

# Genesys International Corporation Ltd



August 02, 2021

<b>BSE Limited</b> Corporate Relationship Department P.J. Towers, Dalal Street, Fort, Mumbai - 400 001	<b>National Stock Exchange of India Ltd.</b> Exchange Plaza, Bandra-Kurla Complex, Bandra (East) Mumbai - 400 051
<b>Scip Code : 506109</b>	<b>Symbol : GENESYS</b>

Dear Sir/Madam,

**Sub: Voting Results of the Extra Ordinary General Meeting of the Company held on July 31, 2021**

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the voting results of the business transacted and set out in the Notice of Extra Ordinary General Meeting of the Company held on July 31, 2021 in the prescribed format.

All the resolutions contained in the said Notice were passed with requisite majority.

Kindly take the above information on your record.

Thanking You,

Yours Faithfully,

For **Genesys International Corporation Limited**



Sajid Malik  
Chairman & Managing Director  
(DIN: 00400366)

Regd. Office: 73-A, SDF-III, SEEPZ, Andheri (E),  
Mumbai-400 096, India Tel.: +91-22-2829 0303;  
+91-22-4488 4488; Fax: +91-22-2829 0603  
Website: www.igenesys.com; E-  
mail:investors@igenesys.com CIN:  
L65990MH1983PLC029197



### General information about company

Scrip code	506109
NSE Symbol	GENESYS
MSEI Symbol	NOTLISTED
ISIN	INE727B01026
Name of the company	Genesys International Corporation Limited
Type of meeting	EGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	31-07-2021
Start time of the meeting	02:30 PM
End time of the meeting	02:43 PM

### Scrutinizer Details

Name of the Scrutinizer	Mr. Sanam Umbargikar
Firms Name	M/s. DSM & Associates
Qualification	CS
Membership Number	26141
Date of Board Meeting in which appointed	06-07-2021
Date of Issuance of Report to the company	31-07-2021



<b>Voting results</b>	
Record date	24-07-2021
Total number of shareholders on record date	6017
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	3
b) Public	38
<b>No. of resolution passed in the meeting</b>	<b>2</b>



Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				RAISING OF FUNDS THROUGH ISSUE OF COMPULSORILY CONVERTIBLE DEBENTURES (CCDS) CONVERTIBLE INTO EQUITY SHARES ON PREFERENTIAL ALLOTMENT BASIS TO THE NON PROMOTER – PUBLIC CATEGORY FOR CASH				
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	14990902	11239069	74.9726	11239069	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	14990902	11239069	74.9726	11239069	0	100.0000	0.0000
Public-Institutions	E-Voting	2025660	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	2025660	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	14209150	2070938	14.5747	2070938	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>	14209150	2070938	14.5747	2070938	0	100.0000	0.0000
<b>Total</b>		31225712	13310007	42.6252	13310007	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	



## Resolution (2)

Resolution required: (Ordinary / Special)

Special

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

RAISING OF FUNDS THROUGH ISSUE OF WARRANTS CONVERTIBLE INTO EQUITY SHARES ON PREFERENTIAL ALLOTMENT BASIS TO THE NONPROMOTER – PUBLIC CATEGORY FOR CASH

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	14990902	11239069	74.9726	11239069	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		14990902	11239069	74.9726	11239069	0	100.0000
Public-Institutions	E-Voting	2025660	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		2025660	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	14209150	2070938	14.5747	2070938	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		14209150	2070938	14.5747	2070938	0	100.0000
<b>Total</b>		31225712	13310007	42.6252	13310007	0	100.0000	0.0000
<b>Whether resolution is Pass or Not.</b>							Yes	



## Details of Invalid Votes for 1 to 2

Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0



**SCRUTINIZER'S REPORT – COMBINED**

*[Pursuant to provisions of section 108 of the Companies Act, 2013 and rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]*

To,

**Mr. Sajid Malik**

**Chairman & Managing Director**

**Extra Ordinary General Meeting** of the Equity Shareholders of **Genesys International Corporation Limited** held on **Saturday the 31<sup>st</sup> July, 2021, at 2.30 p.m.** through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM"), for which purpose the Registered Office of the Company was deemed as venue, on account of Outbreak of COVID-19 pandemic and in accordance with the relevant circulars issued by Ministry of Corporate Affairs.

**Dear Sir,**

I, CS Sanam Umbargikar, Partner of M/s. DSM & Associates, Company Secretaries, having been appointed by the Board of Directors of the **Genesys International Corporation Limited** (the "Company") as a Scrutinizer for the purpose of scrutinizing the remote e-voting process and e-voting process carried out at Extra Ordinary General Meeting held on Saturday the 31<sup>st</sup> July, 2021, through Video Conference/Other Audio Visual Means, pursuant to provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation 2015 and on scrutiny of the same, I submit my Combined Report on the results of the remote e-voting together with the e-voting at the Extra Ordinary Annual General Meeting ("EGM").

