



**3i Infotech®**  
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December 24, 2020

**BSE Limited**  
Sir Phiroze Jeejeebhoy Towers  
Dalal Street, Fort,  
Mumbai - 400001  
Security Code: 532628

**National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C-1, Block G  
Bandra Kurla Complex,  
Mumbai - 400051  
Scrip code: 3IINFOTECH

**Sub: Annual General Meeting (AGM) of the Company held through video conferencing on December 23, 2020**

**Re: Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015**

Pursuant to Regulation 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, please find enclosed the proceedings of the 27<sup>th</sup> Annual General Meeting of the Company held on Wednesday, December 23, 2020 at 2:00 p.m. (IST) through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'). The deemed venue for the Meeting was Registered Office of the Company.

Request you to take this on record.

Thanking you,

Yours faithfully,

For 3i Infotech Limited

**Rajeev Limaye**  
**Company Secretary**

Encl: - As above

cc:  
Market Control Securities Operations Group  
Singapore Exchange Securities Trading Limited  
2 Shenton Way  
#19-00 SGX Centre 1  
Singapore 068804



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**PROCEEDINGS OF THE 27<sup>TH</sup> ANNUAL GENERAL MEETING OF 3I INFOTECH LIMITED HELD ON WEDNESDAY, DECEMBER 23, 2020 AT 2:00 P.M. (IST) THROUGH VIDEO CONFERENCING/OTHER AUDIO VISUAL MEANS**

The 27<sup>th</sup> Annual General Meeting ("AGM"/"the Meeting") of the Members of 3i Infotech Limited ("the Company") was held on Wednesday, December 23, 2020 at 2:00 p.m. (IST) through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM"). The Meeting was held in compliance with the General Circular no. 33/2020 dated September 28, 2020 read with circulars dated May 5, 2020, April 13, 2020 and April 8, 2020 (collectively referred as "MCA Circulars") and SEBI circular dated May 12, 2020 and as per the applicable provisions of the Companies Act, 2013 ("the Act") and the Rules made thereunder. The deemed venue for the Meeting was Registered Office of the Company.

Mr. Ashok Shah, Non-Executive (Independent) Chairman of the Company presided over the Meeting and welcomed the Members to the AGM of the Company.

Total 57 Members attended and participated in the AGM of the Company through VC.

The Meeting was attended by the following Directors and KMP's through VC:

1. Mr. Ashok Shah- (Non-Executive Independent) Director- participated from Nainital
2. Ms. Zohra Chatterji- (Non-Executive Independent) Director-participated from Gurgaon
3. Mr. Pravir Kumar Vohra-(Non-Executive) Director- participated from Mumbai
4. Mr. Padmanabhan Iyer, Managing Director & Global CEO- participated from Vashi, Navi Mumbai
5. Mr. Rajeev Limaye, Company Secretary- participated from Vashi, Navi Mumbai

Mr. Rajeev Kumar Sinha, Nominee Director-IDBI Bank and Mr. Sandeep Kumar Gupta- Nominee Director-Indian Bank could not attend the Meeting due to other pre-occupations.

Mr. Sanjeev Maheshwari, Partner of M/s. GMJ & Co., Chartered Accountants, the Statutory Auditor of the Company and Mr. Avinash Bagul, Partner of M/s. BNP & Associates, Company Secretaries, Scrutinizer also attended the Meeting through VC from Mumbai.

After ascertaining the quorum being present, the Chairman called the Meeting to order. The Chairman welcomed all shareholders, auditors and other invitees joining over VC. The Chairman informed that the Company had provided Members the facility to cast their vote electronically, on resolutions set forth in the Notice. It was further informed that there would be no voting by show of hands.

The Chairman further informed the Members that the soft copy of all the relevant documents referred to in the Notice of AGM were made available to the Members for inspection during the AGM. The Chairman informed the Members that the proceedings of the AGM would be carried out as per the requirements of the Act and the rules made thereunder as amended from time to time.

The Notice of the Meeting, the Explanatory Statement under Sections 102 of the Companies Act, 2013, read with Rules framed thereunder and the Scheme, had already been dispatched to all the Members and the Notice convening the Meeting was taken as read. The Chairman further informed the Members that the Auditors Report on the Financial Statements for the year ended March 31,



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2020 did not have any qualification, observations or adverse remarks which would have adverse effect on the functioning of the Company.

The Chairman informed the Members that the Company has provided the facility for voting through remote e-voting for participation in the Meeting through VC/OAVM and e-voting during the Meeting.

