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COMPUAGE INFOCOM LTD

30th August, 2022

To,
The Corporate Services Dept.
BSE Ltd.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai 400 001.

National Stock Exchange of India Ltd.,
Exchange Plaza,
C-1, Block G, Bandra Kurla Complex,
Bandra (E),
Mumbai - 400 051.

Security Code: 532456
ISIN: INE070C01037

Symbol: COMPINFO

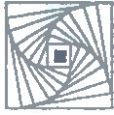
Sub: Outcome / Proceedings / Transcript of the 23rd Annual General Meeting (AGM / Meeting) held on Tuesday, 30th August, 2022

Dear Sir / Ma'am,

Pursuant to Regulation 30 read with Part A of Schedule III along with and other applicable regulations of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, if any, proceedings / transcript of the Meeting of the Shareholders of the Company held today, i.e., on Tuesday, 30th August, 2022, which commenced at 11:30 a.m. through Video Conferencing / Other Audio Visual Means and concluded at 11:55 a.m. are enclosed herewith, wherein the Members, subject to the results of Remote e-Voting and e-Voting during the Meeting, considered all the items as set out in the AGM Notice dated 28th July, 2022, convening the AGM. The items considered by the Members at the AGM are as below:

1. The Audited Financial Statements for the financial year ended 31st March, 2022 along with Directors' Report and Auditor's Report thereon;
2. Declaration of final dividend of Rs. 0.20/- per equity share having face value of Rs. 2.00/- each;
3. Re-appointment of Mr. Bhavesh H. Mehta (DIN: 00740861) as a Director of the Company, who shall be liable to retire by rotation;





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4. Re-appointment of M/s. Bhogilal C. Shah & Co., Chartered Accountants, Mumbai, having Firm Registration No. 101424W, as the Statutory Auditors of the Company for a second term of 5 (Five) consecutive years from the conclusion of the 23rd AGM till the conclusion of 28th AGM of the Company to be held in the year 2027;
5. Appointment of Branch Auditors, AAA Assurance PAC, Public Accountants and Chartered Accountants, Singapore, having Co. Registration No.201408818E to audit the accounts in respect of the Company's branch office located at Singapore and authorized the Board to fix remuneration with respect to the same for the year ending 31st March, 2023;
6. Increase in the borrowing powers of the Company upto an amount not exceeding Rs. 1500 Crore (Rupees Fifteen Hundred Crore Only);
7. Creation of mortgage / charge over the assets of the Company to secure the borrowings of the Company upto an amount not exceeding Rs. 1500 Crore (Rupees Fifteen Hundred Crore Only).

The Scrutinizer's Report together with results in respect of Remote e-Voting and e-Voting during the AGM shall be submitted to the stock exchanges, immediately on receipt of the same, within the prescribed time period.

Kindly take the same on records and oblige.

Thanking you,

Yours faithfully,

For Compuage Infocom Limited,

Hasti Pala

Hasti Pala
Company Secretary

Place: Mumbai

Encl.: Proceedings / Transcript of the AGM.





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PROCEEDINGS / TRANSCRIPT OF THE TWENTY THIRD ANNUAL GENERAL MEETING OF THE MEMBERS OF COMPUAGE INFOCOM LIMITED HELD ON TUESDAY, 30TH AUGUST, 2022 AT 11.30 A.M. THROUGH VIDEO CONFERENCING / OTHER AUDIO VISUAL MEANS.

PRESENT:

Mr. Atul H. Mehta	-	Chairman and Managing Director
Mr. Bhavesh H. Mehta	-	Whole-Time Director & Chief Financial Officer
Mr. Ganesh S. Ganesh	-	Independent Director
Mr. Vijay Agarwal	-	Independent Director
Mr. Virendra G. Bhatt	-	Independent Director
Ms. Hetal Kudecha	-	Independent Director
Ms. Anmol Jolly	-	Corporate Advisor

INVITEES:

Mr. Suril Shah	-	Partner of M/s. Bhogilal C. Shah & Co., Statutory Auditors
Mr. B. Narasimhan	-	Partner of BNP & Associates, Company Secretaries & Scrutinizer

IN ATTENDANCE:

Ms. Hasti Pala	-	Company Secretary
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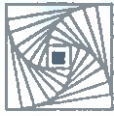
MEMBERS ATTENDANCE:

43 Members were present through Video Conferencing / Other Audio Visual Means whose names appear in the Register of Members.

