



To
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai - 400001

Date: 30.09.2024

Ref: Scrip code: 537985

Sub:- Submission of 24th AGM Voting Results of the Company under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/Madam,

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 ('Listing Regulations'), we submit the following w.r.t. 24th Annual General Meeting (AGM) of the Company held on Friday, September 27, 2024 at 10:00 A.M. through Video conferencing / Other Audio-Visual Means:

1. Voting results of the AGM as per Regulation 44 of Listing Regulations, as **Annexure A**.
2. Consolidated Scrutinizer's Report Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 read with General Circular No. 10/2022 dated 28th December 2022 General Circular No. 2/2022 dated May 5, 2022, General Circular No. 02/2021 dated January 13, 2021 read with Circular No. 20/2020 dated May 05, 2020 in conjunction with Circular No. 14/2020 dated April 08, 2020 and Circular No. 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021 and 20/2021 dated December 08, 2021 (collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI / HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, and circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 issued by SEBI (collectively "SEBI Circulars") Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), enclosed as **Annexure B**.

Kindly take the same on record.

Thanking you

Yours faithfully,

For **Infronics Systems Limited**

SHUBHI
Digitally signed
by SHUBHI
SINGHAL
SINGHAL
Date: 2024.09.30
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Shubhi Singhal
Company Secretary & Compliance Officer

Encl. as above

Annexure-A

Results of remote e-voting and e-voting at the 24th Annual General Meeting of Infronics Systems Limited as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Details of Voting Results of Infronics Systems Limited

Sr. No	Particulars	Details
1.	Date & Day of Annual General Meeting	27th September, 2024 Friday
2.	Total No. of Shareholders on Record date/Book Closure Date.	2331
3.	No. of shareholders present in Meeting either in person or through proxy: - Promoters and Promoters Group - Public	NIL
4.	No. of Shareholders attended the meeting through Video Conferencing: - Promoters and Promoters Group - Public	03 27

For Infronics Systems Limited

SHUBHI SINGHAL Digitally signed by
SHUBHI SINGHAL
Date: 2024.09.30
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Shubhi Singhal
Company Secretary & Compliance Officer

Agenda Wise Disclosure

Item No. 1 To receive, consider and adopt the Audited Balance Sheet as on March 31, 2024, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon.

Resolution Required: (Ordinary/Special)			Ordinary Resolution					
Whether Promoter/ promoter group are interested in resolution:			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes Polled (2)	% of votes polled on outstanding shares (3) = [(2)/(1) * 100]	No. of Votes in favour (4)	No . of votes against (5)	% of Votes in favour on votes polled (6)= [(4)/(2) * 100]	% of Votes against on votes polled (7)= [(5)/(2) * 100]
Promoter & promoter Group	e-voting	4244621	4244621	100	4244621	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		4244621	100	4244621	0	100	0
Public – Institutional Holders	e-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public – Non Institutions	e-voting	3681840	1671255	45.39	1670891	364	99.98	0.02
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1671255	45.39	1670891	364	99.98	0.02
Grand Total		7926461	5915876	74.63	5915512	364	99.99	0.01

Item No. 2: To appoint a director in place of Mr. Neerad Kumar Gajula (DIN: 06810058) who retires by rotation and being eligible, offers himself for re-appointment.

Resolution Required: (Ordinary/Special)			Ordinary Resolution					
Whether Promoter/ promoter group are interested in resolution:			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes Polled (2)	% of votes polled on outstanding shares (3) = [(2)/(1) * 100]	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes polled (6) = [(4)/(2) * 100]	% of Votes against on votes polled (7) = [(5)/(2) * 100]
Promoter & promoter Group	e-voting	4244621	2830194	66.68	2830194	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2830194	66.68	2830194	0	100	0
Public – Institutional Holders	e-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public – Non Institutions	e-voting	3681840	1671255	45.39	1670776	479	99.97	0.03
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1671255	45.39	1670776	479	99.97	0.03
Grand Total		7926461	4501449	56.79	4500970	479	99.99	0.01

**Note:- Mr. Neerad Kumar Gajula, Whole-Time Director and member has voted for his own agenda item no.2 and as such his votes i.e. 1414427 are considered as invalid votes and not considered in no. of votes polled.*

Item No. 3: To regularize appointment of Mr. Vishnu Sriram Gurusurthy (DIN: 08614445) as a Director of the Company.

