

Date: 06.07.2023

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,

**Sub- Brief Proceedings of the Hon'ble NCLT Meeting of the Equity shareholders of GSS Infotech Limited which was held on Wednesday, 05<sup>th</sup> July, 2023**

Pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby intimate that the Hon'ble NCLT Meeting of the Equity shareholders and Creditors of GSS Infotech Limited was held on Wednesday, 05<sup>th</sup> July, 2023 at 04:00 P.M. through Video Conferencing (VC) / Other Audio-Visual Means (OAVM)

In this regard, please find enclosed the summary of proceedings of the same.

This is for your information and necessary records.

Thanking you

**For GSS Infotech Limited**

**R.K.Pooja**

**Company Secretary & Compliance Officer**

**(M No.: A41361)**

**PROCEEDING OF THE HON'BLE NATIONAL COMPANY LAW TRIBUNAL  
CONVENED MEETING OF THE EQUITY SHAREHOLDERS OF GSS  
INFOTECH LIMITED HELD ON WEDNESDAY, THE 05<sup>TH</sup> DAY OF JULY, 2023,  
AT 04.00 PM THROUGH VIDEO CONFERENCING (VC)/ OTHER AUDIO-VISUAL  
MEANS (OAVM)**

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**Present:**

Mr. G.V.Ambeswar	:	Advocate, Chairperson of the meeting
Mr. Bhargav Marepally	:	CEO & Managing Director
Mr. A. Prabhakara Rao	:	Independent Director
Mrs. Nagajayanthi Raghavendra	:	Independent Director
Mr. Chaitanya Challa	:	Independent Director
Mr. Rambabu Kaipa Sampangi	:	Non-Independent Director
Mr. Sai Kiran Gundu	:	Non-Independent Director

**In Attendance**

Mr. P.S.Phaninder Nath	-	Chief Financial Officer
Ms. R.K.Pooja	-	Company Secretary
Mr. Srikant Kumar Puthi	-	Scrutinizer appointed by the NCLT

The Tribunal Convened Meeting (TCM) commenced at 04:00 P.M (IST) and concluded at 04:45 PM (IST). This meeting of the company was conducted through VC/OAVM pursuant to the guidelines of the Ministry of Corporate Affairs and Securities Exchange Board of India. The live streaming of the meeting was also being webcasted on the CDSL platform

Ms. R.K.Pooja, Company Secretary welcomed the Chairperson, Directors present and the shareholders, and requested Mr. G.V.Ambeswar, Chairperson, to Chair the meeting and commence the proceedings of the Tribunal Convened Meeting of Equity Shareholders of the Company.

Mr. G.V.Ambeswar, Advocate, who was appointed as the Chairperson by the Hon'ble National Company Law Tribunal, Bench at Hyderabad, vide its order dated 22<sup>nd</sup> day of May, 2023, for conducting the Tribunal Convened Meeting of Equity Shareholders of the Company, took the Chair and greeted the members, directors and others present at the Tribunal Convened Meeting of Equity Shareholders of the Company.

Upon verifying the presence of the members, the chairperson informed that the required quorum fixed by the Hon'ble National Company Law Tribunal, Bench at Hyderabad, is present and called the meeting to order. The Tribunal Convened Meeting was attended by 35 members.

The Notice of the Tribunal Convened Meeting and the Scheme of Merger of Polimeraas Agros Private Limited (Transferor Company) with GSS Infotech Limited (Transferee Company) and their respective Shareholders and Creditors was taken as read with the permission of the Members present at the Meeting since the notice was sent to the members well in advance. The Chairman readout the resolution as per the notice for the information of the shareholders.

Upon the instructions of the Chairperson, Ms. R.K.Pooja, Company Secretary of Company, explained briefly the Scheme of Merger to the members and the question submitted to the said meeting was whether the Shareholders of the Company approve the Scheme of Merger as submitted to the meeting and agree thereto.

The Chairperson invited the members to raise their queries, if any. The members sought clarifications on the Scheme, promoter shareholding, dilution in public shareholding and valuation. The queries of the members were responded adequately by the Directors present. The members were satisfied with the replies provided.

Thereafter, company secretary informed the members that pursuant to the provisions of Companies Act, 2013, read with companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of the SEBI (LODR) Regulation, 2015, the Company had arranged for e-voting facility to its members in respect of the business to be transacted at the Tribunal Convened Meeting of the Company enabling them to cast their votes electronically during 02.07.2023 (09:00 AM) to 04.07.2023 (05.00 PM). The members holding shares as on 29.06.2023 were eligible to cast their vote electronically either at the Tribunal Convened Meeting held on 05.07.2023 or through e-voting facility provided by the Company/CDSL.

The Scrutinizer Mr. Srikant Kumar Puthi instructed the members to cast their votes during the meeting if they have not already cast their votes through e-voting facility in respect of the resolution proposed in the notice.

Thereafter, the Chairperson announced that the result of voting will be declared within 48 hours and that the result shall be intimated to the Stock Exchanges and will be posted on the website of the Company i.e. at <http://www.gssinfotech.com>



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The meeting was concluded with a vote of thanks to the chair by Mr. Bhargav Marepally, Managing Director of the Company.

**For GSS Infotech Limited**

**R.K.Pooja**  
**Company Secretary & Compliance Officer**  
**(M No: A41361)**