



# SOUTHERN INFOSYS LTD.

#402-A Arunachal Building, 19 Barakhamba Road, New Delhi - 110001, INDIA  
Phone : +91-11-23354236, 43045402 Email : southerninfosys@gmail.com  
CIN : L67120DL1994PLC059994, Web.: www.southerninfosys.com

SIL/ L&S/ 2022-23

Date : 01/10/2022

To,  
Department of Corporate Services  
Bombay Stock Exchange Limited  
PJ, Towers,  
Dalal Street.

**Mumbai-400001**

**BSE Code: 540174**

**Subject: Disclosure of Voting results along with report of scrutinizer.**

Dear Sir/Madam,

This is to inform you that 28<sup>TH</sup> Annual General Meeting of the company was held on 30<sup>TH</sup> September, 2022 at 01:30 P.M through Video conferencing mode/Other Audio Visual Means ('OAVM') in compliance with the circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board India ("SEBI") from time to time.

In this regard, please find enclosed the consolidated scrutinizer Report, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, which also includes the voting results of the business transacted at the AGM, as required under Regulation 44(3) of the Listing Regulations.

Kindly update the same on your records.

Thanking You  
Yours Faithfully  
**For Southern Infosys Limited**

**(Shivani Mehra)**  
**Company Secretary and Compliance officer**  
**M No. A65810**

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### Resolution (1)

Resolution required: (Ordinary / Special)		Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?		No					
Description of resolution considered		RESOLVED THAT the audited annual accounts of the company for the financial year ended 31st March 2022 along with the reports of Auditors and Directors thereon forming part of Annual Report as circulated, be and are hereby approved and adopted					
Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	No. of votes - in favour (4)	No. of votes - against (5)	% of votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		2102580	2102580	0	100.0000	0.0000
	Poll	3634880	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0.0000
Public- Institutions	Total	3634880	2102580	2102580	0	100.0000	0
	E-Voting		0	0	0	0	0
	Poll	39000	0	0	0	0	0
Public- Non Institutions	Postal Ballot (if applicable)		0	0	0	0	0.0000
	Total	39000	0	0	0	0	0.0000
	E-Voting		156504	156272	232	99.8518	0.1482
Public- Non Institutions	Poll	1346120	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0
	Total	1346120	156504	156272	232	99.8518	0.1482
Total		5020000	2259084	2258852	232	99.9897	0.0103
		Whether resolution is Pass or Not.					Yes
		Disclosure of notes on resolution					Add Notes

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0

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## Resolution (2)

Resolution required: (Ordinary / Special)		Ordinary											
Whether promoter/promoter group are interested in the agenda/resolution?		Yes											
Description of resolution considered		RESOLVED THAT MR. SIDHARTH SHARMA, DIRECTOR OF THE COMPANY, WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR REAPPOINTMENT, BE AND IS HEREBY REAPPOINTED AS THE DIRECTOR OF THE COMPANY.											
Category	Mode of voting	No. of shares held	No. of votes polled	(2)	(3)=[(2)/(1)]*100	No. of votes - in favour	(4)	No. of votes - against	(5)	% of votes in favour on votes polled	(6)=[(4)/(2)]*100	% of Votes against on votes polled	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		2102580		57.8446	2102580		0		100.0000		0.0000	
	Poll	3634880	0		0.0000	0		0		0		0	
	Postal Ballot (if applicable)		0		0.0000	0		0		0		0	
	Total	3634880	2102580		57.8446	2102580		0		100.0000		0.0000	
Public- Institutions	E-Voting		0		0.0000	0		0		0		0	
	Poll	39000	0		0.0000	0		0		0		0	
	Postal Ballot (if applicable)		0		0.0000	0		0		0		0	
	Total	39000	0		0.0000	0		0		0.0000		0.0000	
Public- Non Institutions	E-Voting		156504		11.6263	156272		232		99.8518		0.1482	
	Poll	1346120	0		0.0000	0		0		0		0	
	Postal Ballot (if applicable)		0		0.0000	0		0		0		0	
	Total	1346120	156504		11.6263	156272		232		99.8518		0.1482	
Total		5020000	2259084		45.0017	225852		232		99.9897		0.0103	
Whether resolution is Pass or Not.													
Disclosure of notes on resolution													
Add Notes													

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public- Non Institutions	0

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## Resolution (3)

Resolution required: (Ordinary / Special)		Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		Yes						
Description of resolution considered		to approve revision in the payment or consolidated remuneration of Mr. Siddharth Sharma (DIN:07401382), Whole Time Director with effect from the 1st April, 2022 till the remaining period of his tenure.						
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting		2102580	57.8446	2102580	0	100.0000	0.0000
	Poll	3634880	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	3634880	2102580	57.8446	2102580	0	100.0000	0.0000
Public- Institutions	E-Voting		0	0.0000	0	0	0	0
	Poll	39000	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	39000	0	0.0000	0	0	0	0.0000
Public- Non Institutions	E-Voting		156504	11.6263	156272	232	99.8518	0.1482
	Poll	1346120	0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	1346120	156504	11.6263	156272	232	99.8518	0.1482
	Total	5020000	2259084	45.0017	2258852	232	99.9897	0.0103
		Whether resolution is Pass or Not.						
		Disclosure of notes on resolution						
		Add Notes						

\* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Institutions	0
Public - Non Institutions	0

# NITIN BHATIA & CO.

Company Secretaries

Corp. office: H. No. 2109, B Block, SGM Nagar, NIT Faridabad – 121001

Branch office: B-30, Lajpat Nagar 1, New Delhi - 110024

9999316123, nitinbhatia90@gmail.com

## SCRUTINIZERS' REPORT



[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To,  
The Chairman,  
Southern Infosys Limited  
402 - A, Arunachal Building 19, Barakhamba Road,  
Connaught Place, New Delhi - 110001

**Sub: Scrutinizers' Report on remote e-voting and e-voting during the 28<sup>th</sup> Annual General Meeting of the members of Southern Infosys Limited held on Friday, September 30, 2022 at 1:30 P.M. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM").**

Dear Sir,

1. I, Nitin Bhatia, Company Secretary in practice and Proprietor of Nitin Bhatia & Co., Companies Secretaries, have been appointed as scrutinizer by the Board of Directors of M/s Southern Infosys Limited ("**the Company**") for the purpose of scrutinizing the process of voting through electronic means ("**e-voting**") on the resolution contained in the notice dated 01.09.2022 ("**Notice**") issued in accordance with the MCA Circular No. 14/2020, 17/2020, 20/2020, 02/2021 and 02/2022 dated 8<sup>th</sup> April, 2020, 13<sup>th</sup> April, 2020, 5<sup>th</sup> May, 2020, 13<sup>th</sup> January, 2021, and 05<sup>th</sup> May 2022 issued by the Ministry of Corporate Affairs (MCA) (hereinafter referred as MCA Circulars' Government of India) and SEBI Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 Dated 13<sup>th</sup> May, 2022 calling the 28<sup>TH</sup> Annual General Meeting of its Equity Shareholders ("**the Meeting**") AGM through Video conferencing (VC)/other Audio-Visual Means (OAVM). The AGM was Convened on Friday, September 30, 2022 at 1:30 P.M. IST through VC/OAVM.
2. The said appointment as scrutinizer is under the provisions of section 108 of the Companies Act, 2013 ("**the Act**") read with Rule 20 of the Companies (Management and Administration Rules, 2014 amended ("**the Rules**"), as the Scrutinizer, I have to Scrutinize:
  - a. Process of e-voting remotely before the AGM, using an electronic voting system and the dates referred to in the Notice calling the AGM ("**remote e-voting**") and
  - b. Process of e-voting at the AGM through electronic voting System ("**e-voting**").

Scrutinizer Report || Southern Infosys Limited || 28<sup>th</sup> Annual General Meeting

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### Management Responsibility

3. The management of the Company is responsible to ensure compliance with the requirement of (i) the Act and rules made thereunder; (ii) MCA circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015, ("LODR") relating to e-voting on the resolutions contained in the notice calling the AGM. The management of the company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

### Scrutinizer's Responsibility

4. My responsibility as scrutinizer for e-voting process (i.e. by remote e-voting and e-voting during AGM through VC) is restricted to making the Consolidated Scrutinizer Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the report generated from the e-voting systems provided by NSDL engaged by the Company to provide e-voting facility and attendance papers/ documents produced to me for my verification.

### Cut-off Date

5. The Equity Shareholders of the Company as on the "cut-off" date, i.e. Friday, 23<sup>rd</sup> September, 2022 were entitled to vote on the resolutions (items nos. 1 to 3 as set out in the Notice calling the AGM).
6. Remote e-voting process:
  - a. The remote e-voting period remained open from Tuesday, 27<sup>th</sup> September, 2022 at 9.00. A.M. (IST) to Thursday, 29<sup>th</sup> September, 2022 at 5:00. P.M. (IST)
  - b. The votes cast were unblocked on Friday, 30<sup>th</sup> September, 2022 after the conclusion of the AGM.
  - c. Thereafter, the details of containing, inter alia, the list of Equity Shareholders who voted "in favour" or "against" on each resolution that was put to vote, that was generated and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.
7. E-voting process at the AGM:
  - a. The e-voting system was scrutinized on test check basis.
  - b. The e-votes cast were unblocked on Friday, 30<sup>th</sup> September, 2022 after the conclusion of the AGM.


Scrutinizer Report || Southern Infosys Limited || 28<sup>th</sup> Annual General Meeting

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I am enclosing herewith the following:

1. Report of the scrutinizer on e-voting.
2. Consolidated results of e-voting (remote e-voting) and e-voting through VC during the AGM.



