



TELESYS INFO - INFRA (I) LIMITED

(Formerly known as Telesys Software Ltd.)

CIN : L70200TN1992PLC023621

GSTIN : 33AABCT1582G2ZJ

September 30th, 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 30TH ANNUAL GENERAL MEETING AND SCRUTINIZER'S REPORT

Dear Sir/Madam,

We wish to inform that the 30th Annual General Meeting ('AGM') of the Telesys Software Limited ('Company') was held on September 29th, 2022 at 11:30 A.M. (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 e-Voting conducted at the 30th AGM of the Company. The Company had appointed M/s. CS Amarendra Mohapatra, (Membership No. FCS 26257 CP No. 14901) from M/s Amarendra Mohapatra & Associates as the Scrutinizer for remote e-Voting and e-Voting conducted at the AGM. As per the Scrutinizer's Report, all Resolutions as set out in the Notice of 30th AGM 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 SOFTWARE LIMITED

Digitally signed by JAYARAM RAJENDHIRAN
DN: c=IN, o=Personal,
pseudonym=42b4187b877436c8488db4bf05693b76678a59e60de3a3
55acc613fc4d2dd9a8, postalCode=600040, st=TAMIL NADU,
serialNumber=47ebb3bc77335f8bb7f1997cfa5bd91f8cd3fa15d79e9a6
b56f0c5d1db9cb869, cn=JAYARAM RAJENDHIRAN
Date: 2022.10.01 11:30:49 +05'30'

Rajendhiran Jayaram,
Whole Time Director
(DIN: 01784664)





C.S. Amarendra Mohapatra
B. Com, L.L.M., A.C.S.

***Amarendra Mohapatra & Associates**
Practicing Company Secretaries*
PH: +91 9004886465 & +917873117777

Combined Scrutinizer's Report on Remote e-Voting & e-Voting conducted at the 30th AGM
of Telesys Info-Infra (I) Limited held on Thursday, September 29, 2022

October 01, 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 Chennai TN 600002 IN

Dear Sir,

We thank you for appointing us as the Scrutinizer for remote e-Voting process and e-Voting by your Members during the 30th Annual General Meeting of your Company held on Thursday, the 29th day of September, 2022 at 11.30 A.M (IST) 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.

For Amarendra Mohapatra & Associates



Amarendra Mohapatra
Practicing Company Secretary
Membership No:26257
COP NO:14901
UDIN: A026257D001114938

Place:Bhubaneshwar
Date: October 01, 2022

* House No.56/1, MIG-II, Phase-I, Chandrasekharapur Housing Board
Colony CS.Pur, Bhubaneswar, Odisha- 751016.
Mumbai Office: 129B, Ansa Industrial Estate, Saki Vihar Road, Sakinaka,
Andheri East, Mumbai - 400072
E-Mail: Associateconsultancy@Gmail.Com & Csamarendra@Gmail.Com*



C.S. Amarendra Mohapatra
B. Com, L.L.M., A.C.S.

***Amarendra Mohapatra & Associates**
Practicing Company Secretaries*
PH: +91 9004886465 & +917873117777

CONSOLIDATED SCRUTINIZER'S REPORT

October 01, 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 Chennai TN 600002 IN

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote e-Voting & e-Voting conducted at the 30th AGM of Telesys Info-Infra (I) Limited held on Thursday, September 29, 2022 at 11:30 A.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Dear Sir

We, M/s Amarendra Mohapatra & Associates, Practicing Company Secretaries firm, was appointed as Scrutinizer by the Board of Directors of Telesys Info-Infra (I) Limited ('the Company') at their Meeting held on September 29, 2022, for conducting remote e-Voting process as well as to scrutinize the e-Voting conducted at the AGM (remote e-Voting and e-Voting at the AGM collectively referred to as 'e-Voting') in a fair and transparent manner to transact the businesses, as set forth in the Notice of the Meeting dated August 30, 2022.

In compliance with Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard - 2 on General Meetings issued by The Institute of Company Secretaries of India and in accordance with the General Circular Nos. 14/2020, 17/2020, 20/2020, 2/2021, 19/2021, 21/2021 and 2/2022 dated April 08, 2020, April 13, 2020, May 05, 2020, January 13, 2021, December 08, 2021, December 14, 2021 and May 05, 2022 respectively, issued by the Ministry of Corporate Affairs ("MCA") and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79, SEBI/ HO/CFD/CMD2/

* House No.56/1, MIG-II, Phase-I, Chandrasekharapur Housing Board
Colony CS.Pur, Bhubaneswar, Odisha- 751016.

Mumbai Office: 129B, Ansa Industrial Estate, Saki Vihar Road, Sakinaka,
Andheri East, Mumbai - 400072

E-Mail: Associateconsultancy@gmail.com & Csamarendra@gmail.com*



CIR/P/2021/11 & SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 12, 2020, January 15, 2021 and May 13, 2022 respectively issued by Securities and Exchange Board of India ("SEBI") (collectively referred to as "Circulars"), the Company had provided facility for e-Voting to all Members of the Company, to enable them to cast their votes electronically.

