

**October 01, 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>Scrip Code : 506109</b>	<b>Symbol : GENESYS</b>

Dear Sir,

**Sub: Voting Results of the 39<sup>th</sup> Annual General Meeting of the Company held on September 30, 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 39<sup>th</sup> Annual General Meeting of the Company held on September 30, 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)

### 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	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2021
Start time of the meeting	03:00 PM
End time of the meeting	03:07 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	01-09-2021
Date of Issuance of Report to the company	30-09-2021



<b>Voting results</b>	
Record date	23-09-2021
Total number of shareholders on record date	5674
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	3
b) Public	42
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	



Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Adoption of the Audited Financial Statements (Standalone & Consolidated) of the Company for the financial year ended March 31, 2021 together with Reports of the Auditors and Directors thereon.					
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	0
	Poll							
	Postal Ballot (if applicable)							
	Total		14990902	11239069	74.9726	11239069	0	100
Public- Institutions	E-Voting	2026168	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2026168	0	0	0	0	0
Public- Non Institutions	E-Voting	14208642	2091555	14.7203	2091542	13	99.9994	0.0006
	Poll							
	Postal Ballot (if applicable)							
	Total		14208642	2091555	14.7203	2091542	13	99.9994
Total		31225712	13330624	42.6912	13330611	13	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



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



Resolution(2)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Re-appointment of Mr. Ganapathy Vishwanathan, Director of the Company who retires by rotation and being eligible, seeks re-appointment.					
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	0
	Poll							
	Postal Ballot (if applicable)							
	Total		14990902	11239069	74.9726	11239069	0	100
Public-Institutions	E-Voting	2026168	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2026168	0	0	0	0	0
Public- Non Institutions	E-Voting	14208642	227242	1.5993	227129	113	99.9503	0.0497
	Poll							
	Postal Ballot (if applicable)							
	Total		14208642	227242	1.5993	227129	113	99.9503
Total		31225712	11466311	36.7207	11466198	113	99.999	0.001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



**Details of Invalid Votes**

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





**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**

**39<sup>th</sup> Annual General Meeting** of the Equity Shareholders of **Genesys International Corporation Limited** held on **Thursday the 30<sup>th</sup> September, 2021**, at **3.00 p.m.** through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") 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 e-voting process and e-voting process carried out at 39<sup>th</sup> Annual General Meeting 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 39<sup>th</sup> Annual General Meeting ("AGM").

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 AGM on the resolutions contained in the Notice of the 39<sup>th</sup> Annual 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 AGM, 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 AGM, 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 AGM 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 AGM along with Annual Report of 2020-21 as under: -
  - On 7<sup>th</sup> September, 2021 by email to all the Members, who had registered their email-ids with the Company/RTA;
- The Voting rights were reckoned as on Thursday, 23<sup>rd</sup> September, 2021 being the cut-off date for the purpose of deciding the entitlements of members at the Remote E-Voting and voting at the AGM.
- Remote e-Voting process was open from 9.00 a.m. on Monday, 27<sup>th</sup> September, 2021 till 5.00 p.m. on Wednesday, 29<sup>th</sup> September, 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 more than 21 days before the date of AGM in English in "The Free Press Journal" dated 8<sup>th</sup> September, 2021 and in Marathi in "Navshakti" newspaper dated 9<sup>th</sup> September, 2021.
- At the end of the voting period on 29<sup>th</sup> September, 2021 at 5.00 p.m., the voting portal of Service Provider was blocked forthwith.
- The e-voting at the AGM facility was active throughout the AGM and 15 (Fifteen) minutes post conclusion of AGM.





- On completion of AGM, I unblocked the results of remote e-voting and e-voting at the AGM 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 Ballot at the AGM are as under:

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

Adoption of the Audited Standalone financial statements as well as Consolidated financial statements, Report of the Auditors' for the financial year ended 31<sup>st</sup> March, 2021 and the Directors' Report thereon;

Particulars	Remote e-voting		e-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	54	1,33,30,611	Nil	Nil	54	1,33,30,611	99.9999%
Dissent	2	13	Nil	Nil	2	13	0.0001%
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Total</b>	<b>56</b>	<b>1,33,30,624</b>	<b>Nil</b>	<b>Nil</b>	<b>56</b>	<b>1,33,30,624</b>	<b>100.00%</b>

Accordingly, out of 1,33,30,624 votes cast (remote e-voting and e-voting at the AGM), 1,33,30,611 votes were cast ASSENTING to the Ordinary Resolution constituting 99.9999% of the total votes cast; 13 votes were cast DISSENTING to the Ordinary Resolution constituting 0.0001% of the total votes cast.

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

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

To appoint Director in place of Mr. Ganapathy Viswanathan (DIN:00400518), who retires by rotation and being eligible, offers himself for re -appointment:

Particulars	Remote e-voting		e-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	52	1,14,66,198	Nil	Nil	52	1,14,66,198	99.9990%
Dissent	3	113	Nil	Nil	3	113	0.00010%
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
<b>Total</b>	<b>55</b>	<b>1,14,66,311</b>	<b>Nil</b>	<b>Nil</b>	<b>55</b>	<b>1,14,66,311</b>	<b>100.00%</b>



Accordingly, out of 1,14,66,311 votes cast (remote e-voting and e-voting at the AGM) 1,14,66,198 votes were cast ASSENTING to the Ordinary Resolution constituting 99.9990% of the total votes cast; 113 votes were cast DISSENTING to the Ordinary Resolution constituting 0.0010% of the total votes cast.

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

*\* Mr. Ganapathy Viswanathan, was interested in passing of the resolution and hence his voting is not considered while calculating the same.*

Yours Faithfully,

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

*Sanam Umbargikar*  
**CS Sanam Umbargikar**  
**Partner**  
**M. No.26141.**

**CP No.9394.**

**UDIN: A026141C001051154.**



Date: 30<sup>th</sup> September, 2021.

Place: Mumbai.