

# COMPUCOM

## Software Limited

IT: 14-15 EPIP, RIICO Industrial Area,  
Sitapura, Jaipur -302022 (India)  
Tel. 91-141-2770131, 5115908  
Fax: 91-141-2770335, 5115905  
Email: [cs@compucom.co.in](mailto:cs@compucom.co.in)  
CIN:-L72200RJ1995PLC009798

Ref. No.: CSL/CS/BSE/16-17/

Date: 09.09.2016

To,  
The Manager,  
Department of Corporate Services,  
BSE Limited,  
1<sup>st</sup> Floor, Rotunda Building, P.J. Tower,  
Dalal Street,  
Mumbai-400001  
Fax no. (022) 22723719/22722039/2041  
Email- [corp.compliance@bseindia.com](mailto:corp.compliance@bseindia.com)  
Scrip Code: 532339

National Stock Exchange of India  
Ltd.  
Exchange Plaza, Plot no. C/1, G  
Block,  
Bandra-Kurla Complex Bandra (E)  
Mumbai - 400 051  
Fax No. (022) 26598237/38  
Email- [cmlist@nse.co.in](mailto:cmlist@nse.co.in)

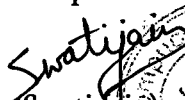
Sub: Proceedings of 22<sup>nd</sup> Annual General Meeting held on Friday, September 9, 2016.

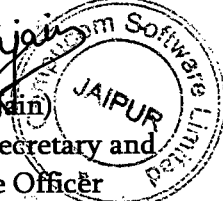
Dear Sir/Madam,

Please find the attachment enclosed herewith with regard to the proceedings of the 22<sup>nd</sup> Annual General Meeting held on Friday, September 9, 2016.

You are requested to take the above on record.

For Compucom Software Limited

  
(Swati Jain)  
Company Secretary and  
Compliance Officer



CC: THE MANAGER,  
The Calcutta Stock Exchange Limited  
7, Lyons Range, Kolkata: 700001

Encl: a/a

Gist of the proceedings of 22<sup>nd</sup> Annual General Meeting of Compucom Software Limited held on Friday, September 9, 2016

The 22<sup>nd</sup> Annual General Meeting of the members of the Company was held on Friday, September 9, 2016 at 12.15 P.M., (IST) at "Krishna Auditorium", Compucom Institute of Technology and Management Compound, in front of Compucom Software Limited office, SP-5, EPIP, RIICO Industrial Area, Sitapura, Jaipur-302022, Rajasthan, India, which was Chaired by Mr. Surendra Kumar Surana, Chairman and Managing Director.

Total 35 (Thirty-Five) Members were present in person and/or through proxy as per the record of the attendance. All the Directors except Mr. Ghisa Lal Chaudhary, Dr. Anjila Saxena, Mrs. Trishla Rampuria attended the meeting. All Key Managerial Personnel also present at the meeting and Chairman of Nomination & Remuneration Committee Meeting Mr. Ghisa Lal Chaudhary authorized to attend the meeting on behalf of him Mr. Shubh Karan Surana, Director of the Company.

The Statutory Auditors, Secretarial Auditors and the Scrutinizer were also present at the Annual General Meeting.

The Chairman gave an overview of the financial performance of the Company for the year ended March 31, 2016 and future outlook.

The Chairman informed the Members that pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of The Companies (Management and Administration) Rules, 2014 (as amended) and the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Company had extended remote e-voting facility to the Members of the Company in respect of businesses to be transacted at the Annual General Meeting. The remote e-voting period commenced at 09.00 A.M. on Monday, September 5, 2016 and concluded at 5.00 P. M. on Thursday, September 8, 2016.

The Chairman explained the implications of the resolutions in detail to the members and informed the members that the Company had arranged for a poll on all the resolutions passed at the Meeting. On the invitation of the Chairman, several Members addressed the Meeting, gave in their suggestions and raised queries on the Company's accounts and businesses, which were replied to by the Chairman satisfactorily. The Chairman announced that the e-voting results alongwith the consolidated scrutinizers report will be announced on Sunday, September 11, 2016 at the registered office of the Company in the evening and shall also be placed on the website of the Company [www.compucom.co.in](http://www.compucom.co.in) and the website of CDSL Depository [www.evotingindia.com](http://www.evotingindia.com).

CS Manoj Maheshwari, Practicing Company Secretary, Jaipur, was appointed as the Scrutinizer by the Board for scrutinizing the remote e-voting and physical poll process.

The resolutions voted on by the Members, briefly, relates to:

ORDINARY BUSINESS:

1. To receive, consider and adopt the:
  - a) Audited Standalone Financial Statements of the Company for the year ended March 31, 2016 together with the Boards' Report and Auditors Report thereon; and
  - b) Consolidated Audited Financial Statement of the Company for the year ended March 31, 2016 together with the report of Auditors on Consolidated Financial Statements.
2. To declare a dividend on Equity Shares of Rs. 0.10 ~~per~~ <sup>per</sup> equity share (5%) for the year ended March 31, 2016.

Swati  
Compucom Software Limited  
JAIPUR

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## Software Limited

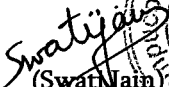
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3. To Appoint a Director in place of Mr. Ajay Kumar Surana (DIN: 01365819), who retires by rotation and, being eligible, offers himself for re- appointment.
4. Ordinary Resolution to re-appoint M/s S. Misra & Associates, Chartered Accountants, Jaipur (Registration No.: FRN-004972C), as the Auditors of the Company to hold office for the Financial Year 2016-17 and to authorize the Board of Directors to fix their remuneration.

### SPECIAL BUSINESS: -

5. Ordinary Resolution to appoint Mr. Ghisa Lal Chaudhary (DIN: 03602194) as an Independent Director of the Company.
6. Ordinary Resolution to appoint Dr. Satish Kumar (DIN: 07517644) as an Independent Director of the Company.
7. Special Resolution to Re-appoint Mr. Rajendra Prasad Udawat (DIN: 00341110) as an Independent Director of the Company.
8. Special Resolution to Re-appoint Dr. Anjila Saxena (DIN: 02353483) as an Independent Director of the Company.
9. Special Resolution to amend the Article of Association of the Company.

For Compucom Software Limited

  
(Swati Jain)  
Company Secretary and  
Compliance Officer