FOR NITIN BHATIA & Co.

(Nitin Bhatia)

Company Secretary in Practice

FCS No.: 10285

C.P. No.: 12902

UDIN: F010285D001114531

Place: New Delhi

Date: 01.10.2022

# NITIN BHATIA & CO.

## Company Secretaries

Corp. office: H. No. 2109, B Block, SGM Nagar, NIT Faridabad – 121001

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### I. Report on result of E-Voting

#### Summary of E-voting Result

EVEN Reference No. -	121887
Voting Start Date	Tuesday, 27 <sup>th</sup> September, 2022 at 9.00. A.M.
Voting End Date	Thursday, 29 <sup>th</sup> September, 2022 at 5.00. P.M.

Item No. of the Agenda	Voted in Favour		Voted in Against		Abstained	
	No. of folios Voted	No. of Votes	No. of folios Voted	No. of Votes	No. of folios Voted	No. of Votes
1	NIL	2258852	NIL	232	NIL	NIL
2	NIL	2258852	NIL	232	NIL	NIL
3	NIL	2258852	NIL	232	NIL	NIL



FOR NITIN BHATIA & Co.

(Nitin Bhatia)

Company Secretary in Practice

FCS No.: 10285

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Place: New Delhi  
Date: 01.10.2022



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## II. Report on Consolidated Results

Based on result of e-voting and votes cast through VC at the 28<sup>th</sup> Annual General Meeting of the members of the Southern Infosys Limited held on Friday, 30<sup>th</sup> September, 2022 at 1:30 P.M., Consolidated results of each item of the agenda as set out in the notice of AGM dated 01<sup>st</sup> September, 2022 is narrated here-in- below:

### ITEM NO. 1:

Ordinary Resolution to receive, consider, approve and adopt Audited Financial Statements (including consolidated financial statements) of the Company for the financial year ended March 31, 2022 and the Report of Board of Directors and Auditors' thereon:

Particulars	Number of votes contained in			% of valid votes
	E-Votes (Remote e-voting)	Voting through VC	Total	
Assent	2258852	Nil	2258852	99.99%
Dissent	232	Nil	232	0.01%
<b>Total</b>	<b>2259084</b>	<b>Nil</b>	<b>2259084</b>	<b>100</b>

Accordingly, the 2259084 votes cast on the resolution were valid votes and were cast assenting to the ordinary resolution, this constitutes 99.99% of the total votes cast for the resolution being 44.99% of the entire paid-up capital of the company. Thus, the ordinary resolution as contained in item no.1 of the Notice of Annual General Meeting was passed with requisite majority.

### ITEM NO. 2:

Ordinary Resolution to appoint Mr. Siddharth Sharma (DIN:07401382), who retires by rotation and being eligible, offers himself for re-appointment as a Director:

Particulars	Number of votes contained in			% of valid votes
	E-Votes (Remote e-voting)	Voting through VC	Total	
Assent	2258852	Nil	2258852	99.99%
Dissent	232	Nil	232	0.01%
<b>Total</b>	<b>2259084</b>	<b>Nil</b>	<b>2259084</b>	<b>100</b>



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Accordingly, the 2259084 votes cast on the resolution were valid votes and were cast assenting to the ordinary resolution, this constitutes 99.99% of the total votes cast for the resolution being 44.99% of the entire paid-up capital of the company. Thus, the ordinary resolution as contained in item no.2 of the Notice of the Annual General Meeting was passed with requisite majority.

### ITEM NO. 3:

**Ordinary Resolution to approve revision in the payment of consolidated remuneration of Mr. Siddharth Sharma (DIN: 07401382), Whole Time Director with effect from 1st April, 2022 till the remaining period of his tenure:**

Particulars	Number of votes contained in			% of valid votes
	E-Votes (Remote e-voting)	Voting through VC	Total	
Assent	2258852	Nil	2258852	99.99%
Dissent	232	Nil	232	0.01%
<b>Total</b>	<b>2259084</b>	<b>Nil</b>	<b>2259084</b>	<b>100</b>

Accordingly, the 2259084 votes cast on the resolution were valid votes and were cast assenting to the ordinary resolution, this constitutes 99.99% of the total votes cast for the resolution being 44.99% of the entire paid-up capital of the company. Thus, the ordinary resolution as contained in item no.3 of the Notice of the Annual General Meeting was passed with requisite majority.

All the relevant records of the electronic voting will remain in my safe custody until the chairman consider, approve and sign the minutes of the 28<sup>th</sup> Annual General Meeting and same will be handed over thereafter to the Chairman/Company Secretary of the Company for safe keeping.

FOR NITIN BHATIA & Co.  
  
(Nitin Bhatia)  
Company Secretary in Practice

FCS No.: 10285

C.P. No.: 12902

UDIN: F010285D001114531

Place: New Delhi

Date: 01.10.2022