



TELESYS INFO - INFRA (I) LIMITED

(Formerly known as Telesys Software Ltd.)

CIN : L70200TN1992PLC023621

GSTIN : 33AABCT1582G2ZJ

23-12-2022

To

BSE Limited

P. J. Towers, Dalal Street,
Mumbai- 400 001

BSE Code: 532315

SUB: TELESYS SOFTWARE LIMITED : SCRUTINIZER'S REPORT AND VOTING RESULTS OF EXTRA-ORDINARY GENERAL MEETING HELD ON 21-12-2022

Dear Sir/Madam,

We wish to inform that the Extra-ordinary General Meeting ('EGM') of Telesys Info Infra (I) Limited (Formerly known as TELESYS SOFTWARE LTD.) ('Company') was held on Wednesday, December, 21, 2022 AT 02:00 PM (IST) through Video Conferencing and other Audio-Visual Means.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') We enclosed herewith the consolidated outcome of voting along with Scrutinizer report held through remote e-Voting and Voting conducted at the EGM of the Company. The Company had appointed M/s. CS Ramesh C Mishra, (Membership No. FCS 5477 CP No. 3987) from M/s Ramesh Chandra Mishra & Associates as the Scrutinizer for remote e-Voting and e-Voting conducted at the EGM. As per the Scrutinizer's Report, all Resolutions as set out in the Notice of EGM have been duly approved by the Members with requisite majority.

We request you to take the above information on record.

Thanking you

Yours faithfully

For Telesys Info Infra (I) Limited

(Formerly known as TELESYS SOFTWARE LTD.)

JAYARAM

RAJENDHIRAN

Rajendhiran Jayaram,
Whole Time Director
(DIN: 01784664)

Digitally signed by JAYARAM
RAJENDHIRAN
Date: 2022.12.23 14:27:40
+05'30'





RAMESH CHANDRA MISHRA & ASSOCIATES
Company Secretary in Practice & Corporate Legal Advisor

Combined Scrutinizer's Report on Remote e-Voting & e-Voting conducted at the EGM of
Telesys Info-Infra (I) Limited held on Wednesday, December 21, 2022

23-12-2022

To,
The Chairman
Telesys Info Infra (I) Limited
CIN: L70200TN1992PLC023621
Regd. Office: No. - 1/L Blackers Road, 2F Gaiety Palace
2nd Floor Chintadripet Chennai TN 600002 IN.

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-voting process and voting by your Members during the Extraordinary General Meeting of your Company held on Wednesday, December, 21, 2022 AT 02:00 PM through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

We are pleased to submit the Scrutinizers Report, which is comprehensive and self-explanatory in all respects.

SCRUTINIZER'S REPORT

Name of the Company	Telesys Info Infra (I) Limited
Meeting	Extra-ordinary General Meeting
Day, Date & Time	Wednesday, December, 21, 2022 AT 02:00 PM
Deemed Venue	No. - 1/L Blackers Road, 2F Gaiety Palace, 2nd Floor Chintadripet Chennai TN 600002 IN.
Mode	Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM")

1. Appointment as Scrutinizer

We were appointed as the Scrutinizer for the remote e-voting as well as the e-voting by Members during the Extra-ordinary General Meeting ("EGM") of Telesys Info Infra (I) Limited (Formerly known as TELESYS SOFTWARE LTD.) (hereinafter referred to as the Company) scheduled on **Wednesday, December, 21, 2022 AT 02:00 PM** held through Video Conferencing ("VC") / Other Audio- Visual Means ("OAVM"). Our responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a Scrutinizer's report on the voting on the resolutions based on the reports generated from the electronic voting system.

