

October 3, 2023

To Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Bandra (E), Mumbai – 400051 Scrip Symbol: GSS	To The of Corporate Relations Department BSE Limited Phiroz Jeejeebhoy Towers, 25 <sup>th</sup> Floor, Dalal Street, Mumbai – 400001 Scrip Code – 532951/GSS
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Dear Sir / Madam,

**Sub: Disclosure of Voting Results under regulation 44(3) of SEBI (LODR) Regulations, 2015**

Pursuant to the provisions of Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Voting Results and the Scrutinizer's Report dated September 29, 2023 on the businesses transacted at the 20<sup>th</sup> Annual General Meeting of GSS Infotech Limited held on Friday, September 29, 2023 at 11.00 AM and concluded at 11.46 AM (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM').

We wish to inform you that all the resolutions from 1 to 3 (refer Scrutinizer's Report) as set out in the notice of AGM were duly passed by the members of the company with requisite majority.

The copy of the voting results along with the Scrutinizer's Report is exhibited on the Company's website [www.gssinfotech.com](http://www.gssinfotech.com).

Kindly take it on your records.

Thanking you,

Yours faithfully

**For GSS Infotech Limited**

**R.K.Pooja**

Company Secretary and Compliance Officer

	GSS INFOTECH LIMITED
Date of the AGM/EGM	29-09-23
Total number of shareholders on record date	12254
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	3
Public:	36

Resolution No.	1										
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider, approve and adopt (a) the Standalone Audited Financial Statements of the Company for the financial year ended 31st March, 2023, together with the reports of the Board of Directors and the Auditors thereon and (b) the Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2023, together with the report of the Auditors thereon.										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	3,325,646	3,295,138	99.0800	3,295,138	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		3,325,646	3,295,138	99.0800	3,295,138	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,631,505	0	0.0000	0	0	0.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1,631,505	0	0	0	0.0000	0.0000	0	0	
Public- Non Institutions	E-Voting	11,979,692	421,485	3.5183	421,466	19	99.9955	0.0045	0	0	
	Poll		7	0.0000	7	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		11,979,692	421,492	0	421,473	19	99.9955	0.0045	0	0
Total		16,936,843	3,716,630	21.9441	3,716,611	19	99.9995	0.0005	0	0	

Resolution No.	2										
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in the place of Mr. Rambabu Kaipa Sampangi (DIN:08238968) who retires by rotation, and being eligible, offers himself for re-appointment										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	3,325,646	3,295,138	99.0800	3,295,138	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		3,325,646	3,295,138	99.0800	3,295,138	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,631,505	0	0.0000	0	0	0.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1,631,505	0	0	0	0.0000	0.0000	0	0	
Public- Non Institutions	E-Voting	11,979,692	421,485	3.5183	421,426	59	99.9860	0.0140	0	0	
	Poll		7	0.0000	7	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		11,979,692	421,492	0	421,433	59	99.9860	0.0140	0	0
Total		16,936,843	3,716,630	21.9441	3,716,571	59	99.9984	0.0016	0	0	

Resolution No.	3										
Resolution required: (Ordinary/ Special)	SPECIAL - Investments, loans, guarantees and security in excess of limits specified under section 186 of the Companies Act, 2013										
Whether promoter/ promoter group are interested in the agenda/resolution?	No										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (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	Votes Invalid	Votes Abstained	
Promoter and Promoter Group	E-Voting	3,325,646	3,295,138	99.0800	3,295,138	0	100.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		3,325,646	3,295,138	99.0800	3,295,138	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	1,631,505	0	0.0000	0	0	0.0000	0.0000	0	0	
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		1,631,505	0	0	0	0.0000	0.0000	0	0	
Public- Non Institutions	E-Voting	11,979,692	421,485	3.5183	421,322	163	99.9613	0.0387	0	0	
	Poll		7	0.0000	7	0	100.0000	0.0000	0	0	
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		11,979,692	421,492	0	421,329	163	99.9613	0.0387	0	0
Total		16,936,843	3,716,630	21.9441	3,716,467	163	99.9956	0.0044	0	0	



**SCRUTINIZER'S REPORT**

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

The Chairman  
GSS INFOTECH LIMITED  
Grd Floor, Wing-B, N heights,  
Plot No. 12, TSIIIC Software Units Layout  
Madhapur, Serilingampally  
Hyderabad, Rangareddi TG 500081 IN

Dear Sir,

20<sup>th</sup> Annual General Meeting ("AGM") of the Members of GSS INFOTECH LIMITED held on Friday, 29<sup>th</sup> September, 2023, through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM").

I, Manjula Aleti, Practicing Company Secretary, appointed as Scrutinizer by the Board of Directors of the company M/s. GSS INFOTECH LIMITED ("the Company") in terms of section 108 of the Companies act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and as per MCA General Circular No. 14/2020 dated 8 April, 2020, 17/2020 dated 13 April, 2020 and 20/2020 dated 5 May, 2020, 02/2021 dated 13 January, 2021, 21/2021 dated 14 December, 2021, 02/2022 dated 5 May, 2022, 10/2022 dated 28 December, 2022 issued by Ministry of Corporate Affairs (MCA) (hereinafter referred as MCA Circulars) for the purpose of Scrutinizing the process of remote e-voting and voting through electronic voting system at the 20<sup>th</sup> Annual General Meeting ('AGM') of the company conducted through VC and OAVM in respect of the Resolutions as set out in the Notice convening the AGM .

