



August 10, 2023

**BSE Limited**

Corporate Service Department,  
1<sup>st</sup> Floor, P. J. Towers,  
Dalal Street,  
Mumbai 400 001

Fax: (022) 2272 2039/2272 3121

**Scrip ID:** ZENSARTECH

**Scrip Code:** 504067

**The National Stock Exchange of India Ltd.**

Exchange Plaza, 3<sup>rd</sup> floor,  
Plot No. C/1, 'G' block,  
Bandra Kurla Complex, Bandra (E),  
Mumbai 400 051

Fax: (022) 26598237/26598238

**Symbol:** ZENSARTECH

**Series:** EQ

**Sub: Proceedings of 60<sup>th</sup> Annual General Meeting (AGM) of the Company**

Dear Sir(s),

Pursuant to, *inter-alia* Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and other provisions, as applicable, please find enclosed proceedings of 60<sup>th</sup> AGM of the Company held on Thursday, August 10, 2023, at 11.00 a.m. (IST), through Video Conferencing/Other Audio-Visual Means ('VC/OAVM').

The above information will be uploaded on the website of the Company i.e. [www.zensar.com](http://www.zensar.com) and also on the website of National Securities Depository Limited i.e. [www.nsdl.co.in](http://www.nsdl.co.in).

This is for your information and records.

Thanking you,

Yours sincerely,

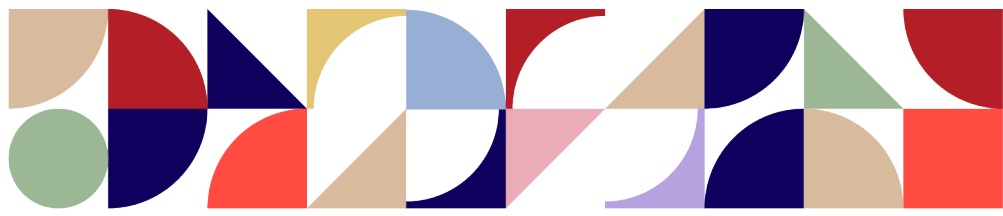
**For Zensar Technologies Limited**



**Gaurav Tongia**  
**Company Secretary**

*Encl. As above*

An  Company



## **Proceedings of 60<sup>th</sup> Annual General Meeting of Zensar Technologies Limited ('the Company'), held on Thursday, August 10, 2023**

The Sixtieth Annual General Meeting ('AGM') of the Company was held on Thursday, August 10, 2023 at 11:00 a.m. (IST) through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), *inter-alia*, in compliance with the General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 02/2022 and 10/2022 issued by the Ministry of Corporate Affairs ('MCA') and Circulars dated May 12, 2020, January 15, 2021, May 13, 2022 and January 5, 2023 issued by Securities & Exchange Board of India (SEBI) and in compliance with the applicable provisions of the Companies Act, 2013 ('The 'Act') and the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ('Listing Regulations').

Mr. H. V. Goenka, Chairman of the Company, chaired the meeting and after ascertaining the quorum, called the meeting to order at 11:00 a.m. Total 60 Members were present at the AGM through the VC/OAVM facility provided through WebEx and Webcast facility of National Securities Depository Limited (NSDL).

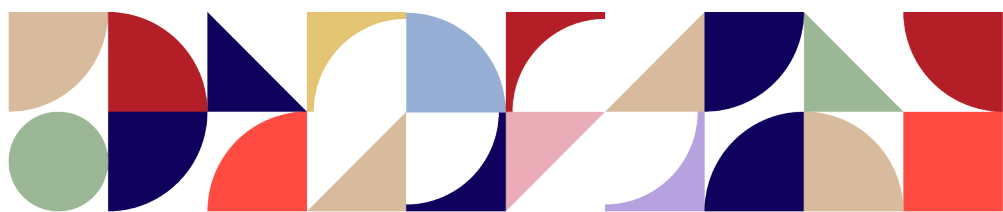
The Chairman commenced the proceedings by welcoming the Members to the AGM and introduced the fellow directors on the Board who were attending the meeting and in particular confirmed the presence of Mr. A.T. Vaswani, Chairman of Audit Committee, Risk Management Committee, Stakeholders Relationship Committee and Nomination and Remuneration Committee. It was further informed that Mr. Arvind Nath Agrawal, Mr. Ben Druskin and Ms. Radha Rajappa, Independent Directors of the Company, could not attend this AGM due to personal exigencies. Mr. Sachin Zute, Chief Financial Officer and Mr. Gaurav Tongia, Company Secretary were in attendance. The Chairman then informed that the representatives of Statutory Auditors viz., 'M/s. SRBC & Co. LLP' and Secretarial Auditors viz., 'SVD & Associates' were also attending this meeting.

The Chairman also informed the Members that there was no proxy facility available for this meeting, as it was dispensed-with, by MCA in view of meeting(s) being held through VC/OAVM, while relevant statutory registers were available for inspection electronically. Thereafter, the Chairman took the Notice already sent to the Members as read. The Statutory Auditor's Report as well as Secretarial Auditor's Report were not required to be read at the meeting, as per relevant provisions.

The Chairman addressed the Members, *inter-alia*, highlighting the industry scenario, financial performance of the Company, highlights of FY 2022-23.

Mr. Gaurav Tongia, Company Secretary of the Company, informed the Members that the Company had provided facility of 'remote e-voting' for voting on resolutions contained in the Notice convening the AGM, from August 7, 2023, from 9:00 a.m. (IST) to August 9, 2023, up to 5:00 p.m. (IST). He then informed that, the Company had also provided the facility to vote at the meeting, through e-voting platform of NSDL to those Members who did not exercise their right to vote through remote e-voting. He further informed that Ms. Sheetal Joshi, Partner, M/s. SVD & Associates, Practicing Company Secretaries, was appointed as the Scrutinizer for remote e-voting as well as e-voting at the AGM and the Scrutinizer would hand over the combined report on voting within the statutory timeline, which shall be filed with the stock exchanges and uploaded on the website of the Company and that of NSDL.

The Chairman then invited the Member(s) who had registered themselves as Speaker(s) by sending request to express their views/ask questions in the AGM. The Chairman then replied to the queries raised at the AGM by the Member(s).



The Chairman thanked Members for attending the Meeting and declared the meeting as concluded and informed that those Members who have not voted through remote e-voting may cast their votes during next 15 minutes and authorised the Company Secretary of the Company to receive the voting results and intimate the same to the Stock Exchanges.

Items of business as mentioned in the Notice convening the AGM, which were put to vote through remote e-voting and e-voting at the AGM were as under:

Sr. No.	Business conducted at the AGM	Type of Resolution
1.	Adoption of Accounts a) the Audited Standalone Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon; and b) the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2023, together with the Reports of the Auditors thereon	Ordinary
2.	Confirm payment of Interim Dividend and declare Final Dividend	
3.	Re-appointment of Anant Vardhan Goenka (DIN: 02089850) who retire by rotation in terms of Section 152 of the Companies Act, 2013 and being eligible, offers himself for re-appointment.	

All the 3 resolutions as set out in the Notice of the AGM were duly approved by the members with requisite majority.

The AGM concluded at 11:36 a.m. (IST), including the time allowed for e-voting at the AGM.