Resolution Required: (Ordinary/Special)			Ordinary Resolution					
Whether Promoter/ promoter group are interested in resolution:			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes Polled (2)	% of votes polled on outstanding shares (3) = [(2)/(1) * 100]	No. of Votes in favour (4)	No . of votes against (5)	% of Votes in favour on votes polled (6)= [(4)/(2) * 100]	% of Votes against on votes polled (7)= [(5)/(2) * 100]
Promoter & promoter Group	e-voting	4244621	4244621	100	4244621	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		4244621	100	4244621	0	100	0
Public – Institutional Holders	e-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public – Non Institutions	e-voting	3681840	1671255	45.39	1670776	479	99.97	0.03
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1671255	45.39	1670776	479	99.97	0.03
Grand Total		7926461	5915876	74.63	5915397	479	99.99	0.01

Item No. 4: Ratification of change in designation of Mr. Neerad Kumar Gajula (DIN: 06810058) from the position of Director to Whole-time Director of the Company

Resolution Required: (Ordinary/Special)			Special Resolution					
Whether Promoter/ promoter group are interested in resolution:			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes Polled (2)	% of votes polled on outstanding shares (3) = [(2)/(1) * 100]	No. of Votes in favour (4)	No. of votes against (5)	% of Votes in favour on votes polled (6)= [(4)/(2) * 100]	% of Votes against on votes polled (7)= [(5)/(2) * 100]
Promoter & promoter Group	e-voting	4244621	2830194	66.68	2830194	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		2830194	66.68	2830194	0	100	0
Public – Institutional Holders	e-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public – Non Institutions	e-voting	3681840	1671255	45.39	1670776	479	99.97	0.03
	Poll		0	0	0	0	0	0
	Postal Ballot		0	0	0	0	0	0
	Total		1671255	45.39	1670776	479	99.97	0.03
Grand Total		7926461	4501449	56.79	4500970	479	99.99	0.01

**Note:- Mr. Neerad Kumar Gajula, Whole-Time Director and member has voted for his own agenda item no.4 and as such his votes i.e. 1414427 are considered as invalid votes and not considered in no. of votes polled.*



For **Infronics Systems Limited**

SHUBHI Digitally signed
by SHUBHI
SINGHAL SINGHAL
Date: 2024.09.30
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Shubhi Singhal
Company Secretary & Compliance Officer

(O) : 2529246
Fax : 0891-2712695
Cell : 9640056555, 7799435494
email : asn@asnassociates.com

Consolidated Scrutinizer's Report on Remote e-Voting and e-Voting
[Pursuant to Sections 108 of the Companies Act, 2013 read with Rules 20 of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman
Infronics Systems Limited
CIN: L72200TG2000PLC033629
Registered Office:
Plot No: 30, 31, Brigade Towers, West Wing,
First Floor, Nanakramguda, Financial District,
Hyderabad, Rangareddi-500032, Telangana, India

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote e-Voting and e-Voting conducted at the 24th Annual General Meeting of Infronics Systems Limited on Friday, the 27th day of September, 2024 at 10.00 A.M. through Video Conference (VC)/Other Audio Visual Means (OAVM).

