who was appointed by the Board of Directors as an Additional Director (Non-Executive and Independent) of the Company w.e.f. May 27, 2024 pursuant to the provision of section 161(1) of the Act, and Articles of Association of the Company and who has submitted a declaration that she meets the criteria for independence as provided in section 149(6) of the Act, and Regulation 16(1)(b) of the Listing Regulations and in respect of whom the Company has received a notice in writing under section 160(1) of the Act, from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a period of 2 years with effect from May 27, 2024 to May 26, 2026 and whose office shall not be liable to retire by rotation.

RESOLVED FURTHERS THAT the Board of Directors of the Company be and are hereby authorized to settle any question, difficulty or doubt that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

Date: July 24, 2024
Place: Jaipur

By order of the Board of Directors
For **Compucom Software Limited**

Registered Office:
IT 14 -15, EPIP, Sitapura,
Jaipur - 302022 (Rajasthan)

Sd/-
(Mrs. Varsha Ranee Choudhary)
Company Secretary & Compliance Officer
M. No.: ACS 39034

NOTES:

1. This Annual General Meeting is convened through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”) pursuant to General Circular number 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, and subsequent circulars issued in this regards, the latest being 09/2023 dated September 25, 2023 by the Ministry of Corporate Affairs (MCA) and SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and subsequent circulars issued in this regards, the latest being SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 by the Securities and Exchange Board of India (hereinafter collectively referred to as “Circulars”) which allows the companies to hold the Annual General Meeting through Video Conferencing or Other Audio Visual Means (“VC / OAVM”), without the physical presence of the Members at a deemed venue i.e. IT 14 -15, EPIP, Sitapura, Jaipur - 302022 (Rajasthan)
2. Pursuant to the provisions of the Companies Act, 2013 (“Act”) a member entitled to attend and vote at the Annual General Meeting (“AGM”) is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this notice. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the members such as the President of India or the Governor of a State or Body Corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
3. The attendance of the members attending the AGM through VC/ OAVM will be counted for the purpose of ascertaining the quorum under section 103 of the Act.
4. Institutional/ Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of their respective Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting/e-voting at the AGM. The said Resolution/ Authorization shall be sent to the Company by email through its registered email address to investor@compucom.co.in with a copy marked to evoting@cdslindia.com.
5. The Explanatory Statement pursuant to section 102(1) of the Act, in respect of the special business i.e. Item No. 4 to 6 to be transacted at the Meeting is annexed hereto. Further, the relevant details as required, under Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and as per Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment or re-appointment at this AGM are also annexed.
6. Members are informed that in case of joint holders attending the Meeting, only such Joint holder who is higher in the order of the names will be entitled to vote.

7. The Register of Members and Share Transfer Books of the Company will remain closed for the purpose of payment of dividend for the financial year 2023-24 from Sunday, August 18, 2024 to Saturday, August 24, 2024 (Both Days inclusive).
8. Member are requested to intimate changes, if any, pertaining to their name, postal address, e-mail address, telephone/mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details, bank account number, IFSC code, etc.
 - a. **For shares held in electronic form:**
To their Depository Participants (DPs)
 - b. **For share held in physical form:**
To the Company/ Registrar and Transfer Agent in prescribed Form ISR-1 pursuant to SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 subsumed as part of SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 07, 2024.

To mitigate unintended challenges on account of freezing of folios, SEBI vide its Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated November 17, 2023, has done away with the provision regarding freezing of folios not having PAN, KYC and Nomination details. This form is updated on Company's website: www.compucom.co.in
9. Members may please note that SEBI vide its Circular No. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 (subsumed as part of SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 07, 2024) has mandated the listed companies to issue securities in dematerialized from only while processing services requests viz. issue of duplicate securities certificate, claim from unclaimed suspense account, renewal/exchange of security certificate, endorsement, sub-division/splitting of securities certificate, consolidation of securities certificates/ folios, and also transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR-5 (for transmission) and ISR-4 (for all other service requests), the format of which is available on Company's website: www.compucom.co.in
10. As per the provisions of Section 72 of the Act and SEBI Circular SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023 (subsumed as part of SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 07, 2024), the facility for making nomination is available for the members in respect of the shares held by them. The members who have not yet registered their nominations are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in Form ISR-3 or SH-14 as the case may be. The said forms can be downloaded from the Company's website www.compucom.co.in Members are requested to submit the said details to their DP in case shares are held by them in dematerialized form and to Company/ Registrar and Transfer Agent in case shares are held in physical form.
11. The Dividend of Rs.3,16,50,075.20/- as recommended by the Board, if declared at the Meeting, will be made payable, after deduction of applicable tax (TDS), within 30 days of the date of declaration i.e. August 24, 2024 to those Members, subject to deduction of tax: -
 - a. Whose names appear as Members in the Register of Members of the Company after giving effect to valid Share Transfers in physical form lodged with the Company/Registrar and Share Transfer Agent (RTA) on or before August 17, 2024, and
 - b. Whose names appear as Beneficial Owners in the list of Beneficial Owners on August 17, 2024, to be furnished by National Securities Depository Ltd. and Central Depository Services (India) Ltd. for this purpose.

