



3i Infotech®
LIMITLESS EXCELLENCE

December 13, 2019

BSE Limited
Sir Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai - 400001
Security Code: 532628

National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No. C-1, Block G
Bandra Kurla Complex,
Mumbai - 400051
Scrip code: 3IINFOTECH

Sub: Annual General Meeting (AGM) of the Company held on December 12, 2019

Re: Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, please find enclosed the proceedings of the 26th Annual General Meeting of the Company held on Thursday, December 12, 2019 at Arya Samaj Hall, Plot No.6, Sector 9A, Vashi, Navi Mumbai- 400 703.

Request you to take this on record.

Thanking you,

Yours faithfully,

For 3i Infotech Limited

Rajeev Limaye
Company Secretary



Encl: - As above



3i Infotech®
LIMITLESS EXCELLENCE

PROCEEDINGS OF THE TWENTY SIXTH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON THURSDAY, DECEMBER 12, 2019 AT 4:00 P.M. AT ARYA SAMAJ HALL, PLOT NO. 6, SECTOR 9A, VASHI, NAVI MUMBAI - 400 703

The 26th Annual General Meeting (AGM) of the Members of 3i Infotech Limited was held on Thursday, December 12, 2019 at 4:00 p.m. at Arya Samaj Hall, Plot No. 6, Sector 9A, Vashi, Navi Mumbai- 400 703.

Mr. Ashok Shah, Non-Executive (Independent) Chairman of the Company, chaired the proceedings of the Meeting and welcomed the Members to the 26th Annual General Meeting of the Company.

Total 57 Members (including Authorized Representatives in terms of Section 113 of the Companies Act, 2013) were present in person at the 26th AGM of the Company. The Company had received 2 Proxy forms to attend and vote at the Meeting representing 34 shares out of the total share capital. All attendances were recorded in the attendance registers maintained for the purpose.

The AGM was attended by the following Directors and KMP's :

1. Mr. Ashok Shah, Non Executive (Independent) Chairman of the Board and Chairman - Stakeholders Relationship Committee
2. Dr. Shashank Desai, Independent Director and Chairman- Audit Committee and Nomination and Remuneration Committee
3. Ms. Anjoo Navalkar, Director
4. Mr. Avaya Kumar Mohapatra, Nominee Director- Allahabad Bank
5. Mr. Padmanabhan Iyer, Managing Director and Global CEO & CFO and
6. Mr. Rajeev Limaye, Company Secretary and Head- Legal

Mr. Rajeev Kumar Sinha, Nominee Director of IDBI Bank Limited could not attend the meeting due to personal reasons.

Apart from Members, representatives of M/s. GMJ & Co., Chartered Accountants, the Auditors of the Company and Mr. Avinash Bagul, Partner of M/s. BNP & Associates, Company Secretaries, Secretarial Auditor of the Company were also present at the AGM.

After ascertaining from Mr. Rajeev Limaye, Company Secretary that the requisite quorum as per the provisions of Companies Act, 2013 ("the Act") was present at the AGM, the Chairman called the Meeting to order. He also informed the Members that the Proxy Register and other Registers and documents as



3i Infotech Limited

CIN: L67120MH1993PLC074411

T: +91 22 7123 8000 F: +91 22 7123 8310 W: www.3i-infotech.com

A: Tower # 5, 3rd to 6th Floors, International Infotech Park, Vashi, Navi Mumbai-400 703, India



3i Infotech®
LIMITLESS EXCELLENCE

mentioned in the Notice of 26th AGM were available for inspection of Members. The Chairman informed the Members that the proceedings of AGM would be carried out as per the requirements of the Act.

With the unanimous consent of the Members present at the Meeting, the Notice convening the Meeting was taken as read. The Chairman further informed that the Auditors Report on the Financial Statement for the financial year ended March 31, 2019 did not have any qualification, observations or comments on financial transaction or matters which have adverse effect of the functioning of the Company. He stated that in terms of Section 145 of the Companies Act, 2013, only the qualifications, observations or comments on financial transactions or matters which had adverse effect on the functioning of the Company were required to be read at the general meeting. The Chairman further informed the Members about the matters for which the Company obtained the approval from the Members vide Postal Ballot Notice dated April 10, 2019 and June 9, 2019.

