

Annexure II

October 26, 2021

BSE Limited

Phiroze Jeejebhoy Towers,
Dalal Street, Fort
Mumbai 400 001
Scrip code: 506109

National Stock Exchange of India Limited

Exchange Plaza,
Bandra Kurla Complex, Bandra (East),
Mumbai 400 051
Scrip code: GENESYS

Dear Sir/ Madam,

Sub: Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations, 2015)

Ref: Change of Auditor

In view of the Company's changing business and customer profile along with investor and business stakeholders, there is a need to have an audit firm with resources across geographies to best service the Company's requirement.

Accordingly, for reasons stated above, the Company's Statutory Auditor G.K. Choksi & Co., Chartered Accountants, has, vide the letter of resignation dated October 26, 2021, tendered its resignation and resigned as auditor of the Company. There is no other reason for their resignation.

The Audit Committee at its meeting held on October 26, 2021 considered the intended resignation of G. K. Choksi & Co., Chartered Accountants as Statutory Auditors of the Company. The Audit Committee noted that Statutory Auditors have not raised any concern or issue.

Based on the recommendation of the Audit Committee, the Board of Directors of the Company noted and accepted the resignation of G. K. Choksi & Co. (Firm Registration number: 125442W)

The Board of Directors at their meeting held on October 26, 2021, on the recommendation of the Audit Committee, subject to approval of shareholders, has approved the appointment of MSKA & Associates, Chartered Accountants, as Statutory Auditors of the Company. The said appointment is pursuant to applicable provisions of the Companies Act, 2013.





GENESYSSM

*Bringing together
people and technology*

Pursuant to Regulation 30 of SEBI Listing Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019, we wish to inform that based on the recommendation of the Audit Committee, the Board of Directors of the Company at its meeting held on October 26, 2021 noted and accepted the resignation of G. K. Choksi & Co. (Firm Registration number: 125442W) who have tendered their resignation vide their letter dated October 26, 2021 as the Statutory Auditors of the Company.

Their resignation has become effective on October 26, 2021 being the date of their signing limited review report for the quarter ended on September 30, 2021. A copy of the resignation letter dated October 26, 2021 with Annexure as received from G. K. Choksi & Co. is attached herewith.

The Audit Committee was appreciative of G.K. Choksi & Co. for their timely completion of Audit assignment till September 30, 2021 of financial year 2021-22 and for their contribution to the Company.

The information obtained from the auditor in terms of Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019, issued by Securities and Exchange Board of India is enclosed as **Annexure II-A**.

The details of the new Auditors are enclosed as **Annexure II-B**

We request you to take the above disclosure on record.

Thanking you,
Yours faithfully,

For Genesys International Corporation Limited

Vineet Chopra
Vice President - Legal & Company Secretary





GENESYSSM

*Bringing together
people and technology*

ANNEXURE II-A

Details with respect to the change in statutory auditors of the Company are provided as hereunder:

Resignation of Statutory Auditors

| Sr. No. | Particulars | Details |
|---------|--|---|
| 1. | Name of the auditor | G.K. Choksi & Co., Chartered Accountants |
| 2. | Reason for Change viz., appointment, resignation, removal, death or otherwise | Reason for resignation as stated in letter dated October 26, 2021. (Annexure III) |
| 3. | Effective Date of resignation | October 26, 2021 |
| 4. | Brief profile | G.K. Choksi & Co. is a Chartered Accountancy Firm registered with Institute of Chartered Accountants of India (ICAI) having Firm Registered No. 125442W. It has its office at 708/709, Raheja Chambers, Free Press Journal road, Nariman Point, Mumbai - 400021. It provides Tax Consultancy, Advisory Services, Audit and Assurance Services to its various clients. |
| 5. | Disclosure of relationships between directors (in case of appointment of a director) | N.A. |





GENESYSSM

*Bringing together
people and technology*

Annexure- II-B

Appointment of Statutory Auditors

| Sr. No. | Particulars | Details |
|----------------|---|---|
| 1. | Name of the Auditor | MSKA & Associates |
| 2. | Reason for Change viz., appointment, resignation, removal, death or otherwise | Reason for Appointment as stated in the Company's letter dated October 26, 2021 |
| 3. | Effective Date of Appointment | October 26, 2021 |
| 4. | Brief Profile | MSKA & Associates is a Chartered Accountancy Firm registered with Institute of Chartered Accountants of India (ICAI) having Firm Registration No. 105047W. It's head office is at Mumbai and nine (9) branches in Pune, Bengaluru, Hyderabad, Gurgoan, Kolkata, Goa, Kochi, Chennai and Ahmedabad. It provides Audit and Assurance, Tax and Consultancy Services. |
| 5. | Disclosure of relationship between directors (in case of appointment of a director) | NA |



Annexure III



G. K. Choksi & Co.

Chartered Accountants

708/709, Raheja Chambers,
Free Press Journal Road,
Nariman Point, Mumbai - 400 021.