Further SEBI vide its master circular dated May 7, 2024, read with SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated June 10, 2024, dividend to security holders (holding securities in physical form) shall be paid only through electronic mode. Such payment shall be made only after furnishing the PAN, contact details including Mobile Number, bank account details and specimen signature.

Pursuant to the Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 2020 and the Company is required to deduct tax at source from dividend paid to members at prescribed rates. For the prescribed rates for various categories the members are requested to refer to the Finance Act, 2020 and amendments thereof. The members are requested to update their PAN with RTA (in case of shares held in physical mode) and depository participants (in case shares held in demat mode).

However, no tax shall be deducted on the dividend payable to a resident individual shareholder if the total dividend to be received during financial year 2023-24 does not exceed Rs. 5000/- by any mode other than cash. Shareholders are requested to note that if their PAN is not registered, the tax will be deducted at a higher rate of 20%.

12. The Register of Directors and Key Managerial Personnel and their shareholding and Register of Contracts or arrangements in which the directors are interested maintained under section 170 and under section 189 of the Act respectively, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. August 24, 2024. Members seeking to inspect such documents can send an email to investor@compucom.co.in.
13. Non-Resident Indian Members are requested to inform RTA of the Company any change in their residential status on return to India for permanent settlement, particulars of their bank account maintained in India with complete name, branch account type, account number and address of the bank with pin code number, if not furnished earlier.
14. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the Share Certificates to the Company's RTA for consolidation into single folio.
15. Members desirous of getting any information about the accounts and/or operations of the Company are requested to write to the Company at least seven days before the date of the meeting to enable the Company to have the information ready at the meeting.
16. Members are requested to note that dividends, if not encashed for a consecutive period of 7 years from the date of transfer to the Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/Claimants are requested to claim their dividends from the Company, within the stipulated timeline. The Members whose unclaimed dividends/shares have been transferred to IEPF may claim the same by making an application to the IEPF Authority, in Form No. IEPF-5 available on www.iepf.gov.in. For details, please refer to the corporate governance report which is a part of this Annual Report and FAQ of investor page on Company's website www.compucom.co.in.
17. The details of unclaimed dividends and shareholders whose shares are liable to be transferred to the IEPF Authority are timely uploaded on the Company's website at www.compucom.co.in.
18. "GO GREEN" Initiative: In support of the "Green Initiative" announced by the Government of India as well as Regulation 36 of Listing Regulations and applicable provisions of the Act, the Company hereby request to the Members holding shares in demat mode and physical mode who have not updated their email IDs to update the same with their respective Depository Participant(s) and MCS Share Transfer Agent Limited, RTA of the Company quoting their folio number(s) respectively.
19. In compliance with the aforesaid Circulars, notice of the AGM along with the Annual Report 2023-24 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2023-24 will also be available on the Company's website www.compucom.co.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Ltd and *Calcutta Stock Exchange Limited at <http://www.bseindia.com> and <http://www.nseindia.com> and <http://www.cse-india.com> respectively and on the website of CDSL <http://www.evotingindia.com>. For any query Shareholder may contact us at e-mail: investor@compucom.co.in.
20. Since the Annual General Meeting will be held through VC / OAVM, the Route Map is not annexed in this notice.
21. SEBI vide Circulars Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023 (updated vide SEBI Master Circular No. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/195 dated December 28, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market.

Pursuant to above mentioned circulars, post exhausting the option to resolve their grievances with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal smartodr.in/intermediary/login and at Company's website: www.compucom.co.in

22. Voting through electronic means: -

In compliance with provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of Listing Regulations, read with the Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-voting's agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL

*Already Applied for Delisting.

23. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available up to 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, Scrutinizers etc. who are allowed to attend the Annual General Meeting without restriction on account of first come first served basis.
24. The e-voting period commences on Tuesday, August 20, 2024 (9:00 A.M. IST) and ends on Friday, August 23, 2024 (5:00 P.M. IST). During this period, members holding shares either in physical or dematerialized form, as on the cut-off date, i.e. Saturday, August 17, 2024 may cast their vote electronically. The e-voting module will be disabled by CDSL for voting thereafter. A member will not be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their shares of the paid-up equity share capital of the company as on the cut-off date, i.e. Saturday August 17, 2024.
25. Those shareholders, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.
26. Shareholders who have already voted by remote e-voting prior to the meeting may also attend the meeting through VC/OAVM but shall not be entitled to cast their vote again.
27. CS Manoj Maheshwari, FCS 3355, Practicing Company Secretary and failing him CS Priyanka Agarwal FCS 11138, Practicing Company Secretary has been appointed as the Scrutinizer and Alternate Scrutinizer respectively to scrutinize the remote e-voting and e-voting during the AGM in a fair and transparent manner.
28. Any person who acquires shares of the Company and becomes member of the Company after dispatch of the notice of AGM and holding shares as of the cut-off date i.e. Saturday August 17, 2024, may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com. However, if you are already registered with CDSL for remote e-voting then you can use your existing user ID and password for casting your vote.
29. The Scrutinizer shall submit, not later than two working days of conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairperson or a person authorized by him in writing, who shall countersign the same.
30. The result declared along with the Scrutinizer's Report shall be placed on the Company's website www.compuc.com.co.in. and on the website of CDSL www.evotingindia.com The Company shall simultaneously forward the results to National Stock Exchange of India Ltd, BSE Limited and The Calcutta Stock Exchange Limited, where the shares of the Company are listed.

THE INSTRUCTIONS OF SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER: -

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020, under Regulation 44 of Listing Regulations; listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Pursuant to the abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below.

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. The option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from the e-voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp. 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 022-4886 7000 and 022-2499 7000

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non- individual shareholders in demat mode.

(ii) Login method for e-Voting and joining virtual meetings for Physical shareholders and shareholders other than individual holding in Demat form.

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on "Shareholders" module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

For Physical shareholders and other than individual shareholders holding shares in Demat.	
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

(iii) After entering these details appropriately, click on "SUBMIT" tab.

(iv) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(v) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(vi) Click on the EVSN for the COMPUCOM SOFTWARE LIMITED on which you choose to vote.

(vii) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(viii) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(ix) After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

- (x) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xi) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xii) If a demat account holder has forgotten the login password, then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xiii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to <https://www.evotingindia.com/> and register themselves in the “Corporates” module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favor of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address investor@compucom.co.in, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same& not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meetings & e-Voting on the day of the AGM is the same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Members who would like to express their views/ ask questions during the meeting may register themselves as a speaker by sending their request in advance at least 7 days prior i.e. up to August 18 , 2024 (5:00 p.m. IST)the meeting mentioning their name, demat account number /folio number, PAN, email id, mobile number at investor@compucom.co.in. The shareholders who do not wish to speak during the Annual General Meeting but have queries may send their queries in advance up to August 18 , 2024 (5:00 p.m. IST) i.e. 7 days prior to the meeting mentioning their name, demat account number /folio number, PAN, email id, mobile number at investor@compucom.co.in. The queries will be replied to by the Company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/ DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at 1800 21 09911.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 1800 21 09911.

Date: July 24, 2024
Place: Jaipur

By order of the Board of Directors
For **Compucom Software Limited**

Registered Office:
IT 14 -15, EPIP, Sitapura,
Jaipur - 302022 (Rajasthan)

Sd/-
(Mrs. Varsha Rane Choudhary)
Company Secretary & Compliance Officer
M. No.: ACS 39034

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013**("The Act")**

The following Explanatory Statement sets out all material facts relating to the Special Business mentioned in the accompanying Notice: -

Item no. 4: -

Based on the recommendation of Nomination and Remuneration Committee ("NRC"), the Board of Directors of the Company in the Board Meeting held on May 24, 2024 appointed of Mr. Ajay Kumar Surana as an Additional Director (Non-Executive & Non-Independent) of the Company with effect from May 27, 2024, pursuant to Section 161 of the Companies Act, 2013 ("the Act"), read with the rules framed thereunder and the Articles of Association of the Company.