I do hereby submit my report as follows:


1. The notice of AGM dated August 14, 2023 along with the statement setting out material facts required under Section 102, other relevant provisions of the Companies Act, 2013 read with circulars issued by the Ministry of Corporate Affairs (MCA) as confirmed by the Company, was sent to all the Equity Shareholders of the Company.
2. The Company hosted the notice of AGM on its website and also intimated the same to BSE Limited and National Stock Exchange of India Limited.
3. The Resolutions were transacted through the process of remote e-voting and through electronic voting system during the AGM. For the purpose of remote e-voting, the Company had engaged the services of Central Depository Services (India) Limited ('CDSL').

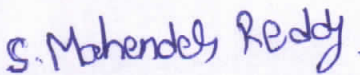


4. Voting rights were reckoned on the paid -up value of shares registered in the registered of Members as on Friday, 22 September ,2023 (“cut-off date”).
5. The voting period for remote e-voting commenced on Tuesday, 26 September, 2023 at 9.00 A.M (Ist) and ended on Thursday, 28 September,2023 at 5.00 P.M (Ist).
6. The facility for e-voting was made available for the Members attending the Meeting through VC and who did not cast their vote through remote e-voting.
7. After the closure of e-voting at the AGM , the report on e-voting done during the AGM, and votes cast under remote e-voting facility prior to the AGM were unblocked in the presence of two witnesses, Mr. Adhitya Reddy and Mr. Mahender Reddy Sangareddy neither of whom are in the employment of the Company.
8. The report on votes cast through remote e-voting was generated from CDSL e-voting website <https:// www.evotingindia.com>
9. The consolidated results of remote e-voting and voting through electronic voting system during the AGM are enclosed as an Annexure to this report.

We observed that 39 Members have attended through VC and based on the Results made available to me, 88 Members have cast their votes through remote e-voting and 4 Members have cast their votes through e-voting after AGM.

We, the undersigned have witnessed that the votes cast through remote e-voting were unblocked from CDSLs’ e-voting website <https:// www.evotingindia.com> In our presence.

Signature:   
Name: Adhitya Reddy  
Address : H.No.6-3-9, Paparayudu Nagar,  
Kukatpally , Hyderabad - 500072

Signature:   
Name : Mahender Reddy Sangareddy  
Address : H.No. 5-9, Ramalayam  
Kukatpally , Hyderabad - 500072

Thanking you,

For MANJULA ALETI  
Company Secretary in Practice

  
CS Manjula Aleti  
Scrutinizer  
M.No: 10380; COP: 13279  
Peer Review Certificate No. 803/2020  
UDIN: F010380E001132149

Date: 29.09.2023  
Place: Hyderabad



**ANNEXURE**

**ORDINARY BUSINESS:**

**Item No.1 (Ordinary Resolution)**

- a. The Audited financial statement of the Company for the financial year ended 31 March 2023 and the reports of the Board of Directors and the report of the Auditors there on.
- b. The audited consolidated financial statement of the company for the financial year ended 31 March, 2023 and the report of the Auditors there on.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number	Votes	Number	Votes	Total Members who voted	Total Number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the Resolution	80	3716604	4	7	84	3716611	100.00
Voted against the resolution	8	19	0	0	8	19	0.0000
Invalid Votes	0	0	0	0	0	0	0.0000
<b>Total</b>	<b>88</b>	<b>3716623</b>	<b>4</b>	<b>7</b>	<b>92</b>	<b>3716630</b>	<b>100.00</b>

**RESULT:**

As the number of votes cast in favour of the Resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Resolution No. 1 as put in the Notice of AGM is passed in favour of the Resolution with requisite majority



**Item No.2 (Ordinary Resolution)**

To appoint a Director in the place of Mr. Rambabu Sampangi Kaipa (DIN: 08238968) who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number	Votes	Number	Votes	Total Members who voted	Total Number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the Resolution	79	3716564	4	7	83	3716571	100.00
Voted against the resolution	9	59	0	0	9	59	0.0000
Invalid Votes	0	0	0	0	0	0	0.0000
<b>Total</b>	<b>88</b>	<b>3716623</b>	<b>4</b>	<b>7</b>	<b>92</b>	<b>3716630</b>	<b>100.00</b>

**RESULT:**

As the number of votes cast in favour of the Resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Resolution No. 2 as put in the Notice of AGM is passed in favour of the Resolution with requisite majority.





**SPECIAL BUSINESS:**

**Resolution No.3: Special Resolution**

**Investment(S), Loans, Guarantees and Security in excess of Limits Specified under section 186 of Companies Act, 2013**

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the AGM		Consolidated voting results		
	Number	Votes	Number	Votes	Total Members who voted	Total Number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the Resolution	77	3716460	4	7	81	3716467	100.00
Voted against the resolution	11	163	0	0	11	163	0.0000
Invalid Votes	0	0	0	0	0	0	0.0000
<b>Total</b>	<b>88</b>	<b>3716623</b>	<b>4</b>	<b>7</b>	<b>92</b>	<b>3716630</b>	<b>100.00</b>

**RESULT:**

As the number of votes cast in favour of the Resolution was more than the number of votes cast against, I report that the Special Resolution with regard to Resolution No. 3 as put in the Notice of AGM is passed in favour of the Resolution with requisite majority.

Thanking you,

For MANJULA ALETTI  
Company Secretary in Practice



CS Manjula Aletti  
Scrutinizer  
M.No: 10380; COP: 13279  
Peer Review Certificate No. 803/2020  
UDIN: F010380E001132149

Date: 29.09.2023  
Place: Hyderabad