



Date: September 30, 2023

To,

BSE Limited Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai – 400 001 Scrip Code- 532365	National Stock Exchange of India Limited Exchange Plaza, C— 1, Block G, Bandra Kurla Complex, Bandra (East), Mumbai — 400051 Symbol - DSSL
---	--

Sub: Proceeding of the Twenty-Eighth Annual General Meeting of Dynacons Systems & Solutions Limited.

We wish to inform you that in terms of the General Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 05, 2020, 02/2021 dated January 13, 2021, 21/2021 dated December 14, 2021, 02/2022 dated May 15, 2022 and 10/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs ("MCA") and in compliance with the provisions of the Companies Act, 2013 ("the Act") and Rules made thereunder and in accordance with SEBI Circular dated May, 12, 2020, January 15, 2021, May 13, 2022 and January 05, 2023 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the 28th Annual General Meeting ("AGM") of the Company was held on Saturday, September 30, 2023 at 3:00 p.m. (IST) through Video Conferencing ("VC")/ Other Audio Visual Means C'OAVM"), without the physical presence of the Members at a common venue to transact the business as stated in the Notice dated September 04, 2023, convening the AGM. The proceedings of the AGM is deemed to be conducted at the Registered Office of the Company which is the deemed venue of the Meeting.

Pursuant to Regulation 30 read with Para A of Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed herewith proceedings of the Twenty-Eighth Annual General Meeting of the Company.

Kindly take the same on records.

Thanking You,

Yours Faithfully,

For Dynacons Systems & Solutions Limited

Shirish Anjaria
Chairman cum Managing Director
Din:00444104
Date: 30.09.2023
Place: Mumbai
Encl: as above

Dynacons Systems & Solutions Limited

CIN NO : L72200MH1995PLC093130

Certified ISO 9001:2008, ISO 14001:2015, ISO 20000-1:2011, ISO 27001:2013, CMMI Maturity Level 3

Registered Office : 78, Ratnajyot Industrial Estate, Irla Lane, Vile Parle West, Mumbai - 400 056.

Corporate Office : 3rd Floor, A Wing, Sunteck Centre, Subhash Road, Near Garware Chowk, Vile Parle East, Mumbai - 400 057.

+91-22-66889900 | +91-22-26716641 | www.dynacons.com | sales@dynacons.com | 1860-123-4444

PROCEEDINGS OF THE TWENTY-EIGHTH ANNUAL GENERAL MEETING OF THE COMPANY

The 28th Annual General Meeting ('AGM') of Dynacons Systems & Solutions Limited ('the Company') was held on Saturday, September 30, 2023 at 3:00 p.m. (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM"), without the physical presence of the Members at a common venue. The Company, while conducting the Meeting, adhered to the Circulars issued by the Ministry of Corporate Affairs ("MCA"), the Securities and Exchange Board of India ("SEBI").

In accordance with the Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India ("ICSI") read with Guidance/Clarification dated April 15, 2020 issued by the ICSI, the proceedings of the AGM were deemed to be conducted at the Registered Office of the Company which was the deemed Venue of the AGM.

Directors Present through VC:

Mr. Shirish M. Anjaria, Chairman cum Managing Director – Mumbai
 Mr. Parag J. Dalai, Whole-time Director, Executive Director - Mumbai
 Mr. Dharmesh S. Anjaria, Whole-time Director and CFO, Executive Director – Mumbai
 Mr. Jitesh Jain, Independent Director – Chairman of Audit Committee - Mumbai
 Mrs. Archana Phadke, Independent Director - Chairperson of Stakeholders' Relationship & Grievance Committee and Corporate Social Responsibility Committee - Mumbai
 Mr. Vijay Doshi, Independent Director - Chairman of Nomination and Remuneration Committee & Risk Management Committee - Mumbai

By Invitation through VC:

Mr. M. S. Parikh- Partner, M S P & Co., Statutory Auditors
 Mr. Hemant Shetye- Company Secretary and Designated Partner of HSPN & Associates LLP Secretarial Auditors and Scrutinizer for the 28th Annual General Meeting

Mr. Shirish M. Anjaria, Chairman cum Managing Director, chaired the 28th Annual General Meeting.

The number of shareholders as on record date i.e. 23.09.2023 were 22,152.

The details of number of shareholders present in the meeting are as follows:

Category	Promoter and Promoter Group	Public	Total
In Person	N.A.	N.A.	N.A.
Through Proxy/	N.A.	N.A.	N.A.
Video Conference (including 1 Authorized Representative)	12	39	51
Total	12	39	51

Dynacons Systems & Solutions Limited

CIN NO : L72200MH1995PLC093130

Certified ISO 9001:2008, ISO 14001:2015, ISO 20000-1:2011, ISO 27001:2013, CMMI Maturity Level 3

Registered Office : 78, Ratnajyot Industrial Estate, Irla Lane, Vile Parle West, Mumbai - 400 056.

Corporate Office : 3rd Floor, A Wing, Sunteck Centre, Subhash Road, Near Garware Chowk, Vile Parle East, Mumbai - 400 057.

