

GROARC INDUSTRIES INDIA LIMITED

(Formerly known as Telesys Info – Infra (I) limited)

CIN : L70200TN1992PLC023621

GSTIN : 33AABCT1582G2ZJ

12-03-2024

To,
BSE Limited
P. J. Towers, Dalal Street,
Mumbai- 400 001

BSE Code: 532315

SUB: GROARC INDUSTRIES INDIA LIMITED (Formerly known as Telesys Info-Infra (I) Limited): SCRUTINIZER'S REPORT AND VOTING RESULTS OF EXTRA ORDINARY GENERAL MEETING AND SCRUTINIZER'S REPORT

Dear Sir/Madam,

We wish to inform that the Extra Ordinary General Meeting ('EGM') of the GROARC INDUSTRIES INDIA LIMITED (Formerly known as Telesys Info-Infra (I) Limited) ('Company') was held on March 09, 2024 at 12:00 P.M. (IST) through Video Conferencing and other Audio-Visual Means to transact the business as stated in the Notice convening the Extra Ordinary General Meeting.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') We enclosed herewith the consolidated outcome of voting along with Scrutinizer report held through remote e-Voting and e-Voting conducted at the EGM of the Company. The Company had appointed CS Ramesh Chandra Mishra, Practising Company Secretary (Membership No. FCS 5477 CP No. 3987) from M/s Ramesh Chandra Mishra & Associates, as the Scrutinizer for remote e-Voting and e-Voting conducted at the EGM. As per the Scrutinizer's Report, all Resolutions as set out in the Notice of EGM have been duly approved by the Members with requisite majority.

We request you to take the above information on record.

Thanking you,

Yours faithfully

**For M/s. GROARC INDUSTRIES INDIA LIMITED
(Formerly knowns as Telesys Info-Infra (I) Limited)**



**Chandran Ganesan
Whole time Director
(DIN: 08166461)**





RAMESH CHANDRA MISHRA & ASSOCIATES
Company Secretary in Practice & Corporate Legal Advisor

Combined Scrutinizer's Report on Remote e-Voting & e-Voting conducted at the EGM of
GROARC INDUSTRIES INDIA LIMITED (Formerly known as Telesys Info-Infra (I) Limited)
held on Saturday, March 09, 2024

11-03-2024



To
The Chairman,
GROARC INDUSTRIES INDIA LIMITED
(Formerly known as Telesys Info-Infra (I) Limited)
CIN: L70200TN1992PLC023621
Regd. Office: No. - 1/L Blackers Road, 2F Gaiety Palace,
2nd Floor Chintadripet Chennai TN 600002 IN

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-Voting process and e-Voting by your Members during the Extra Ordinary General Meeting of your Company held on Saturday, the 09th day of March, 2024 at 12.00 P.M (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

We are pleased to submit the Scrutinizers Report, which is comprehensive and self explanatory in all respects.

For RAMESH CHANDRA MISHRA & ASSOCIATES

Ramesh Mishra
Company Secretary in Practice
Membership No.:5477
COP NO.-3987
UDIN: F005477E003568080
Peer Review Certificate No.: 1133/2021

Place: Mumbai
Date: 11-03-2024



CONSOLIDATED SCRUTINIZER'S REPORT

11-03-2024

To
The Chairman
GROARC INDUSTRIES INDIA LIMITED
(Formerly known as Telesys Info-Infra (I) Limited)
CIN: L70200TN1992PLC023621
Regd. Office: No. - 1/L Blackers Road, 2F Gaiety Palace,
2nd Floor Chintadripet Chennai TN 600002 IN

Sub: Consolidated Scrutinizer's Report on Remote e-Voting & e-Voting conducted at the EGM of GROARC INDUSTRIES INDIA LIMITED (Formerly known as Telesys Info-Infra (I) Limited) held on Saturday, March 09, 2024 at 12:00 P.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Dear Sir,

We, M/s Ramesh Chandra Mishra & Associates, Practicing Company Secretaries firm, was appointed as Scrutinizer by the Board of Directors of GROARC INDUSTRIES INDIA LIMITED (Formerly known as Telesys Info-Infra (I) Limited) ('the Company') at their Meeting held on March 09, 2024, for conducting remote e-Voting process as well as to scrutinize the e-Voting conducted at the EGM (remote e-Voting and e-Voting at the EGM collectively referred to as 'e-Voting') in a fair and transparent manner to transact the businesses, as set forth in the Notice of the Meeting dated February 14, 2024.

In compliance with Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and Secretarial Standard - 2 on General Meetings issued by The Institute of Company Secretaries of India and in accordance with the General Circular Nos. 14/2020, 17/2020, 20/2020, 2/2021, 19/2021, 21/2021 and 2/2022 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022 respectively, issued by the Ministry of Corporate Affairs ('MCA') and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/HO/CFD/CMD2/CIR/P/2021/11 & SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 12, 2020, January 15, 2021 and May 13, 2022 respectively issued by Securities and Exchange Board of India ('SEBI') (collectively referred to as 'Circulars'), the Company had provided facility for e-Voting to all Members of the Company, to enable them to cast their votes electronically.