I, K Surendra, Company Secretary in Practice, have been appointed as the Scrutinizer by the Board of Directors of Infronics Systems Limited (the Company) having its Registered Office at Plot No: 30, 31, Brigade Towers, West Wing, First Floor, Nanakramguda, Financial District Hyderabad, Rangareddi-500032, Telangana, India for the purpose of scrutinizing the remote e-Voting and e-Voting at the 24th Annual General Meeting on the Resolutions contained in the notice dated 03.09.2024 (Notice) issued in accordance with General Circular No. 10/2022 dated December 28, 2022, circular No. 11/2022 dated December 28, 2022, circular No. 2/2022 dated May 5, 2022, General Circular No. 02/2021 dated January 13, 2021 read with Circular No. 20/2020 dated May 05, 2020 in conjunction with Circular No. 14/2020 dated April 08, 2020 and Circular No. 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 08, 2021 (collectively referred to as "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/ 11 dated January 15, 2021, and circular no. SEBI/HO/CFD/CMD2/CIR/P/2022/62 on May 13, 2022 issued by SEBI (collectively "SEBI Circulars") Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), calling the 24th Annual General Meeting of its Equity Shareholders ("the Meeting" /"AGM") through VC / OAVM.



The AGM was convened on Friday, 27th day of September, 2024 at 10.00 A.M. IST through VC / OAVM.

1. The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:
 - (i) Process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the Notice calling the AGM ("remote e-voting"); and
 - (ii) Process of e-voting at the AGM through electronic voting system ("e-voting").

Management's Responsibility

2. The Management of the Company is responsible to ensure compliance with the requirements of (i) the Act and the Rules made thereunder; (ii) the MCA Circulars; and (iii) the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, ("LODR") relating to e-voting on the resolutions contained in the Notice calling the AGM.

The Management of the Company is responsible for ensuring a secured framework and robustness of the electronic voting systems.

Scrutinizer's Responsibility

3. My responsibility as Scrutinizer for e-voting process (i.e. remote e-voting and e-voting) is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by CDSL, the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and/ or CDSL for my verification.

Cut-off date

4. The Equity Shareholders of the Company as on the "cut-off" date, as set out in the Notice, i.e., Friday, 20th September, 2024 were entitled to vote on the resolutions (item nos. 01 to 04 as set out in the Notice calling the AGM) and their voting rights were in proportion to their share in the paid-up Equity Share Capital of the Company as on the cut-off date.

5. Remote e-voting process/e-voting process at the AGM:-

- i. The remote e-voting period remained open from Tuesday, the 24th day of September, 2024 (9:00 A.M. IST) to Thursday, 26th day of September, 2024 (5:00 P.M. IST) and Members were



required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by CDSL.

- ii. The Facility for e-Voting was provided at the 24th AGM on Friday, 27th day of September, 2024 for those members who attended the meeting but not voted through remote e-voting facility.

Such members were allowed to vote through the e-voting facility provided by CDSL during the proceedings of the AGM and upto 15 minutes after conclusion of the AGM.

- iii. The votes cast were unblocked on Friday, 27th day of September, 2024 after the conclusion of the AGM and was witnessed by two witnesses, Mr. L Appalanaidu and Mr. B. Krishna Rao, who are not in the employment of the Company and/ or CDSL. They have signed below in confirmation of the same.

Mr L Appalanaidu

Mr. B. Krishna Rao

- iv. Thereafter, the details containing, interalia, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website of CDSL, i.e., <https://www.evotingindia.com>. Based on the report generated by CDSL and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

6. I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting and e-voting, based on the reports generated by CDSL, scrutinized on test check basis and relied upon by me as under:-

Resolution No: 1:

Nature of Resolution: Ordinary Resolution

To receive, consider and adopt the Audited Balance Sheet as on March 31, 2024, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon.