With the consent of the members present, the Notice of the Meeting along with explanatory statement, Auditor's Report, the Annexure to Auditor's Report and the Secretarial Audit Report were taken as read.

The Chairman further stated that in accordance with the provisions of the Companies Act, 2013 read with rules there under and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("listing regulations"), the Company had provided remote electronic voting facility during the e-voting period from Monday, December 9, 2019 (9:00 a.m. IST) till Wednesday, December 11, 2019 (5:00 p.m. IST) through National Securities Depository Limited (NSDL) to the Members entitled to cast their vote for the resolutions specified in the Notice of the AGM. He also informed that the Members who were present at the Meeting and did not vote through electronic mode would be given an opportunity to cast their vote through physical voting by way of ballot paper at the end of the Meeting. He informed the Members that Mr. Avinsah Bagul, Partner, BNP & Associates was appointed as Scrutinizer to scrutinize the Remote e-voting process and voting through ballot paper at the AGM, vide resolution passed by the Board of Directors at its Meeting held on October 17, 2019.

Thereafter, the Chairman addressed the Members. He expressed gratitude to all investors for their continued support and trust reposed in the Company. He informed the Members of the Company that the Year 2018-19 was a milestone for the Company being the 3rd consecutive year of net profit after 5 consecutive years of losses up to FY2016.



3i Infotech Limited

CIN: L67120MH1993PLC074411

T: +91 22 7123 8000 F: +91 22 7123 8310 W: www.3i-infotech.com

A: Tower # 5, 3rd to 6th Floors, International Infotech Park, Vashi, Navi Mumbai-400 703, India



3i Infotech®
LIMITLESS EXCELLENCE

He further apprised the Members the recent developments in products and services business of the Company and also updated the Members regarding the recent orders received by the Company for its products like AMLOCK, ORION & PREMIA ASTRA. He also apprised the Members that the Services offered by the Company has also shown an encouraging sign with the Services revenue showing a higher growth than the past 3 years. He further stated that the Company has launched its foray into advanced market as planned.

He also apprised the Members the Company now continues to service its Lenders on a regular basis effective from the date of implementation of DRS i.e. from April 1, 2016. He further apprised the Members that the Company has begun paying monthly principal repayment from July 2019. He further informed the Members regarding revision in credit rating of the Company from "CRISIL BB/Stable" to "CRISIL BBB-/Stable (Investment Grade)" by CRISIL etc. He informed the Members that on June 29, 2018, the Board of Directors of the Company had approved the draft Scheme of Arrangement between the Company and its shareholders, which was further kept on hold by the Company in view of internal re-consideration of certain factors relating the Scheme. He apprised the Members that the Company has now filed the Scheme of Arrangement to get the observation letters from the Stock Exchanges on which the Equity Shares of the Company are traded.

He thanked all the stakeholders, which include investors, employees and lenders who have stood by the Company in its difficult times and for their continuous support.

Then the Members were given opportunity to speak. Several Members expressed their views about the Company and used the opportunity to interact with the management and sought clarifications on various issues relating to the performance of the Company and various other matters. Mr. Padmanabhan Iyer, Managing Director & Global CEO responded to the queries raised by the Members.

Then, the Chairman took up the formal proceedings of the Meeting. The Chairman stated that the combined results of the remote e-voting, which has already been completed and the physical voting by ballot paper will be announced on Friday, December 13, 2019 and the results alongwith the Scrutinizer's Report would be sent to the Stock exchanges in terms of listing regulations and would be placed on the website of the Company and of NSDL.



3i Infotech Limited

CIN: L67120MH1993PLC074411

T: +91 22 7123 8000 F: +91 22 7123 8310 W: www.3i-infotech.com

A: Tower # 5, 3rd to 6th Floors, International Infotech Park, Vashi, Navi Mumbai-400 703, India



3i Infotech[®]
LIMITLESS EXCELLENCE

The Chairman then declared the Meeting as closed and asked for the conduct of physical voting through ballot paper and thanked the Members for participating in the Meeting and their continuous support to the Company.

For 3i Infotech Limited

Rajeev Limaye
Company Secretary



Date: December 13, 2019
Place: Navi Mumbai