



SOUTHERN INFOSYS LTD.

#402-A, Arunachal Building, 19 Barakhamba Road, New Delhi - 110001, INDIA
Phone : +91-11-23354236, 43045402, Email : southerninfosys@gmail.com
CIN : L67120DL1994PLC059994, Web.: www.southerninfosys.com

SIL/L&S/2017-18

Date: 29.09.2017

To,
The Department of Corporate Service
Bombay Stock Exchange Limited
P J Towers,
Dalal Street

To,
Listing Department
Calcutta Stock Exchange
7, Lyons Range,

Kolkata – 700001

Mumbai – 400001

BSE Code : 540174

CSE Code : 14326

Dear Sir,

Subject : Proceedings of 23rd Annual General Meeting held on 29th September 2017


Dear Sir/ Madam,

This is to inform you that 23rd Annual General Meeting of Southern Infosys Limited was held on today i.e. 29th September 2017 at 10.00 A.M at Ground Floor, Mini Hall of Arunachal Building, 19, Barakhamba Road, New Delhi-110001.

Pursuant to regulation 30 of SEBI (Listing Obligations and disclosure requirements) 2015, proceedings of the Annual General Meeting is enclosed herewith for your perusal and record.

Thanking You
Yours Faithfully

For **Southern Infosys Limited**


(Kriti Bareja)
Company Secretary
M. No. A51320



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PROCEEDINGS OF 23RD ANNUAL GENERAL MEETING

The 23rd Annual General Meeting of Southern Infosys Limited was held on today i.e. 29th September 2017 at 10.00 A.M at Ground Floor, Mini Hall of Arunachal Building, 19, Barakhamba Road, New Delhi-110001. Brief proceedings of the meeting are as follows:

Following were present:

Directors

1. Mr. Rakesh Mohan Sharma : Director
2. Mrs. Poonam Sharma : Managing Director
3. Mr. Dharmendra Singh : Independent Director
4. Mr. Subhash Chander Sehgal : Independent Director
5. Mr. Rajiv Mishra : Independent Director

In Attendance

1. Mr. Nitin Bhatia : Scrutinizer, Nitin Bhatia & Co.
2. Mr. Manish Sharma : Representative of V. Sahai Tripathi & Co., Statutory Auditors
3. Ms. Kriti Bareja : Company Secretary

Quorum

1. In person : 24
2. Proxy : Nil

Mr. Rakesh Mohan Sharma was unanimously elected as chairman of the meeting. He took the chair and welcomed all the members. The requisite quorum being present, the chairman called the meeting to order.

The chairman addressed the shareholder and spoke about financial performance of the company and its future growth.

Clarifications were provided to the members who raised their queries.

The members were informed that pursuant to regulation 44 of SEBI (Listing Obligation and disclosure Requirements) Regulations, 2015 and section 108 of the Companies Act, 2013 read with rule 20 of Companies (Management and Administration) Rules, 2014, the company had extended

the remote e-voting facility to the members of the company in respect of business to be transacted at Annual General Meeting. The e-voting commenced at 9.00 A.M on 26th September 2017 and ended at 5.00 P.M. on 28th September 2017. Mr. Nitin Bhatia, proprietor of Nitin Bhatia & Co., Company Secretaries, was appointed as scrutinizer by the board for scrutinizing the e-voting and polling process.

Further in line with section 107 of the Companies Act, 2013, voting by show of hands was not permitted at the Annual General Meeting where e-voting had been offered to the members. Therefore, the company had arranged for poll on all the resolutions to be passed at the meeting for those who had not cast their votes through e-voting.

Mr. Nitin Bhatia was requested for an orderly conduct of the voting. The members were informed that the combined result of e-voting and poll would be placed on website of the company within 48 hours from the conclusion of the meeting.

The resolution passed by the members with requisite majority, briefly, related to:

ORDINARY BUSINESS

1. **"RESOLVED THAT** the audited annual accounts of the company for the financial year ended 31st March 2017 along with the reports of auditors and Directors thereon forming part of Annual Report, as circulated, be and are hereby approved and adopted."
2. **"RESOLVED THAT** Mr. Rakesh Mohan Sharma, director of the company, who retires by rotation and being eligible, offers himself to be reappointed, be and is hereby reappointed as the director of the company.
3. **"RESOLVED THAT** pursuant to Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Rule 3(7) of the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Audit Committee, the appointment of M/s V Sahai Tripathi & Co., Chartered Accountants, (Firm Registration No. 000262N), as the Statutory Auditors of the company to hold office till the conclusion of the Annual General Meeting to be held for the Financial year 2019-2020, be and is hereby ratified for the financial year 2017-18 at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors."

SPECIAL BUSINESS

4. **"RESOLVED THAT** Pursuant to Sections 196, 197 & 203 and all other applicable provisions of the Companies Act, 2013 read with Schedule V and pursuant to recommendation of Nomination and remuneration committee and board approval thereto, the consent of the members of the company be and is hereby accorded by the way of ordinary resolution to appoint Ms. Poonam Sharma (DIN 03553479) as Managing Director of the Company for a period of five years with effect from 01st September, 2017 on the terms and conditions including remuneration mentioned below:

Remuneration: Nil
Allowances: Nil
Reimbursements of expenses: Nil

The meeting was concluded with a vote of thanks to the chair.

For Southern Infosys Limited

Place: New Delhi



(Kriti Boreja)
Company Secretary
M.No. A51320