2. Dispatch of Notice convening the EGM



Ramesh

- a. Pursuant to General Circulars No. 14/2020, 17/2020 and 20/2020 dated 8th April, 2020, 13th April, 2020 and 5th May, 2020 respectively issued by the Ministry of Corporate Affairs, advertisement was published in Trinity Mirror (English newspaper) and Makkal Kural (vernacular language newspaper), having electronic editions on November 26, 2022 respectively specifying the date and time of the EGM, availability of the notice on Company's website and website of the Stock Exchanges, manner of registration of email ids by the members (both physical and demat) who are yet to register their email ids with the Company, manner of voting through remote e-voting or through e-voting system at the EGM etc.
- b. The Company hosted the notice of EGM on its website, website of the agency providing the platform for remote e-voting and e-voting during the EGM and also intimated the same to BSE Limited on 28-11-2022.
- c. The Company informed that on the basis of the Register of Members and the list of Beneficial Owners made available by Cameo Corporate Services the Registrar and Share Transfer Agents ("RTA") of the Company and the depositories viz., National Securities Depository Limited ("NSDL") and Central Depository Services (India) Limited ("CDSL") respectively.

Cut-off date

Voting rights were reckoned as on 14-12-2022 being the cut-off date for the purpose of deciding the entitlements of members for remote e-voting and e-voting during the EGM.

Remote e-voting process

- a. Agency - The Company appointed CDSL as the agency for providing the platform for remote e-voting.
- b. Remote e-voting period

Remote e-voting platform was open from Sunday, December 18, 2022 at 9:00 a.m. IST and ends on Tuesday, December 20, 2022 at 5:00 p.m. IST and members were required to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the remote e-voting platform provided by CDSL.

- c. Voting at the EGM

As prescribed under Rule 20(4)(xiii) of the Companies (Management and Administration) Rules, 2014, for the purpose of ensuring that Members who have cast their votes through remote e-voting do not vote again during the general meeting, the Scrutinizer shall have access after closure of period of remote e-voting and before the start of general meeting, to only such details relating to Members who have cast their votes through remote e-voting, such as their names, DP ID & Client ID / folios, number of shares held but not the manner in which they have voted.



Accordingly, CDSL, the remote e-voting agency provided us with the names, DP ID & Client ID / folios and shareholding of the members who had cast their votes through remote e-voting.

Counting Process

On completion of e-voting during the EGM, we unblocked the results of the remote e-voting, on the CDSL e-voting platform and downloaded the results.

Results

We observed that:

- a) 3 Members had cast their votes through e-voting during the EGM;
- b) 132 Members had cast their votes through remote e-voting.

Consolidated results with respect to each item on the agenda as set out in the Notice of the EGM dated 19-11-2022 is enclosed herewith.

Based on the aforesaid results, we report that 02 Special Resolutions as set out in Item Nos. 1 to 2 as set out in the Notice of the EGM dated 19-11-2022 have been passed with the requisite majority.

CONSOLIDATED RESULTS

Item No. 1: TO CONSIDER THE CONVERSION OF LOAN INTO SUBSCRIPTION OF EQUITY SHARES THAT WAS USED EARLIER FOR THE PURPOSE OF WORKING CAPITAL REQUIREMENT.

Particulars	Remote e-voting		Voting at the EGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	131	392040	2	10	133	392050	99.94%
Dissent	1	20	1	200	2	220	0.06%
Total	132	392060	3	220	135	392270	100%

Based on the aforesaid result, we report that the Special Resolution as set out in Item No. 1 of the Notice of the EGM dated 19-11-2022 has been passed with requisite majority.



Ramesh

Item No. 2: PREFERENTIAL ISSUE AND ALLOTMENT OF 1,14,31,121 EQUITY SHARES OF FACE VALUE OF RS 10/- EACH TO NON-PROMOTER(S) OF THE COMPANY.

Particulars	Remote e-voting		Voting at the EGM		Total		Percentage %
	Number	Votes	Number	Votes	Number	Votes	
Assent	131	392040	2	10	133	392050	99.94%
Dissent	1	20	1	200	2	220	0.06%
Total	132	392060	3	220	135	392270	100%

Based on the aforesaid result, we report that the Special Resolution as set out in Item No. 2 of the Notice of the EGM dated 19-11-2022 has been passed with requisite majority.

For Ramesh Chandra Mishra & Associates

Ramesh



Ramesh Mishra

Company Secretary In Practice

Membership No.-FCS -5477

C.P. NO.-3987

UDIN: F005477D002786081

Date: 23-12-2022

Place : Mumbai