



DYNACONS
SOLUTIONS THAT EMPOWER

Date-30.03.2017

BSE Ltd. Corporate Relations Department, 1 st Floor, New Trading Ring, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai-400001 Security Code: 532365	National Stock Exchange of India Ltd. Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra(E), Mumbai-400051 Symbol: DSSL
--	--

Dear Sir,

Sub: Proceeding of the Extra-Ordinary General Meeting of Dynacons Systems & Solutions Ltd.

Pursuant to Regulation 30 read with Para A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please find enclosed herewith proceedings of the Extra-Ordinary General Meeting of the Company held on Wednesday, March 29, 2017 at 4.00 p.m. at Karl Residency, 36, Lallubhai Park Road, Andheri(West) Mumbai 400058.

Kindly take the same on record and acknowledge the receipt.

Thanking You,

For **Dynacons Systems & Solutions Limited**

Ravishankar Singh
Company Secretary
Encl.: Copy as above

Dynacons Systems & Solutions Limited

CIN NO : L72200MH1995PLC093130

Certified ISO 9001:2008, ISO 20000-1:2011, ISO 27001:2013

Registered Office : 78, Ratnajyot Industrial Estate, Irla Lane, Vile Parle West, Mumbai - 400 056.

Corporate Office : 3rd Floor, A Wing, Sunteck Centre, Subhash Road, Near Garware Chowk, Vile Parle East, Mumbai - 400 057.

+91-22-66889900 | +91-22-26716641 | www.dynacons.com | sales@dynacons.com | 1860-123-4444

PROCEEDINGS OF THE EXTRA-ORDINARY GENERAL MEETING OF THE COMPANY

The Extra-Ordinary General Meeting of Dynacons Systems & Solutions Ltd. was held on Wednesday, March 29, 2017 at 4.00 p.m. at Karl Residency, 36, Lallubhai Park Road, Andheri(West) Mumbai 400058.

Directors Present

- | | |
|-------------------------|---|
| Mr. Shirish M. Anjaria | - Chairman cum Managing Director |
| Mr. Parag J. Dalal, | - Director |
| Mr. Dharmesh S. Anjaria | - Director |
| Mr. Viren Shah | - Independent Director, Chairman of Nomination and Remuneration Committee & Risk Management Committee |

BY INVITATION:

- | | |
|-----------------------|---|
| Mr. Ravishankar Singh | - Company Secretary |
| Ms. Shruti Shah | - Practicing Company Secretary, Scrutinizer |

1. Mr. Shirish M. Anajria, Chairman cum Managing Director (DIN-00444104) of the Company chaired the proceedings of the EGM.
2. The Chairman introduced the Board Members who were present at the EGM and also informed the members that Mr. Dilip Palicha, Mr. Jitesh Jain and Mrs. Archana Phadke could not attend the meeting due to prior commitments.
3. As the requisite quorum was present, the Chairman called the meeting to order.
4. With the permission of the Chair and Members present, the Notice convening the Extra-Ordinary General Meeting was taken as read with matters to be added in the explanatory statements of resolutions no.2 and no.3 as per requirements of Regulation 73 (1) of the ICDR regulations which is as below:

1. an undertaking that the issuer shall re-compute the price of the specified securities in terms of the provision of these regulations where it is required to do so;

2. an undertaking that if the amount payable on account of the re-computation of price is not paid within the time stipulated in these regulations, the specified securities shall continue to be locked-in till the time such amount is paid by the allottees.

The same was approved and ratified by the Members present at the meeting.

Dynacons Systems & Solutions Limited

CIN NO : L72200MH1995PLC093130

Certified ISO 9001:2008, ISO 20000-1:2011, ISO 27001:2013

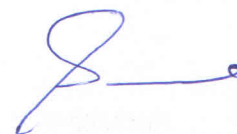
Registered Office : 78, Ratnajyot Industrial Estate, Irla Lane, Vile Parle West, Mumbai - 400 056.

Corporate Office : 3rd Floor, A Wing, Sunteck Centre, Subhash Road, Near Garware Chowk, Vile Parle East, Mumbai - 400 057.

+91-22-66889900 | +91-22-26716641 | www.dynacons.com | sales@dynacons.com | 1860-123-4444

5. The Chairman then requested the Members present to raise queries, if any, on the matters listed in the Agenda. Few members raised various queries pertaining to details of the Non-Promoters of the preferential issue i.e Niraj Dalal and Tejal Parikh, about their role and interest in the Company, Pre- Shareholding pattern of the promoter and promoter group and objects of the preferential issue to promoter/promoter group/ others. Mr. Dharmesh Anjaria responded to all the queries raised by the members to their satisfaction.
6. The Chairman delivered his speech and thereafter informed the members that the Company had provided remote e-voting facility to the members as required by Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 to exercise their right to vote on the business items transacted at the EGM, by electronic means, between Sunday, March 26, 2017 (9:00 am IST) to Tuesday, March 28, 2017 (5:00 pm IST) in proportion to their shares held as on cut-off date of March 22, 2017 on all the Special Resolutions as set out in the Notice of EGM. Ms. Shruti H. Shah, Practicing Company Secretary (FCS No.: 8852) was appointed as the Scrutinizer for providing facility to the members of the Company to scrutinize the voting and remote e-voting process in a fair and transparent manner.
7. The Chairman than informed the members that those who had not voted through electronic means could vote through the Poll Paper process to be conducted as per the requirements of the Companies Act, 2013 and the Rules made thereunder.
8. Prior to the commencement of Poll paper process, the Chairman requested Scrutinizer to display the empty ballot box to the Members and Proxies present. The ballot box was then sealed in their presence.
9. Mr. Dharmesh Anjaria, Executive Director, thereafter, took up items listed in the Notice one by one for transaction. The Chairman then requested the Members present, who had not exercised their vote through the remote e-voting facility, to cast their votes through Ballot Paper and deposit the forms into the Ballot Box.
10. The Ballot process commenced thereafter for the below specified business items and it was concluded in due course.

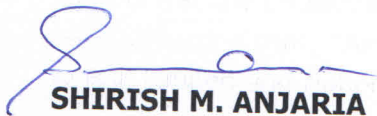
Sr. No.	Particulars	Type of Resolution
1	Alteration of Articles of Association of the Company.	Special
2	Issue of upto 4,55,000 Equity shares on a preferential issue basis to the promoter/ promoter group.	Special
3	Issue of upto 27,95,000 Warrants Convertible into Equity Shares of the Company on preferential basis to promoter/promoter group and others.	Special



The Chairman announced that the results of voting i.e remote e-voting results and results of the voting done at the EGM along with the consolidated Scrutinizer's report will be announced within 48 hours at the registered office of the Company and the same will be displayed on the website www.dynacons.com. The Chairman also informed that the voting results would also be intimated to BSE Limited and National Stock Exchange limited and National Securities Depository Limited.

The Chairman thanked the Members present and concluded the EGM.

FOR **DYNACONS SYSTEMS & SOLUTIONS LIMITED**



SHIRISH M. ANJARIA
CHAIRMAN CUM MANAGING DIRECTOR
DIN NO.:00444104