Mr. Ajay Kumar Surana possesses skills, experience and knowledge; inter alia, in the various aspects of technology organizations. Brief resume and other details of Mr. Ajay Kumar Surana, as stipulated under Regulation 36(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and as per the relevant provisions of the Secretarial Standard on General Meetings ("SS-2) issued by the Institute of Company Secretaries of India are provided in the Annexure to the notice of the Annual General Meeting. Keeping in view his vast expertise and knowledge, it will be in the interest of the Company that Mr. Ajay Kumar Surana be appointed as Non-Executive Director. Therefore, based on the recommendation of the NRC, the appointment of Mr. Ajay Kumar Surana as Non-Executive & Non-Independent Director of the Company with effect from May 27, 2024 is now being placed by the Board of Directors before the Members for their approval by way of Ordinary Resolution.

The Company has received from Mr. Ajay Kumar Surana (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014 (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164 of the Act and not debarred from holding the office by virtue of any SEBI Order or any other authority, and (iii) notice of interest in Form MBP-1 in terms of section 184(1), and other applicable provisions of the Act.

The Company has also received a notice under section 160 of the Act from a member proposing his candidature for the office of Additional Director of the Company.

The terms and conditions of his appointment shall be open for inspection by the Members at the Registered Office of the Company on any working day between 11.30 A.M. to 12.30 P.M. till the date of the Thirtieth Annual General Meeting.

Save and except, Mr. Ajay Kumar Surana being appointee and Mr. Surendra Kumar Surana, Mr. Vaibhav Surana and Mrs. Trishla Rampuria being relatives of appointee, none of other Directors/ Key Managerial Personnel of the Company / their

relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the notice. The Board recommends the Ordinary Resolution set out at Item No.4 of the notice for approval by the shareholders.

Item no. 5: -

Based on recommendation of Nomination and Remuneration Committee (“NRC”), the Board of Directors of the Company in the Board Meeting held on May 24, 2024 appointed Dr. Ashwini Kumar Sharma as an Additional Director (Non- Executive and Independent) of the Company with effect from May 27, 2024, pursuant to Section 161 of the Companies Act, 2013 (“the Act”), read with the rules framed thereunder and the Articles of Association of the Company.

Dr. Ashwini Kumar Sharma possesses skills, experience and knowledge; inter alia, in the various aspects of technology organizations. Brief resume and other details of Dr. Ashwini Kumar Sharma, as stipulated under Regulation 36(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and as per the relevant provisions of the Secretarial Standard on General Meetings (“SS-2) issued by the Institute of Company Secretaries of India are provided in the Annexure to the notice of the Annual General Meeting. Keeping in view of his vast expertise and knowledge, it will be in the interest of the Company that Dr. Ashwini Kumar Sharma be appointed as Non-Executive and Independent Director. Therefore, based on the recommendation of the NRC, the appointment of Dr. Ashwini Kumar Sharma as Independent Director for a period of 2 years i.e. from May 27, 2024 to May 26, 2026 is now being placed by the Board of Directors before the Members for their approval by way of Special Resolution.

The Company has received from Dr. Ashwini Kumar Sharma (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014 (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164 of the Act and not debarred from holding the office by virtue of any SEBI Order or any other authority, and (iii) notice of interest in Form MBP-1 in terms of section 184(1), and other applicable provisions of the Act. The Company has also received a declaration that he meets with the criteria of independence as prescribed under sub-section (6) of Section 149 of the Act and regulation 16(1)(b) of the Listing Regulations. In terms of Regulation 25(8) of the Listing regulations, he has confirmed that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties.

The Company has also received a notice under section 160 of the Act from a member proposing his candidature for the office of Independent Director of the Company.

In the opinion of the Board, he fulfills the conditions specified in the Act and the Listing Regulations for appointment as an Independent Director and he is independent of the management of the Company.

The terms and conditions of his appointment shall be open for inspection by the Members at the Registered Office of the Company on any working day between 11.30 A.M. to 12.30 P.M. and through electronic means, till the date of Thirtieth Annual General Meeting.

Save and except, Dr. Ashwini Kumar Sharma being appointee, none of the Directors/ Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice. The Board recommends the Special Resolution set out at Item No. 5 of the Notice for approval by the shareholders.

