



Integrating People, Process and Technology

Date: 04.09.2024

To Listing Department, National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex Bandra (E), Mumbai - 400051	To The Corporate Relations Department, BSE Limited PhirozJeejeebhoy Towers, 25th Floor, Dalal Street Mumbai - 400001
Scrip Symbol: GSS	Scrip Code - 532951/GSS

Dear Sir/Madam,

Sub.: Outcome of the meeting of the Board of Directors of GSS Infotech Limited ("Company / GSS"), held on Wednesday, 04th September, 2024

With reference to the captioned subject, we hereby inform that the Board of Directors of the Company in their meeting held on Wednesday, 04th September, 2024 have considered, approved and took note inter-alia the following business: -

- 1) Approved the Notice of 21st Annual General Meeting of the Company, Directors Report along with Annexures for the Financial Year ended 31st March, 2024.
- 2) To take note of Secretarial Audit Report for the financial year ended on March 31st, 2024.
- 3) Fixed the date, time and venue of the 21st Annual General Meeting of the Members on 30th day of September, 2024 at 11.00 A.M. to be held through Video Conferencing (VC)/Other Audio-Visual Means (OAVM).
- 4) Fixed the cut-off date as 23rd September, 2024 for the purpose of e-voting (both remote e-voting as well as e-voting during 21st Annual General Meeting).
- 5) The Register of Member & Share Transfer Books of the Company will remain closed from 24th September, 2024 to 30th September, 2024. (both days inclusive) for the purpose of 21st Annual General Meeting.
- 6) Pursuant to the Regulation 44 of SEBI (LODR) Regulations, 2015, the company is providing electronic voting (e-voting) facility to the members through electronic voting platform of Central Depository Services Limited (CDSL). Members holding share either in physical or demat mode as on the cut-off date, i.e., 23rd September, 2024 may cast their votes electronically on the businesses set out in the Notice of Annual General Meeting. The e-voting shall commence from 27th September, 2024 at 9:00 a.m and ends on 29th September, 2024 at 5.00 p.m..
- 7) Appointed Ms. Manjula Aleti, Company Secretary in Practice as Scrutinizer for scrutinizing the entire e-voting process, (both remote e-voting as well as e-voting during the 21st AGM)
- 8) Proposed the appointment of Mr. Saikiran Satya Surya Raghavendra Gundu (DIN:02224296) who retires by rotation and being eligible, offers himself for re- appointment to the office of Director.

GSS Infotech Limited

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Page 1 of 5 Rangareddy District, Hyderabad - 500081, Telangana, India

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CIN No: L72200TG2003PLC041860

9) Based on the recommendation of Audit Committee, Considered, approved and recommended thereof the re-Appointment of M/s Rambabu & Co, Chartered Accountants (Firm Registration No 002976S) as the Statutory Auditors of the Company for second term of five(5) consecutive years from 01st April 2024 to 31st March 2029 and to hold office until the conclusion of the Annual General Meeting to be held in the year 2029, subject to approval of the shareholders at the ensuing AGM of the Company.

The details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Schedule III of the said Regulations, SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 and Circular No. SEBI/HO/CFD/CFDPoD1/P/CIR/2023/123 dated 11th and 13th July, 2023, respectively, are given in the enclosed 'Annexure-A'

10) Based on the recommendation of the Nomination & Remuneration Committee, Considered and approved the appointment of Ms. Subbarathnamma Palepu (DIN: 09432984) as a Additional Director (Category: Non-Executive Women Independent) on the board of the Company for a first term of five consecutive years w.e.f. 04th September 2024 to 03rd September 2029 (both days inclusive) and her office shall not be liable to retire by rotation and further recommend the members for her appointment as a Non- Executive Women Independent Director of the Company at the ensuing AGM of the Company.

The details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Schedule III of the said Regulations, SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 and Circular No. SEBI/HO/CFD/CFDPoD1/P/CIR/2023/123 dated 11th and 13th July, 2023, respectively, are given in the enclosed 'Annexure-A'

11) Considered and approved the following constitution of Committees w.e.f 01st October 2024, subject to the approval of appointment of Ms. Subbarathnamma Palepu (DIN: 09432984) as a Non-Executive Women Independent Director of the Company for a first term of five consecutive years by the members in the ensuing Annual General Meeting scheduled to be held on 30th September 2024.