(i) Voted in **favour** of the Resolution:

	No. of Members Voted	No. of Votes cast (Shares)	% of total No. of valid votes cast
Remote e- Voting	41	59,15,512	99.99%
e- Voting	-	-	-
Total (i)	41	59,15,512	99.99%



(ii) Voted **against** the Resolution:

	No. of Members Voted	No. of Votes cast (Shares)	% of total No. of valid votes cast
Remote e- Voting	6	364	0.01%
e- Voting	-	-	-
Total (ii)	6	364	0.01%

(iii) Invalid Votes:

	Total number of members whose votes were declined	No. of Votes cast (Shares)
Remote e- Voting	-	-
e- Voting	-	-
Total (iii)	-	-

Resolution No: 2:

Nature of Resolution: Ordinary Resolution

To appoint a director in place of Mr. Neerad Kumar Gajula (DIN: 06810058) who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in **favour** of the Resolution:

	No. of Members Voted	No. of Votes cast (Shares)	% of total No. of valid votes cast
Remote e- Voting	39	45,00,970	99.99%
e- Voting	-	-	-
Total (i)	39	45,00,970	99.99%



(ii) Voted **against** the Resolution:

	No. of Members Voted	No. of Votes cast (Shares)	% of total No. of valid votes cast
Remote e- Voting	7	479	0.01%
e- Voting	-	-	
Total (ii)	7	479	0.01%

*(iii) Invalid Votes:

	Total number of members whose votes were declined	No. of Votes cast (Shares)
Remote e- Voting	1	*14,14,427
e- Voting	-	-
Total (iii)	1	*14,14,427

*Note:- Mr. Neerad Kumar Gajula, Wholetime Director and member has voted for his own agenda item no.2 and as such his votes i.e. 14,14,427 are considered as invalid and not considered in no. of votes polled.

Resolution No: 3:

Nature of Resolution: Ordinary Resolution

To regularize appointment of Mr. Vishnu Sriram Gurumurthy (DIN: 08614445) as a Director of the Company.

(i) Voted in **favour** of the Resolution:

	No. of Members Voted	No. of Votes cast (Shares)	% of total No. of valid votes cast
Remote e- Voting	40	59,15,397	99.99%
e- Voting	-	-	
Total (i)	40	59,15,397	99.99%



(ii) Voted **against** the Resolution:

	No. of Members Voted	No. of Votes cast (Shares)	% of total No. of valid votes cast
Remote e- Voting	7	479	0.01%
e- Voting	-	-	-
Total (ii)	7	479	0.01%

(iii) Invalid Votes:

	Total number of members whose votes were declined	No. of Votes cast (Shares)
Remote e- Voting	-	-
e- Voting	-	-
Total (iii)	-	-

Resolution No: 4:

Nature of Resolution: Special Resolution

Ratification of change in designation of Mr. Neerad Kumar Gajula (DIN: 06810058) from the position of Director to Whole-time Director of the Company

(i) Voted in **favour** of the Resolution:

	No. of Members Voted	No. of Votes cast (Shares)	% of total No. of valid votes cast
Remote e- Voting	39	45,00,970	99.99%
e- Voting	-	-	-
Total (i)	39	45,00,970	99.99%



(ii) Voted **against** the Resolution:

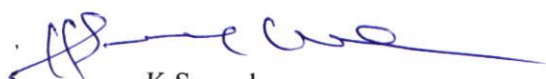
	No. of Members Voted	No. of Votes cast (Shares)	% of total No. of valid votes cast
Remote e- Voting	7	479	0.01%
e- Voting	-	-	
Total (ii)	7	479	0.01%

	Total number of members whose votes were declined	No. of Votes cast (Shares)
Remote e- Voting	1	*14,14,427
e- Voting	-	-
Total (iii)	1	*14,14,427

*Note:- Mr. Neerad Kumar Gajula, Wholetime Director and member has voted for his own agenda item no.4 and as such his votes i.e. 14,14,427 are considered as invalid and not considered in no. of votes casted.

The resolutions at item no 1 to 04 were passed with requisite majority.

For ASN Associates



K Surendra
Partner
M No: 34205
C P No: 12732
UDIN: A034205F001339102



Place: Visakhapatnam
Date: 27.09.2024