Tel.: 6632 4446 / 6632 4447
2282 6087 / 2284 5316

Fax : 2288 2133

Email : gkcmumbai@gmail.com

gkcmumbai@rediffmail.com
Date : 26-10-2021

To,
The Board of Directors
Genesys International Corporation Limited
73/A SDF 3, Seepz, Andheri East,
Mumbai - 400 096

Subject : Resignation as Statutory Auditor

Dear Sir,

As you are aware that we were appointed as Statutory Auditors of Genesys International Corporation Limited (the "Company") pursuant to the shareholder's resolution dated September 26, 2019, to hold the office for a period of five (5) consecutive years starting from the financial year 2019-20.

We have completed our statutory audit in respect of standalone and consolidated financial statement for the year ended March 31, 2021 and limited review of standalone and consolidated financial results for the quarter ended June 30, 2021 and will be completing limited review for the quarter and half year ended September 30, 2021 on 26.10.2021

We are in receipt of your letter dated 18/10/2021 and the request therein. We understand that there has been a change in the Company's business profile, customer profile, business stakeholders and investors. We also understand that consequent to this change and for other commercial reasons, there is a need for the company to have auditors with resources across geographies. The Company is desirous of carrying out this change at the earliest. In view of this and in order to enable the Company to make the desired changes, we hereby tender our resignation as the statutory auditors of the Company.

We hereby confirm that there are no other reasons which have induced our resignation from this position, and we have no objection to the appointment of any other individual / firm as statutory auditors of the Company.




As required under the SEBI circular CIR/CFD/CMD1/114/2019 dated October 18, 2019, our resignation will become effective upon us issuing the limited review report for the September quarter for the financial year ending March 31, 2022.

As per the requirement of the Companies Act, 2013, we will share a copy of the form ADT-3, as filed with the Registrar of Companies, in due course. Please find attached in Annexure, the information to be obtained by the Company from the auditors for the resignation as required under the SEBI circular CIR/CFD/CMD1/114/2019 dated October 18, 2019.

We thank the Board of Directors, Audit Committee, and staff members for the cooperation extended to us during the tenure of our association as statutory auditors of the Company. We wish the Company the best in its future endeavours, and it has been a pleasure serving as the auditors.

Yours faithfully,
For G.K. Choksi & Co.
Chartered Accountants
Firm Registration No. 125442W


Shreyas V Parikh
(Partner)
Membership Number: 33402
Place: Mumbai



Annexure

| S. No. | Particulars | Details |
|--------|--|---|
| 1. | Name of the Listed Entity/material subsidiary | Genesys International Corporation Limited |
| 2. | Details of statutory auditor: (a) Name of the Auditor (b) Address: (c) Phone number: (d) Email: | G.K. Choksi & Co. 708/9 Raheja Chambers, Free Press Journal Road, Nariman Point, Mumbai – 400 021 022 – 6632446/7 gkcmumbai@gmail.com |
| 3. | Details of association with the listed entity/material subsidiary (a) Date on which the statutory auditor was appointed; (b) Date on which the term of the statutory auditor was scheduled to expire; (c) Prior to resignation, the latest audit report /limited review report submitted by the auditor and date of its submission; | September 26, 2019 Conclusion of the Company's AGM to be held in the year 2024 a) We have completed the Limited Review on the Standalone and Consolidated financial results of the Company for the Quarter Ended 30.06.2021 vide our report dated July 30, 2021 b) We will be completing the Limited Review on the Standalone and Consolidated financial results of the Company for the Quarter and Half Year Ended 30.09.2021 for which we will be issuing our review report. |
| 4. | Detailed reasons for resignation | As stated in our letter dated October 26, 2021 attached here in above. |




| | | |
|----|--|----------------|
| 5. | In case of any concerns, efforts made by the auditor prior to resignation (including approaching the Audit Committee/Board of Directors along with the date of communication made to the Audit Committee/Board of Directors) | Not Applicable |
| 6. | <p>In case the information requested by the auditor was not provided, then following shall be disclosed:</p> <p>(a) Whether the inability to obtain sufficient appropriate audit evidence was due to a management-imposed limitation or circumstances beyond the control of the management</p> <p>(b) Whether the lack of information would have significant impact on the financial statements/results</p> <p>(c) Whether the auditor has performed alternative procedures to obtain appropriate evidence for the purposes of audit/limited review as laid down in SA 705 (Revised)</p> <p>(d) Whether the lack of information was prevalent in the previous reported financial statements/results. If yes, on what basis the previous audit/limited review reports were issued</p> | Not Applicable |
| 7. | Any other facts relevant to the resignation | No |



Declaration

1. We hereby confirm that the information given in this letter and its attachment is correct and complete.
2. We hereby confirm that there is no other material reason other than those provided above for resignation of my firm.

Yours faithfully,
For G.K. Choksi & Co.
Chartered Accountants
Firm Registration No. 125442W


Shreyas V Parikh
(Partner)
Membership Number: 33402
Place: Mumbai
Date : 26-10-2021

