



**DYNACONS**  
SOLUTIONS THAT EMPOWER

September 30, 2017

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

Dear Sir,

**Sub: Proceeding of the Twenty-Second Annual 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 Twenty-Second Annual General Meeting of the Company held on Friday, September 29, 2017 at 4.30 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**

**Ravi 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



# DYNACONS

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## PROCEEDINGS OF THE TWENTY-SECOND ANNUAL GENERAL MEETING OF THE COMPANY

The Twenty-Second Annual General Meeting of Dynacons Systems & Solutions Ltd. was held on Friday, September 29, 2017 at 4.30 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                       |

### BY INVITATION:

|                         |                                  |
|-------------------------|----------------------------------|
| Mr. Chandradas K. Palan | - Partner, Palan & Co., Auditors |
|-------------------------|----------------------------------|

1. Mr. Shirish M. Anjaria, Chairman cum Managing Director (DIN-00444104) of the Company chaired the proceedings of the AGM. The Chairman introduced the Board Members who were present at the AGM and also informed the members that Mr. Dilip Palicha, Independent Director, (Chairman of Stakeholder Relationship and Grievance Committee), Mr. Viren Shah, Independent Director, (Chairman of Nomination and Remuneration Committee & Risk Management Committee), Mr. Jitesh Jain, Independent Director, (Chairman of Audit Committee), Mrs. Archana Phadke, Independent Director could not attend the meeting due to their prior commitment.
2. As the requisite quorum was present, the Chairman called the meeting to order.
3. With the permission of the Chair and Members present, the Notice convening the Annual General Meeting, the Independent Auditor's Report and the Secretarial Audit Report were taken as read.
4. The Chairman delivered his speech and thereafter Mr. Dharmesh Anjaria 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 ("Listing Regulations"), to exercise their right to vote on the business items transacted at the AGM, by electronic means, between Sunday, September 24, 2017 (9:00 am IST) to Thursday, September 28, 2017 (5:00 pm IST) in proportion to their shares held as on cut-off date of September 22, 2017 on all the Ordinary & Special Resolutions as set out in the Notice of AGM. Ms. Shruti H. Shah, Practising 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.
5. Mr. Dharmesh Anjaria then requested the Members present to raise queries, if any, on the matters listed in the Agenda. Few members raised various queries pertaining to dividend declaration, future prospects/plans of the company. Mr. Dharmesh Anjaria responded to the same.

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6. Mr. Dharmesh Anjaria than informed the members that those who had not voted through electronic means could vote through the Ballot Paper process to be conducted as per the requirements of the Companies Act, 2013 and the Rules made thereunder.
7. Prior to the commencement of Ballot paper process, Mr. Dharmesh Anjaria requested to display the empty ballot box to the Members and Proxies present. The ballot box was then sealed in their presence.
8. 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.
9. 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       | Adoption of Audited Balance Sheet and Profit & Loss Account for the financial year ended as at March 31, 2017, the Audited Consolidated Financial Statements for the said financial year and the Reports of Board of Directors and Auditors thereon | Ordinary           |
| 2       | Appoint a Director in place of Mr. Parag Dalal (Din: 00409894), who retires from the office of Whole-time director by rotation and being eligible, offers himself for re-appointment.   | Ordinary           |
| 3       | Appointment of Statutory Auditors M/s. MSP & Co., Chartered Accountants in place of retiring auditors M/s. Palan & Co., Chartered Accountants of the Company.   | Ordinary           |
| 4       | Appointment of Mr. Viren Shah (Din no.: 02886221) as an Independent Director.   | Ordinary           |
| 5       | Appointment of Mr. Dilip Palicha (Din no.: 02879480) as an Independent Director   | Ordinary           |
| 6       | Borrowing Powers  | Special            |

The Chairman announced that the results of voting i.e remote e-voting results and results of the voting done at the AGM 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](http://www.dynacons.com). The Chairman also informed that the voting results would also be intimated to BSE Limited and National Stock Exchange limited.

The Chairman thanked the Members present and concluded the AGM.

**FOR DYNACONS SYSTEMS & SOLUTIONS LIMITED**

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