Ms. Hasti Pala, Company Secretary, welcomed the Members and apprised them about the facilities and arrangements done by the Company for the 23rd Annual General Meeting (hereinafter referred to as "AGM / Meeting") with respect to Video Conferencing / Other Audio Visual Means, replies to the questions of the speaker shareholders and e-Voting during the Meeting. She then introduced them to the dignitaries on the Panel. Mr. Atul H. Mehta, Chairman of the Company occupied the Chair. Being requisite quorum present, with his consent, the Meeting was put to order. She further informed that all the Statutory Registers and documents mentioned in the Notice of the AGM were open for inspection.

Subsequently, the Chairman delivered his speech wherein he briefed the Members on the functioning of the Company and spoke on future prospects and avenues of the Company.





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With the consent of the Members, the Notice convening the AGM which had already been circulated, was taken as read.

Further, in view of Section 145 of the Companies Act, 2013, there was no need to read the Auditors' Reports and hence the same were taken as read.

The Chairman concluded his speech by thanking the management, employees, customers, suppliers, bankers, other stakeholders and shareholders for their continued support.

Subsequently, Ms. Hasti Pala provided briefs on the e-Voting procedure.

Post those, agenda items as below, were considered at the Meeting:

AGENDA NO. 1: ORDINARY RESOLUTION

TO RECEIVE, CONSIDER AND ADOPT THE AUDITED FINANCIAL STATEMENTS FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2022 AND THE REPORTS OF THE DIRECTORS AND THE AUDITORS THEREON:

"RESOLVED THAT the audited standalone and consolidated financial statements for the financial year ended 31st March, 2022 and Statement of Profit and Loss Account as on that date, together with the annexures forming part of the Accounts, the Auditors' Reports as well as the Directors' Report, as circulated to the Shareholders and laid before the Meeting, be received, considered and adopted."

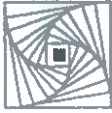
AGENDA NO. 2: ORDINARY RESOLUTION

TO DECLARE DIVIDEND ON EQUITY SHARES:

"RESOLVED THAT the final dividend of 20 Paise per Equity Share, i.e., 10% on face value of Rs. 2.00/- each, out of the profits of the financial year ending on 31st March, 2022, on 6,49,75,806 Equity shares of Rs. 2.00/- each fully paid up, aggregating to Rs. 1,29,95,161.2/-, subject to deduction of tax at source, be and is hereby declared to be paid to all the Members / Beneficiaries, whose names appear in the Register of Members as on the cut-off date, i.e., 23rd August, 2022.

RESOLVED FURTHER THAT the Directors of the Company be and are by authorized to take requisite steps to give effect to the aforesaid resolution."





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AGENDA NO. 3: ORDINARY RESOLUTION

TO APPOINT A DIRECTOR IN PLACE OF MR. BHAVESH H. MEHTA, WHOLE-TIME DIRECTOR, (DIN: 00740861) WHO RETIRES BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.

"RESOLVED THAT Mr. Bhavesh H. Mehta, Whole-Time Director, (DIN: 00740861), who retires by rotation and being eligible, offers himself for re-appointment, be and is hereby appointed as a Director of the Company."

The resolutions for the next business items had already been set out in the Notice of the Meeting and the same were taken as read by the members.

AGENDA NO. 4: ORDINARY RESOLUTION

TO CONSIDER THE RE-APPOINTMENT OF M/S. BHOGILAL C. SHAH & CO., CHARTERED ACCOUNTANTS (FIRM REGISTRATION NO. 101424W), AS THE STATUTORY AUDITORS OF THE COMPANY AND FIX THEIR REMUNERATION.

AGENDA NO. 5: ORDINARY RESOLUTION

TO APPOINT BRANCH AUDITORS AND FIX THEIR REMUNERATION.

AGENDA NO. 6: SPECIAL RESOLUTION

TO INCREASE THE BORROWING POWERS OF THE COMPANY.

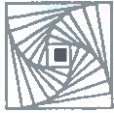
AGENDA NO. 7: SPECIAL RESOLUTION

TO CREATE MORTGAGE / CHARGE OVER THE ASSETS OF THE COMPANY.

Questions & Answers:

The Members who had registered themselves as speaker shareholders were then given a chance to put forth their questions. The Chairman thereby duly replied to the questions.





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e-Voting:

The Members were informed that the e-Voting tab for Members who had not casted their vote through Remote e-Voting, had been activated in the beginning of the Meeting and would remain activated until 30 minutes from the conclusion of the Meeting.

Members were informed that combined results on the Remote e-Voting and e-Voting during the Meeting shall be declared within two working days of the conclusion of the Meeting and the results of the same shall be available on the website of the Company.

Vote of thanks:

There being no other business, the Meeting concluded with a vote of thanks to the Chair.

Time of commencement of meeting: 11.30 a.m.

Time of conclusion of meeting: 11.55 a.m.

For Compuage Infocom Limited,

Hasti Pala
Company Secretary



Place: Mumbai

Date: 30th August, 2022