Item no. 6: -

Based on recommendation of Nomination and Remuneration Committee (“NRC”), the Board of Directors of the Company in the Board Meeting held on May 24, 2024 appointed Mrs. Sunita Garg as an Additional Director (Non-executive and Independent) of the Company with effect from May 27, 2024, pursuant to Section 161 of the Companies Act, 2013 (“the Act”), read with the rules framed thereunder and the Articles of Association of the Company.

Mrs. Sunita Garg possesses skills, experience and knowledge; inter alia, in the various aspects of technology organizations. Brief resume and other details of Mrs. Sunita Garg, as stipulated under Regulation 36(3) of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and as per the relevant provisions of the Secretarial Standard on General Meetings (“SS-2) issued by the Institute of Company Secretaries of India are provided in the Annexure to the notice of the Annual General Meeting. Keeping in view his vast expertise and knowledge, it will be in the interest of the Company that Mrs. Sunita Garg be appointed as Non-Executive and Independent Director. Therefore, based on the recommendation of the NRC, the appointment of Mrs. Sunita Garg as Independent Director for a period of 2 years i.e. from May 27, 2024 to May 26, 2026 is now being placed by the Board of Directors before the Members for their approval by way of Special Resolution.

The Company has received from Mrs. Sunita Garg (i) consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014 (ii) intimation in Form DIR-8 in terms of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under Section 164 of the Act and not debarred from holding the office by virtue of any SEBI Order or any other authority, and (iii) notice of interest in Form MBP-1 in terms of section 184(1), and other applicable provisions of the Act The Company has also received a declaration that she meets with the criteria of independence as prescribed under sub-section (6) of Section 149 of the Act and regulation 16(1)(b) of the Listing Regulations. In terms of Regulation 25(8) of the Listing regulations, he has confirmed that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties.

The Company has also received a notice under section 160 of the Act from a member proposing his candidature for the office of Independent Director of the Company.

In the opinion of the Board, she fulfills the conditions specified in the Act and the Listing Regulations for appointment as an Independent Director and he is independent of the management of the Company.

The terms and conditions of her appointment shall be open for inspection by the Members at the Registered Office of the Company on any working day between 11.30 A.M. to 12.30 P.M. and through electronic means, till the date of Thirtieth Annual General Meeting.

Save and except, Mrs. Sunita Garg being appointee, none of the Directors/ Key Managerial Personnel of the Company / their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out in Item No. 6 of the Notice. The Board recommends the Special Resolution set out in Item No. 6 of the Notice for approval by the shareholders.

Date: July 24, 2024
Place: Jaipur

By order of the Board of Directors
For **Compucom Software Limited**

Registered Office:
IT 14 -15, EPIP, Sitapura,
Jaipur - 302022 (Rajasthan)

Sd/-
(Mrs. Varsha Rane Choudhary)
Company Secretary & Compliance Officer
M. No.: ACS 39034

ANNEXURE TO THE NOTICE OF THIRTIETH ANNUAL GENERAL MEETING

Information pursuant to Regulation 36(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India (ICSI), in respect of the Directors who are proposed to be appointed/ re-appointed at the ensuing Annual General Meeting to be held on Saturday, August 24, 2024.

Name of Director	Mr. Surendra Kumar Surana	Mr. Ajay Kumar Surana	Dr. Ashwini Kumar Sharma	Mrs. Sunita Garg
Date of Birth	October 01, 1962	February 10, 1958	February 27, 1962	February 20, 1964
DIN	00340866	01365819	03185731	10625487
Age (in years)	62	66	62	59
Qualification	Mr. Surendra Kumar Surana is a B.E. in Electrical and Electronics.	Mr. Ajay Kumar Surana is M-Tech (Elect.), & M.S. (Computer Science).	Dr. Ashwini Kumar Sharma is a Computer Science Engineer from NIT Allahabad.	Mrs. Sunita Garg is Company Secretary from ICSI and done MCom. in ABST.
Brief Resume and Experience	Surendra Kumar Surana is an Electric Engineer, rose to handle critical portfolio with his outstanding performance, leadership and project management skills also have 35 years rich experience in Indian IT & Education industry.	Mr. Ajay Kumar Surana is CEO of ITneer Inc. He has nearly more than two decades of experience in various aspects of large technology organizations, from starting a new development center to establishing a new service offering.	Dr. Ashwini Kumar Sharma Worked in R&D Organizations like Indian Space Research Organization (ISRO), Ahmadabad, Bhabha Atomic Research Center (BARC), Mumbai. Worked in Industries like Instrumentation Limited, Kota, Toshiba Corporation, Tokyo Japan, Rajasthan State Industrial and Infrastructure	Mrs. Sunita Garg is Member of the Institute of Company Secretaries of India, holder of Certificate of Practice, having 12 years experience in the areas of Secretarial & Legal Functions, Companies Act, SEBI and others.

