



MEGASOFT LIMITED

CIN : L72200TN1999PLC042730

My Home Hub, 1st Floor, Block-3,

Madhapur, Hyderabad - 500081,

Telangana, India.

Tel : +91 (40) 4033 0000; Fax : +91 (40) 4013 3555

website : www.megasoft.com

Date: 22.09.2020

To

Bombay Stock Exchange Limited

PhirozeJeeBhoy Towers

Dalal Street, Fort

Mumbai 400001

Scrip Code: 532408

National Stock Exchange of India Limited

Exchange Plaza

Bandra-Kurla Complex, Bandra(E)

Mumbai 400051

Symbol: MEGASOFT

Dear Sir(s),

Sub: Submission of Summary of Proceedings of 20th Annual General Meeting (AGM) of Megasoft Limited as per Regulation 30 of SEBI(Listing Obligations and Disclosure Requirements) Regulations,2015

In terms of the General Circular No. 201 2020 dated May 5,2020 read with General Circular No.20/2020 dated April 8, 2020 and General circular No. 17/12020 dated April 13,2020 issued by the Ministry of Corporate Affairs (together referred to as MCA Circulars) and the SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12,2020 and in compliance with other applicable provisions of the companies Act, 2013 ('Act') and the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations,), the 20th AGM of the Company was held on Tuesday, September 22nd, 2020 at 10.09 a.m. (IST) through Video Conference('VC')/ Other Audio Visual Means ('OAVM') to transact the business as stated in the AGM Notice dated 30th July, 2020.

Please find the enclosed herewith the summary of Proceedings of 20th Annual General Meeting of the Members of the Company.

This is for your information and records.

Thanking You,

For Megasoft Limited

Shridhar Thathachary
Chief Financial Officer



Megasoft Limited

Summary of Proceedings of the 20th Annual General Meeting of the Shareholders of the Company held on Tuesday, 22nd September, 2020 at 10:09 AM through Video Conferencing ('VC')/Other Audio Visual Means('OAVM').

Directors' Present

Mr. GV Kumar – Managing Director
Mr. Anil Kumar Sood – Director
Mr. Anish Mathew – Director
Ms. Leona Ambuja – Director

In Attendance

Mr. Shridhar Thathachary – CFO
Mrs. Srivalli Manda – Company Secretary and Compliance officer

Invitees

M/s. N.C. Rajagopal & Co
Chartered Accountants - Statutory Auditors

M/s. M Damodaran & Associates LLP
Secretarial Auditor & Scrutinizer

The 20th Annual General Meeting (AGM) of the Members of Megasoft Limited (the company,) was convened and held on Tuesday, September 22nd, 2020 at 10:09A.M. (IST) through Video Conferencing('VC')/Other Audio Visual Means ('OVAM'). The Meeting was conducted in accordance with the various General Circular issued by Ministry of Corporate Affairs and Securities and Exchange Board of India ('SEBI').

Ms. Srivalli Susarla Company Secretary and Compliance Officer of the Company welcomed the Members to the Meeting and briefed them on details relating to their participation at the meeting through Video Conferencing('VC')/Other Audio Visual Means ('OVAM').

Mr. G V Kumar, MD & CEO of the Company occupied the Chair. He welcomed the Members at the Annual General Meeting of the Company. He confirmed that the requisite quorum being present and called the meeting in order.

After introduction of Directors on the panel, the Chairman delivered his speech to the shareholders. During his speech, he apprised the shareholders about the economic scenario in the background of outbreak of COVID-19 in the world, key highlights of the operational performance, new action plan



initiated by the Company and future prospects. Before concluding his speech, the Chairman thanked the shareholders for their trust and support and acknowledged with gratitude the valuable support and co-operation of customers, suppliers, bankers and business associates. He also appreciated all employees of the Company for their contribution to the Company's performance and for their dedication and commitment.

With the consent of the Members present, the Notice convening the AGM and the Auditor's Report for the year ended March,31 2020 were taken as read. Since there was no physical attendance of Members and in compliance issued by MCA and SEBI, the members were informed that the requirement of appointing proxies was not applicable.

All the requests regarding speaker registration received via mail was responded.

Before taking up the items of the agenda, the Chairman informed about the process of approval of the resolutions by the shareholders. He informed that as per the provisions of the Companies Act 2013 and SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, necessary remote e-voting facility was provided to the shareholders in order to exercise their right to vote for the resolutions in respect of the items of the agenda as set out in the notice through CDSL e-Voting platform and the said e-voting had commenced on 18th September, 2020 at 9.00 A.M. and ended on 21st September, 2020 at 5.00 P.M.

Further those shareholders who could not vote electronically were given an opportunity to cast their votes by exercising their e-voting during the meeting. After giving sufficient time to the shareholders to vote during the meeting, the Chairman informed that upon receipt of the detailed report from the Scrutinizer, the result of remote e-voting & e-voting at the Meeting will be announced and posted on the Company's web site. Thereafter the Chairman declared the meeting as closed.

The Company had appointed M/s. M Damodaran & Associates LLP as the Scrutinizer to scrutinize the remote e-voting process and voting during the Annual General Meeting in a fair and transparent manner.

In terms of Notice dated July 30,2020 convening the 20th AGM of the Company, the following items of business, were taken up for members consideration and approval:

ORDINARY BUSINESS

Item No.1:Adoption of Financial Statements

To receive, consider and adopt:

(i)The Audited Financial Statements of the Company for the year ended 31stMarch2020, the report of the Auditors thereon and the Board's Report.

(ii)The Audited Consolidated Financial Statements of the Company for the year ended 31stMarch 2020 and the report of the Auditors thereon.

Item No.2: Re-appointment of Mr. GV Kumar (DIN-00059107), who retires by rotation and, being eligible offers himself for re-appointment.



SPECIAL BUSINESS:

Item No.3: Appointment of Branch Auditor.

Item No.4: Re-classification of Promoters of the Company.

The Chairman announced that the results of e-voting would be declared on receipt of the Scrutinizer's Report and shall be placed on the website of the Company and the website of the CDSL, the agency providing e-voting facility and also would be available at the registered office of the Company. The same shall be submitted to stock exchanges within 48 (forty eight) hours from the conclusion of the AGM.

All the resolutions embodied in the Notice of Annual General Meeting if passed with requisite majority and are deemed to be passed at the date of AGM i.e. 22nd September, 2020.

There being no other business for transaction the Chairman then thanked the members attending the Meeting and for their co-operation and concluded the meeting at 10:42 A.M.

This is for your information and records.

Thanking you,
Yours faithfully,

For Megasoft Limited



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Shridhar Thathachary
CFO