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made thereunder relating to voting through remote e-voting as well as e-voting at the EGM on the resolutions contained in the Notice of the Extra Ordinary General Meeting of the members of the Company. My responsibility as a Scrutinizer is to ensure that the voting process, both through remote e-voting and e-voting at the EGM, is conducted in fair and transparent manner and submit consolidated/combined Scrutinizer's Report of the total votes cast "In Favour" or "Against", if any, on the resolutions, to the Chairman, based on the reports generated from the remote e-voting system provided by Central Depository Services (India)



Limited ("CDSL/Service Provider"), the authorised agency to provide remote e-voting and e-voting at the EGM, as engaged by the Company.

**Report on Scrutiny:**

- The Company had appointed Central Depository Services (India) Limited ("CDSL") as the Service provider, for the purpose of extending the facility of Remote e-Voting and e-voting at the EGM to the members of the Company. Bigshare Services Private Limited is Registrar and Share Transfer Agents ("RTA") of the Company
- Company has informed that, on the basis of the Register of Members and List of Beneficiary Owners made available by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of Notice of EGM on 9<sup>th</sup> July, 2021 by email to all the Members, who had registered their email-ids with the Company /RTA /Depositories;
- The Voting rights were reckoned as on Saturday, 24<sup>th</sup> July, 2021, being the cut-off date for the purpose of deciding the entitlements of members at the Remote E-Voting and voting at the EGM.
- Remote e-Voting process was open from 9.00 a.m. on Tuesday the 27<sup>th</sup> July, 2021 till 5.00 p.m. on Friday the 30<sup>th</sup> July, 2021 and members were required to cast their votes electronically conveying their assent or dissent in respect of Resolutions, on the Remote e-Voting platform provided by CDSL.
- As prescribed in clause (v) of sub rule 4 of the Rule 20 of Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published in English in "Free Press Journal" newspaper dated 10<sup>th</sup> July, 2021 and in Marathi in "Nav Shakti" newspaper dated 10<sup>th</sup> July, 2021.
- At the end of the voting period on Friday the 30<sup>th</sup> July, 2021 at 5.00 p.m., the voting portal of Service Provider was blocked forthwith for e-voting.
- The e-voting at the EGM facility was active throughout the EGM and 15 (Fifteen) minutes post conclusion of EGM.
- On completion of EGM, I unblocked the results of remote e-voting and e-voting at the EGM on the CDSL e-voting platform, as prescribed in sub rule 4(xii) of the said rule 20 and downloaded the results.





Combined Results of E-Voting and e-voting at the EGM are as under:

**(a) Resolution No.1: - Special Resolution -**

Raising of funds through issue of Compulsory Convertible Debentures (CCDs) convertible into Equity Shares, on preferential allotment basis to the Non Promoter-Public category, for cash;

Particulars	Remote e-voting		e-Voting at the EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	<b>68</b>	<b>1,33,04,568</b>	<b>2</b>	<b>5,439</b>	<b>70</b>	<b>1,33,10,007</b>	<b>100.00%</b>
<b>Dissent</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Abstain</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Total</b>	<b>68</b>	<b>1,33,04,568</b>	<b>2</b>	<b>5,439</b>	<b>70</b>	<b>1,33,10,007</b>	<b>100.00%</b>

Accordingly, out of 1,33,10,007 votes cast (remote e-voting and e-voting at the EGM), 1,33,10,007 votes were cast ASSENTING to the Special Resolution constituting 100.00% of the total votes cast; NIL votes were cast DISSENTING to the Special Resolution constituting 0% of the total votes cast.

Thus, the Special Resolution as contained in Item No.1 is passed with requisite majority.

**(b) Resolution No.2: - Special Resolution -**

Raising of funds through issue of Warrants convertible into Equity Shares on preferential allotment basis to the Non Promoter Public category for cash:

Particulars	Remote e-voting		e-Voting at the EGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
<b>Assent</b>	<b>68</b>	<b>1,33,04,568</b>	<b>2</b>	<b>5,439</b>	<b>70</b>	<b>1,33,10,007</b>	<b>100.00%</b>
<b>Dissent</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Abstain</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>	<b>Nil</b>
<b>Total</b>	<b>68</b>	<b>1,33,04,568</b>	<b>2</b>	<b>5,439</b>	<b>70</b>	<b>1,33,10,007</b>	<b>100.00%</b>

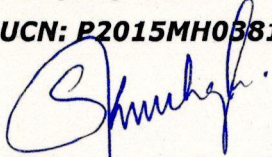
Accordingly, out of 1,33,10,007 votes cast (remote e-voting and e-voting at the EGM), 1,33,10,007 votes were cast ASSENTING to the Special Resolution constituting 100.00% of the total votes cast; NIL votes were cast DISSENTING to the Special Resolution constituting 0% of the total votes cast.



Thus, the Special Resolution as contained in Item No.2 is passed with requisite majority.

Yours Faithfully,

**For DSM & Associates**  
**Company Secretaries**  
**UCN: P2015MH038100.**



**CS Sanam Umbargikar**

**Partner**

**M. No.26141.**

**CP No.9394.**

**UDIN: A026141C000717458.**



Date: 31<sup>st</sup> July, 2021.

Place: Mumbai.