

Genesys International Corporation Ltd.



GENESYSSM

*Bringing together
people and technology*

Date: September 29, 2014

To,
Department of Corporate Services,
BSE Limited,
P.J Towers,
Dalal Street, Mumbai - 400001.

Scrip Code: 506109

Dear Sir,

**Subject: Proceedings of Annual General Meeting held on September 29, 2014
under Clause 31(d) of the Listing Agreement**

This is to inform you that the 32nd Annual General Meeting held today viz. September 29, 2014 at Kohinoor Continental, Andheri Kurla Road, Andheri (East). Mumbai- 400059 at 2.30 p.m. whereas the following Resolutions as per Notice of Annual General Meeting have been declared as passed with requisite majority.

ORDINARY BUSINESS:

1. Adoption of audited Financial Statements of the Company for the Financial Year ended March 31, 2014 including the Audited Balance Sheet as at March 31, 2014 and the Statement of Profit and Loss for the year ended on that date and Reports of the Auditors and Directors thereon.
2. Declaration of Dividend of Rs. 0.125 per equity share of the face value of Rs. 5 each.
3. Appointment of a director in place of Mrs. Saroja Malik, (DIN: 00400421) who retires by rotation and being eligible, seeks re-appointment.
4. Appointment of M/s. G. K. Choksi & Company, Chartered Accountants, Mumbai (bearing ICAI Registration No. 125442W) as Statutory Auditors of the Company from the conclusion of this Annual General Meeting until conclusion of the Thirty Seventh AGM of the Company.



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SPECIAL BUSINESS:

5. Appointment of Mr. Ganapathy Vishwanathan (DIN: 00400518), as an Independent Director for a term of five consecutive years.
6. Appointment of Mr. Ganesh Acharya (DIN: 00702346), as an Independent Director for a term of five consecutive years.
7. Appointment of Mr. Hemant Majethia (DIN: 00400473), as an Independent Director for a term of five consecutive years.
8. Appointment of Mr. Anil Kumar Lakhina (DIN: 00075255), as an Independent Director for a term of one year.
9. Appointment of Mrs. Saroja Malik (DIN: 00400421), as a Whole Time Director of the Company and to fix her remuneration.
10. Amendment to Article 156 of the Company providing for the Managing Director of the Company to be also appointed, and/ or to act as , the Chairman of the Company at the same time.

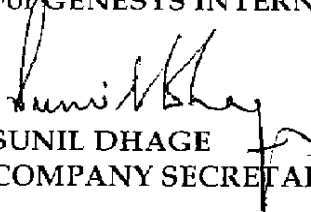
You are requested to kindly take the same on record.

The details of the voting results of the poll and electronic voting on all the resolutions of the Notice of the 32nd AGM of the Company will be forwarded separately in prescribed format.

Thanking You,

Yours Faithfully,

For GENESYS INTERNATIONAL CORPORATION LIMITED


SUNIL DHAGE
COMPANY SECRETARY