+91-22-66889900 | +91-22-26716641 | www.dynacons.com | sales@dynacons.com | 1860-123-4444

1. Mr. Shirish M. Anjaria, Chairman cum Managing Director of the Company chaired the proceedings of the AGM. Ms. Pooja Patwa, Company Secretary informed that, the AGM was conducted through VC / OAVM. This meeting has been convened and being conducted in accordance with the circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India (SEBI).
2. Ms. Pooja Patwa, Company Secretary of the Company welcomed all the members and called the meeting in order as requisite quorum was present.
3. She informed that the Register of Directors and Key Managerial Personnel and their Shareholding, Register of Contracts or Arrangements in which Directors are interested and certificate from Secretarial Auditors for Compliance of ESOP Scheme as per SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, are available for inspection during the course of 28th AGM in electronic mode and members desiring to inspect these documents are requested to send email to the Company at the designated email address provided in the Notice of AGM.
4. She informed that the Company had tied up with National Securities Depositories Limited (NSDL) to provide facility for voting through remote e-voting, e-voting during the AGM and participation in the AGM through VC / OAVM facility. She also informed that the Company has provided live webcast facility for the Members to view the live proceedings of the AGM.
5. The Company Secretary informed the Members that pursuant to the provisions of the Companies Act, 2013, the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had extended the remote e-voting facility to the Members of the Company in respect of the resolutions to be passed at the Meeting. The remote e- voting commenced at 9:00 a.m. (IST) on Monday, 25th September, 2023 and ended at 5:00 p.m. (IST) on Friday, 29th September, 2023 in proportion to their shares held as on cut-off date of September 23, 2023 on all the Ordinary and Special Resolutions as set out in the Notice of AGM. The Company Secretary informed the Members that the facility for voting through e-voting system was made available during the Meeting for Members who had not cast their vote prior to the Meeting.
6. The Company had appointed Mr. Hemant Shetye, Company Secretary (Mem No. F2827 and COP No. 2823) and Designated Partner of HSPN & Associates LLP, Practicing Company Secretary, as the Scrutinizer for the purpose of scrutinizing the process of remote e-voting held prior and e- voting during the AGM in a fair and transparent manner.
7. She further informed that the Company has received Authorized Representation for Trigem Infosolutions Limited for 20,86,475 Equity Shares constituting 16.44% of voting.
8. The Company Secretary then requested the Board of Directors to introduce themselves.
9. Ms. Pooja Patwa, Company Secretary of the Company, requested her team to start the presentation about the Company and its growth journey.
10. The Company Secretary then invited the Chairman to deliver his speech. The Chairman delivered his speech.

11. Thereafter, Mr. Dharmesh Anjaria, Executive Director declared that the Notice convening the 28th AGM, Boards' Report and the Financial Statements along with Auditors' Report for the financial year ended March 31, 2023 had been sent through electronic mode to the Members. Accordingly, the Notice was taken as read. Mr. Dharmesh Anjaria then informed the members that the Statutory Auditor, M S P & Co., had expressed unqualified opinion in their audit report for the FY- 2022-2023, there were no qualifications, observations or adverse comments on the financial statements and matters which have any material bearing on the functioning of the Company. The Statutory auditors report on the standalone and consolidated financial statement respectively are available on page no. 81 and 137 of the Annual Report.
12. The Company Secretary invited the members who had registered themselves as speakers to address the meeting through VC/OAVM. Queries/concerns of the speaker was adequately responded by Mr. Dharmesh Anjaria, Executive Director of the Company.
13. The following items of business, as per the Notice of AGM dated September 04, 2023, were put to vote through remote e-voting and e-voting at the AGM:

Sr. No.	Particulars	Type of Resolution
1.	Adoption of Audited Balance Sheet and Profit & Loss Account for the financial year ended as at March 31, 2023, the Audited Consolidated Financial Statements for the said financial year and the Reports of Board of Directors and Auditors thereon	Ordinary
2.	Confirmation of payment of Interim dividend as the Final dividend on equity shares for the FY- 2022-2023.	Ordinary
3.	Re-appointment of Mr. Shirish Anjaria (DIN: 00444104) who is retiring by rotation and being eligible offers himself for re-appointment as a Whole-Time Director of the Company.	Ordinary
4.	Approve remuneration of Cost Auditors of the Company	Ordinary

14. Thereafter, Mr. Dharmesh Anjaria announced for voting to be taken electronically (e-voting). He announced that the e-voting results along with the consolidated Scrutinizer's Report will be declared within two working days of the conclusion of AGM and the same will be posted on the website of the Company www.dynacons.com. He also informed that the voting results would also be intimated to BSE Limited and National Stock Exchange limited.
15. Mr. Dharmesh Anjaria thanked the Members present through VC and there being no other business to be transacted, the AGM was concluded at 03:40 p.m. Thereafter, the members who had not casted their vote through remote e-voting, were given opportunity to cast vote electronically for next 15 minutes' post which the e-voting lines were closed.

The meeting commenced at 3:00 p.m. and concluded at 03:40 p.m.

For **Dynacons Systems & Solutions Limited**

Shirish Anjaria
Chairman cum Managing Director
Din:00444104
Date: 30.09.2023
Place: Mumbai