Audit Committee

Mr. Prabhakara Rao Alokam - Chairperson
Ms. Subbarathnamma Palepu - Member
Mr. Bhargav Marepally - Member

Nomination and Remuneration Committee

Mr. Prabhakara Rao Alokam - Chairperson
Mr. Chaitanya Challa - Member
Ms. Subbarathnamma Palepu - Member

Stakeholders Relationship Committee

Mr. Chaitanya Challa - Chairperson
Ms. Subbarathnamma Palepu - Member
Mr. Bhargav Marepally - Member

Corporate Social Responsibility Committee

Mr. Bhargav Marepally - Chairperson
Mr. Prabhakara Rao Alokam - Member
Ms. Subbarathnamma Palepu - Member

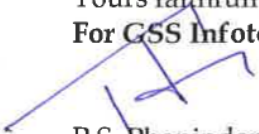
Further, as per the requirement of the Circular No. List/Comp/14/2018-19 dated 20th June, 2018, issued by BSE on the subject of enforcement of SEBI Orders regarding appointment of Directors by listed companies, we hereby affirm that the Directors being re-appointed/appointed are not debarred from holding the office of directors by virtue of any order of SEBI or any other such authority

We request you to take this on record, and to treat the same as compliance with the applicable provisions of the Listing Regulations, as amended.

The Board Meeting commenced at 05:30 P.M. and concluded at 06:15 PM.

You are requested to take the above information on your records.

Yours faithfully,
For GSS Infotech Limited



P.S. Phaninder Nath
Chief Financial Officer

The details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with Schedule III of the said Regulations, SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 and Circular No. SEBI/HO/CFD/CFDPoD1/P/CIR/2023/123 dated 11th and 13th July, 2023, respectively, are given in the enclosed 'Annexure-A'

S. No	Details of events that needs to be provided	Information of such event	Information of such event
1.	Reason for change viz. appointment, resignation, Resignation from the post of removal, death or otherwise	Re-Appointment of M/s. Rambabu & Co, Chartered Accountants (Firm Registration Number 002976S), as Statutory Auditors of the Company	Appointment of Ms. Subbarathnamma Palepu (DIN: 09432984) as a Additional Director (Category: Non-Executive Women Independent) on the board
2.	Date of appointment and terms of appointment	Second term of five(5) consecutive years from 01 st April 2024 to 31 st March 2029 and to hold office until the conclusion of the Annual General Meeting to be held in the year 2029, subject to approval of the shareholders at the ensuing AGM of the Company	First term of five consecutive years w.e.f. 04 th September 2024 to 03 rd September 2029 (both days inclusive) and her office shall not be liable to retire by rotation and further recommend the members her appointment as a Non-Executive Women Independent Director of the Company at the ensuing AGM of the Company
3.	Brief profile (in case of appointment)	As enclosed	Ms. Subbarathnamma Palepu (DIN: 09432984) holds a master's degree. She has experience of over 13 years in Company's Corporate advisory and Secretarial matters. She brings a unique combination of skills and value to any organization. As an Independent Director of several companies, she contributes to the enhancement of good corporate governance practice.
4.	Disclosure of relationship between directors (in case of appointment)	None	None

Annexure A

Brief Profile of M/s. Rambabu & Co, Chartered Accountants (Firm Registration Number 002976S),

M/s. Rambabu & Co, Chartered Accountants (Firm Registration Number 002976S), is the team of experienced and enthusiastic professional who are always endeavoring to deliver high-quality services. M/s. Rambabu & Co, Chartered Accountants (Firm Registration Number 002976S) value proposition for quality and availability to cater current and future requirements timely on all the potential matters which impacts the business.

M/s. Rambabu & Co, Chartered Accountants, is a peer reviewed Chartered Accountancy Firm registered with Institute of Chartered Accountants of India with Firm Registration Number 002976S. The firmis specialize in Direct taxes, Indirect taxes, Accounting, Accountancy, Cost & Financial Management, Internal control and Audits of firms. Their primary objective is to provide cost effective solutions to all type of firm in the field of Accounting, Tax Matter etc. They always keep in rendering Result Oriented Service with almost integrity and professional advice. They always keep in serving the interests of their clients with almost honesty and keep the confidential nature of the information.

Established in 1982 and located in Hyderabad, the auditors have good experience and have the ability to provide value addition to the clients. The firm's strength lies in the team and the outlook it has. With a focus on client's necessities and understanding of wide variety of businesses, the firm is in a position to deliver quality work in any dynamic environment. It is well equipped with sophisticated networking communication equipment's and provides readily available latest information at all times. The firm has Associate office at Eluru.

Further, the firm have consented to their re-appointment as the Statutory Auditors and have confirmed that the re-appointment, if made, would be within the limits specified under Section 141(3)(g) of the Act and that they are not disqualified to be re-appointed as the Statutory Auditors in terms of the provisions of Section 139 and 141 of the Act and the Rules framed thereunder.