The Chairman further stated that in accordance with the provisions of the Act read with rules there under and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), the Company had provided remote electronic voting facility during the e-voting period from Sunday, December 20, 2019 (9:00 a.m. IST) till Tuesday, December 22, 2019 (5:00 p.m. IST) through National Securities Depository Limited (NSDL) to the Members entitled to cast their vote for the resolutions specified in the Notice of the AGM. He also informed that the Members who were present at the Meeting and did not vote through remote e-voting, were given an opportunity to cast their vote through e-voting made available during the AGM.

Thereafter, the Chairman addressed the Members. He expressed gratitude to all investors for their continued support and trust reposed in the Company. He informed the Members of the Company that the Company has continued its turnaround journey and has performed well in FY2020 for the fourth consecutive year. He apprised the Members in brief steps taken by the Management of the Company to expand the footprint of the Company in the Company's chosen markets.

He informed the Members that the Company has been maintaining its record of financial discipline and servicing its interest and principal obligations in a timely manner. Till November 30, 2020, the Company has repaid 44% of the debt as per the Debt Restructuring Scheme of 2016. During FY2019-20, CARE has rated the Company BBB minus (Stable), which is considered Investment Grade. CRISIL has also affirmed its rating of BBB minus (Stable), which was granted in May 2018.

He further informed the Board that as has been felt across the globe, the Company has also felt the impact of COVID-19. However, this has led to a paradigm shift in the approach of customers to digitalization and virtualization. Due to the ongoing investment in the Company's products and services, the solutions offered by the Company largely address the market requirements. This has been instrumental in the Company's sustaining Revenue levels in the current year FY2020-21. The emphasis on digital transformation and more efficient mechanisms to reach end customers during these times of social distancing are also assisting the Company to sustain its performance in these trying times.

He thanked all the stakeholders, which include investors, employees and lenders who have stood by the Company in its difficult times and for their continuous support.

Then, the Members were provided the facility through VC to ask questions or express their views or seek clarifications on the agenda items mentioned in the Notice of AGM. Some of the Members of the Company expressed their views and used the opportunity to interact with the management and sought clarifications on issues relating to performance of the Company and various other matters.

Mr. Padmanabhan Iyer, Managing Director & Global CEO provided necessary clarifications to the queries raised by the Members.



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The following items of business, as per the Notice of AGM dated October 22, 2020, were transacted at the Meeting.

Resolution No.	Resolution Type	Resolution Title
1	Ordinary	To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) of the Company for the financial year ended March 31, 2020 together with the Reports of the Board of Directors ("the Board") and the Auditors thereon.
2	Ordinary	To appoint a Director in place of Mr. Padmanabhan Iyer (DIN- 05282942), who retires by rotation and being eligible, offers himself for re-appointment.
3	Ordinary	Appointment of Mr. Pravir Kumar Vohra (DIN- 00082545) as a Non-Executive Director of the Company and approval for payment of fees apart from Sitting Fees.
4	Special	Appointment of Ms. Zohra Chatterji (DIN- 01382511) as an Independent Director of the Company for a term of 5 years effective March 24, 2020.
5	Special	Re-appointment of Mr. Ashok Shah (DIN- 01194846) as an Independent Director for another term of 5 years effective October 1, 2020.

The Chairman informed the Members that the Company had appointed Mr. Avinash Bagul, Partner, M/s. BNP & Associates, Practicing Company Secretaries or failing him, Mr. K. Venkataraman, Associate Partner, M/s. BNP & Associates, Practicing Company Secretaries as Scrutinizer (the "Scrutinizer") to scrutinize the e-voting at the Meeting and remote e-voting in a fair and transparent manner.

The results of the Meeting shall be announced by the Chairperson on or before Friday, December 25, 2020 upon receipt of Scrutinizer's Report and the same shall be displayed on the website of the Company ([www.3i-infotech.com](http://www.3i-infotech.com)) and on the website of National Securities Depository Limited ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)).

The resolutions, as set forth in the Notice, if approved, shall be deemed to be passed on December 23, 2020, subject to receipt of requisite number of votes.

The Chairman then declared the Meeting as closed and informed the Members that the e-voting will remain open upto 15 minutes after the conclusion of the Meeting. He once again thanked all the Members for participating in the Meeting.

**For 3i Infotech Limited**

**Rajeev Limaye**  
Company Secretary

Date: December 24, 2020



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Place: Navi Mumbai

3i Infotech Limited

CIN: L67120MH1993PLC074411

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