Ramesh Chandra Mishra

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The Company had engaged Central Depository Service (India) Limited ('CDSL'), as the Electronic Voting Service Provider ('EVSP') who had made necessary arrangements to facilitate e-Voting by Members of the Company on their website at www.evotingindia.com

The Company had sent the Notice including all requisite information required to cast the vote, in electronic form only to all its Members who have registered their e-mail addresses with the Company/ Depository Participants/ Registrar & Transfer Agents. The communication of the assent or dissent of the Members was sought through the e-Voting system only.

The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules thereof including Circulars and Listing Regulations relating to the items being placed for approval of the Members through remote e-Voting and e-Voting at the EGM. Our responsibilities as Scrutinizer is restricted to scrutinize that the e-Voting process is conducted in a fair and transparent manner and to prepare a consolidated Scrutinizer's Report of the votes cast 'For' or 'Against' the Resolutions stated in the Notice and also mentioned herein below, based on the reports generated from the e-Voting system provided by the EVSP.

Item No.	Resolution	Type of Resolution
Special Business		
1.	Regularisation/Appointment of Mrs. Rainy Ramesh Singhi (DIN: 09844099) as a Director (Non-Executive - Independent) of the Company	Special

In connection with the above referred matters, we hereby submit my report as under:

1. The Company had completed the dispatch of the Notice of the EGM on Thursday, February 15, 2024 by electronic mode to those Members whose e-mail addresses are registered with the Company/ Registrar & Transfer Agent of the Company or the Depositories on September 01, 2023 ('Internal Cut-off date').
2. The Company had published an advertisement on Saturday, February 17, 2024 regarding completion of dispatch of EGM Notice including all requisite information required to cast the vote, to eligible Members in English Daily "TRINITY MIRROR" and in Regional Daily "MAKKAL KUARAL" editions respectively;
3. In compliance with provision of the Act and applicable circulars issued from time to time, the Members of the Company holding shares as on March 02, 2024 ('Cut-off Date') had an option to vote through the e-Voting facility. The Company had also provided option for e-Voting to those Members, who held shares in Physical form;

The Company had offered e-Voting facility to its Members for casting their votes electronically. The e-Voting process commenced on Wednesday, March 06, 2024 at 9:00 a.m and ended on Friday, March 08, 2024 at 5:00 p.m.;



4. At the EGM of the Company held through VC/OAVM means, on Saturday, March 09, 2024, after considering all the items of business, the facility to vote electronically was provided to facilitate those Members who were attending the Meeting through VC/OAVM but could not participate in the remote e-Voting to record their votes.
5. The remote e-Voting has been unblocked on Saturday, March 09, 2024, after 03:00 P.M. in our presence and in the presence of two witnesses' (who are not in the employment of the Company):
6. After unblocking the votes cast, the total votes cast both through remote E-voting Process and by e-Voting the EGM, were consolidated and has been considered for the purpose of this report.

The result of the remote e-Voting together with that of the voting conducted at the EGM by way of electronic means are as under:

SPECIAL BUSINESS

Item No. 1 (As an Special Resolution):

To consider Regularisation/Appointment of Mrs. Rainy Ramesh Singhi (DIN: 09844099) as a Director (Non-Executive - Independent) of the Company

Promoter/ Public	No. of Shares held	No. of votes polled	% of Votes polled on outstand ing shares	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	0	0	0	0	0	0	0
Public - Institutional Holders	0	0	0	0	0	0	0
Public - others	20466529	969492	4.74	968142	1350	99.86	0.14
Total	20466529	969492	4.74	968142	1350	99.86	0.14

As the number of vote cast in favour of the Resolution is more than the number of votes cast against, I report that the Special Resolution as per Item No. 1 as set forth in the EGM Notice dated February 14, 2024 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., **Saturday, March 09, 2024.**

The said result along with the Scrutinizer's report would be intimated to the Stock Exchange where the Company's securities are listed viz. www.bseindia.com, displayed on the website of CDSL viz. www.evotingindia.com and the Company's website viz. www.telesys.in



Thanking you,

Yours Faithfully

For RAMESH CHANDRA MISHRA & ASSOCIATES



Ramesh Mishra
Company Secretary in Practice
Membership No.:5477
COP NO.:3987

Place: Mumbai
Date: 11-03-2024

UDIN: F005477E003568080
Peer Review Certificate No.: 1133/2021

The following were the witnesses to the unblocking of the
votes on 09th March, 2024:

Sachin Shivgan

A handwritten signature in blue ink that reads "Sachin Shivgan" is written over a circular blue ink stamp.

Rakesh Pal

A handwritten signature in blue ink that reads "Rakesh Pal" is written over a circular blue ink stamp.