

ISL/SS/SE/58/2023-2024
30th December, 2023

The National Stock Exchange of India Ltd. Exchange Plaza Bandra-Kurla Complex Bandra East Mumbai 400 051	BSE Ltd. P.J. Towers Dalal Street Mumbai 400 001
Symbol: INSPIRISYS	Scrip Code: 532774

Dear Sir / Madam,

Sub: Proceedings relating to the resolution passed by way of postal ballot through e-voting by the Shareholders of Inspirisys Solutions Limited.

Pursuant to sections 108 and 110 of the Companies Act, 2013 read with rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, and any other applicable provisions of the Act read with the relevant rules issued thereunder, read with guidelines prescribed by the Ministry of Corporate Affairs, inter alia, for conducting the postal ballot through remote e-voting vide General Circular No. 14/2020 dated 8th April 2020, General Circular No. 17/2020 dated 13th April 2020, General Circular No. 22/2020 dated 15th June 2020, General Circular No. 33/2020 dated 28th September 2020, General Circular No. 39/2020 dated 31st December 2020, General Circular No. 10/2021 dated 23rd June 2021, General Circular No. 20/2021 dated 8th December 2021, General Circular No. 03/2022 dated 5th May, 2022, General Circular No. 11/2022 dated 28th December 2022 and General Circular No. 09/2023 dated 25th September, 2023 issued by the Ministry of Corporate Affairs, Government of India and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, Circular No. SEBI/HO/CFD/PoD 2/P/CIR/2023/4 dated January 05, 2023 and SEBI/HO/CFD/CFD PoD 2/P/CIR/2023/167 dated October 07, 2023 issued by the Securities and Exchange Board of India and Secretarial Standard on General Meetings ("SS 2") issued by the Institute of Company Secretaries of India including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and other applicable provisions, if any, that the resolution appended herein below for seeking approval of the members of Inspirisys Solutions Limited is proposed to be passed as a special resolution by way of Postal Ballot by way of voting by electronic means in accordance with Regulation 11 of the Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 ("**SEBI Delisting Regulations**"). In furtherance to the above said circulars, the company has issued the postal ballot notice dated 16th November 2023, to obtain approval from shareholders only through the e-voting system on resolution set forth in the postal ballot notice dated 16th November 2023 of the Company.

The Board of Directors in their meeting held on 16th November 2023, appointed Mr. M. Alagar, Managing Partner (Membership No. F7488 and CoP No.8196) of M/s. M. Alagar & Associates, Practicing Company Secretaries, Chennai as the scrutinizer to conduct the postal ballot through e-voting process in a fair and transparent manner.

The Notice of the postal ballot along with explanatory statement were sent only by email to all its shareholders who have registered their email addresses with the Company / Registrar and Share Transfer Agent or Depository / Depository Participants.

The Notice of the postal ballot was also placed on the website of the Company.

The Company completed the dispatch of notice of postal ballot by email on 29th November 2023. The notice of completion of dispatch of postal ballot was published in all editions of Financial Express in India (in English language) and in Makkal Kural (in Tamil language) on 30th November 2023.

It was informed to the shareholders that the company has offered e-voting facility through National Securities Depository Limited (NSDL) to cast their votes electronically and the e-voting window was open from 09:00 AM IST on 30th November, 2023 till 05:00 PM IST on 29th December 2023 for the following subjects, as contained in Item Nos. 1 of the Notice of the Postal Ballot.

Special Business:

1. Voluntary Delisting of Equity Shares having a face value of Rs. 10/- (Indian Rupees Ten Only) each of Inspirisys Solutions Limited in accordance with Securities and Exchange Board of India (Delisting of Equity Shares) Regulations 2021 as amended (**Special Resolution**).

The details of Consolidated Voting Results of remote e-voting and e-voting at the Postal Ballot by the shareholders on resolutions as set out in Item Nos. 1 of the Notice of Postal Ballot will be forwarded separately, in the format prescribed under Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take this into your records and acknowledge the receipt.

Thanking You,

Yours Faithfully,

For Inspirisys Solutions Limited

S. Sundaramurthy
Company Secretary & Compliance Officer