Name of Director	Mr. Surendra Kumar Surana	Mr. Ajay Kumar Surana	Dr. Ashwini Kumar Sharma	Mrs. Sunita Garg
			Development Corporation, More than 19 years' experience as head of an Organization and this includes more than 12 years in Academic Administration and Skills Development. Has worked in the public and private sectors.	
Nature of expertise in specific functional areas	Expert in financial, leadership, diversity, global business, sales and marketing and technology.	Expert in electronics engineering and technology.	Expert in R&D, Industry, Administration, Skilling, Entrepreneurship and Academia..	Expert in ROC, SEBI and listing Compliance of Public and Private Companies.
Skills and capabilities required for the role and the manner in which the Independent Directors meet the requirements	NA	NA	The role and capabilities required in the case of an independent director are well defined in the Policy on Nomination, Appointment, and Removal of Directors. Further, the Board has a defined list of core skills / expertise / competencies, in the context of its business and sector for it to function effectively. The Nomination and Remuneration Committee of the Board has evaluated the profile of Dr. Ashwini Kumar Sharma concluded that he possess the relevant skill and capabilities to discharge the role of Independent Director.	The role and capabilities required in the case of an independent director are well defined in the Policy on Nomination, Appointment, and Removal of Directors. Further, the Board has a defined list of core skills / expertise / competencies, in the context of its business and sector for it to function effectively. The Nomination and Remuneration Committee of the Board has evaluated the profile of Mrs. Sunita Garg concluded that she possesses the relevant skill and capabilities to discharge the role of Independent Director.
Directorships held in other Companies	5	4	NIL	NIL
Membership/ Chairmanships of the Committees of the Board of other Companies	NIL	NIL	NIL	NIL
No. of Equity shares held in the Company as on July 24, 2024	2037965	NIL	NIL	NIL
Relationship with other Directors, Managers & Key Managerial Personnel	Brother of Mr. Ajay Kumar Surana and Mrs. Trishla Rampuria and Father of Mr. Vaibhav Surana	Brother of Mr. Surendra Kumar Surana and Mrs. Trishla Rampuria	NIL	NIL

Name of Director	Mr. Surendra Kumar Surana	Mr. Ajay Kumar Surana	Dr. Ashwini Kumar Sharma	Mrs. Sunita Garg
Key terms and conditions of re-appointment	Re-appointment as Chairperson Managing Director and CEO due to retire by rotation on same terms and conditions as approved by shareholders.	Appointment as Non-Executive & Non-Independent Director, liable retire by rotation.	Appointment as Non-Executive Independent Director for a period of 2 years, not liable to retire by rotation.	Appointment as Non-Executive Independent Director for a period of 2 years, not liable to retire by rotation.
Equity listed Companies from which he/she resigned in the past three years.	NIL	NIL	NIL	NIL
Date of First Appointment on the Board	March 31, 1995	March 25, 1996	May 27, 2024	May 27, 2024
No. of Board Meeting attended. during the year 2023-24	4	1	NIL	NIL
Last Drawn Remuneration	Remuneration Last Drawn is Rs. 29,50,000/- in the financial year 2023-24.	4000/- (Remuneration for attending Board Meeting i.e. Sitting Fees for financial year 2023-24.	NIL	NIL
Remuneration Proposed to be paid	Remuneration of Rs. 30,00,000/- per annum.	Sitting fees for attending the meetings of the Board of Directors and their Committees.	Sitting fees for attending the meetings of the Board of Directors and their Committees.	Sitting fees for attending the meetings of the Board of Directors and their Committees.

Date: July 24, 2024
Place: Jaipur

Registered Office:
IT 14 -15, EPIP, Sitapura,
Jaipur - 302022 (Rajasthan)

By order of the Board of Directors
For **Compucom Software Limited**

Sd/-
(Mrs. Varsha Ranee Choudhary)
Company Secretary & Compliance Officer
M. No.: ACS 39034