

## UPDATES ON OUTCOME OF THE AGM

PROCEEDINGS OF THE THIRTY THIRD ANNUAL GENERAL MEETING OF GENESYS INTERNATIONAL CORPORATION LIMITED HELD AT THE MIRADOR HOTEL, NEW LINK ROAD, OPP. SOLITAIRE CORPORATE PARK, CHAKALA, ANDHERI (EAST), MUMBAI - 400099, MAHARASHTRA ON TUESDAY, SEPTEMBER 29, 2015 AT 2.30 P.M

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### PRESENT

- |                               |   |                                    |
|-------------------------------|---|------------------------------------|
| 1. Mr. Sajid Malik            | - | Chairman & Managing Director       |
| 2. Mr. Ganapathy Vishwanathan | - | Non-Executive Independent Director |
| 3. Mr. Sunil Dhage            | - | Company Secretary                  |
| 4. Mr. Ratan Das              | - | Chief Financial Officer            |

### MEMBERS

In all 22 Members attended the Meeting in person and three (3 ) Body Corporates, who were represented by their Authorised Representatives, attended the Meeting.

Mr. Sunil Dhage, Company Secretary informed that the requisite quorum was present and that the Company has received 3 (Three) Corporate Representations for 9705037 Equity Shares representing 31.87% of the Paid up Equity Share Capital of the Company.

Mr. Sajid Malik, Chairman & Managing Director of the Company occupied the Chair and welcomed the Members to the 33<sup>rd</sup> Annual General Meeting.

M/s. G.K. Choksi & Co., Chartered Accountants, Statutory Auditors of the Company were also present.

The Registers required to be maintained under the Companies Act 2013 along with the representations received were open for inspection for the Members.

The Chairman declared the meeting as validly convened on the basis of advice from the Company Secretary that the requirement of the quorum as per Companies Act, 2013, was fulfilled and also introduce Directors and officers on the dias .

The Chairman asked Mr. Sunil Dhage, Group Company Secretary, to read out the Auditors' Report to the Shareholders of the Company, on the Accounts for the Financial Year ended 31<sup>st</sup> March, 2015. Mr. Sunil Dhage read the Auditors Report and the Annexures to the Auditors report was taken as read with the consent of the



members .

Mr. Sunil Dhage, Company Secretary then requested the Chairman to conduct the Meeting.

The Chairman delivered a brief speech on Company's scenario and appraised the e-voting facility provided to encourage more members to vote.

The Chairman and Managing Director informed in the meeting that pursuant to Section 108 of the Companies Act, 2013 read with the Rule 20 of the Companies(Management and Administration) rules, 2014, the Company had provided for electronic voting (e-voting) to the Members to cast their vote electronically through the Central Depository Services Limited (CDSL) for the approval of the Resolutions being placed at this Meeting and e-voting period began on 9.00 a.m., Friday, September 25, 2015 and ends on 5.00 p.m., Monday, September 28, 2015, in proportion to their shareholding as on the record date of September 22, 2015.

The Chairman then informed the Members that those who had not voted through electronic means could vote through the poll process on all the resolutions for the Ordinary and Special Businesses as set out in items 1 to 5 of the Notice of the 33<sup>rd</sup> Annual General Meeting.

Before proceeding to Poll, the Chairman requested the Members to ask questions or to give their comments, suggestions, if any, on the Annual Report or in respect of the agenda items of the meeting.

Some shareholder of the Company asked questions and sought clarifications on the annual report. The Chairman clarified/ replied to all the queries of the shareholders.

The Chairman then ordered the poll in respect of all resolutions contained in the notice and requested Mr. Dattatray Dixit, practicing Chartered Accountant appointed as Scrutinizer of the Company to lock and seal the empty polling box in presence of members. He also requested Members present who had exercised their vote through the e-Voting facility, to abstain from voting.

Mr. Dattatray Dixit, practicing Chartered Accountant conducted the poll. Prior to the commencement of polling, Mr. Dattatray B. Dixit, requested display of the empty ballot boxes to the Members present. The ballot boxes were then locked and sealed in their presence. The Members present who had not exercised their vote through the e-Voting facility, casted their votes through Ballot Form and deposited the form into the Ballot Box.



After ensuring that all members participating in the poll had casted their votes, the scrutinizers closed the poll. The Scrutinizer took the custody of the Polling Box.

After the votes were cast by the members present, the Chairman ordered Closure of Poll process.

Chairman informed to the members that, the results of the e-voting and poll will be announced on receipt of the Scrutinizers report and will be placed on the website of the Company and CDSL and also sent to the stock exchanges. The Chairman thanked the members for their participation and announce formal closure of the 33<sup>rd</sup> AGM of the Company.

**For GENESYS INTERNATIONAL CORPORATION LIMITED**

  
**SUNIL DHAGE**  
Company Secretary



Date: October 19, 2015  
Place :Mumbai