The Company had engaged Central Depository Service (India) Limited ('CDSL'), as the Electronic Voting Service Provider ('EVSP') who had made necessary arrangements to facilitate e-Voting by Members of the Company on their website at www.evotingindia.com

The Company had sent the Notice including all requisite information required to cast the vote, in electronic form only to all its Members who have registered their e-mail addresses with the Company/ Depository Participants/ Registrar & Transfer Agents. The communication of the assent or dissent of the Members was sought through the e-Voting system only.

The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules thereof including Circulars and Listing Regulations relating to the items being placed for approval of the Members through remote e-Voting and e-Voting at the 30th AGM. Our responsibilities as Scrutinizer is restricted to scrutinize that the e-Voting process is conducted in a fair and transparent manner and to prepare a consolidated Scrutinizer's Report of the votes cast 'For' or 'Against' the Resolutions stated in the Notice and also mentioned herein below, based on the reports generated from the e-Voting system provided by the EVSP.

Item No.	Resolution	Type of Resolution
Ordinary Business		
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2022 and the Reports of the Board of Directors and Auditors thereon.	Ordinary
2.	Appointment of auditors of the Company and to fix their remuneration	Ordinary
3.	To appoint Sri Vijayaraj Heerachand Jain (DIN: 01319086), who retires by rotation as a Director	Ordinary

In connection with the above referred matters, we hereby submit my report as under:

1. The Company had completed the dispatch of the Notice of the AGM along with Annual Report for the Financial Year 2021-22 on Thursday, September 07, 2022 by electronic mode to those Members whose e-mail addresses are registered with the Company/ Registrar & Transfer Agent of the Company or the Depositories on September 02, 2022 ('Internal Cut-off date').
2. The Company had published an advertisement on Thursday, September 08, 2022 regarding completion of dispatch of 30th AGM Notice including all requisite information



required to cast the vote, to eligible Members in English Daily "TRINITY MIRROR" and in Regional Daily "MAKKAL KUARAL" editions respectively;

3. In compliance with provision of the Act and applicable circulars issued from time to time, the Members of the Company holding shares as on September 22, 2022 ('Cut-off Date') had an option to vote through the e-Voting facility. The Company had also provided option for e-Voting to those Members, who held shares in Physical form;

The Company had offered e-Voting facility to its members for casting their votes electronically. The e-Voting process commenced on Monday, September 26, 2022 at 9:00 a.m and ended on Wednesday, September 28, 2022 at 5:00 p.m.;

4. At the 30th AGM of the Company held through VC/OAVM means, on Thursday, September 29, 2022, after considering all the items of business, the facility to vote electronically was provided to facilitate those Members who were attending the Meeting through VC/OAVM but could not participate in the remote e-Voting to record their votes.
5. The remote e-Voting has been unblocked on Thursday, September 29, 2022, after 05:00 P.M. in our presence and in the presence of two witnesses' (who are not in the employment of the Company);
6. After unblocking the votes cast, the total votes cast both through remote E-voting Process and by e-Voting the AGM, were consolidated and has been considered for the purpose of this report.

The result of the remote e-Voting together with that of the voting conducted at the AGM by way of electronic means are as under:

ORDINARY BUSINESS

Item No. 1 (As an Ordinary Resolution):

To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended March 31, 2022 and the Reports of the Board of Directors and Auditors thereon:

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number of Shareholders	Votes	Number of Shareholders	Votes	Number of Shareholders	Votes	
Assent	106	354070	5	640	111	354710	81.43
Dissent	4	80895	-	-	4	80895	18.57
Total	110	434965	5	640	115	435605	100



As the number of vote cast in favour of the Resolution is more than the number of votes cast against, I report that the Ordinary Resolution as per Item No. 1 as set forth in the 30th AGM Notice dated August 30, 2022 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., Thursday, September 29, 2022.

Item No. 2 (As an Ordinary Resolution):

Appointment of auditors of the Company and to fix their remuneration.

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number of Shareholders	Votes	Number of Shareholders	Votes	Number of Shareholders	Votes	
Assent	106	353470	5	640	111	354110	99.77
Dissent	2	800	-	-	2	800	0.23
Total	108	354270	5	640	113	354910	100

As the number of vote cast in favour of the Resolution is more than the number of votes cast against, I report that the Ordinary Resolution as per Item No. 2 as set forth in the 30th AGM Notice dated August 30, 2022 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., Thursday, September 29, 2022.

Item No. 3 (As an Ordinary Resolution):

To appoint Sri Vijayaraj Heerachand Jain (DIN: 01319086), who retires by rotation as a Director

Particulars	Remote E-voting		Voting at the AGM		Total		Percentage (%)
	Number of Shareholders	Votes	Number of Shareholders	Votes	Number of Shareholders	Votes	
Assent	106	353470	5	640	111	354110	81.29
Dissent	4	81495	-	-	4	81495	18.71
Total	110	434965	5	640	115	435605	100

As the number of vote cast in favour of the Resolution is more than the number of votes cast against, I report that the Ordinary Resolution as per Item No. 3 as set forth in the 30th AGM Notice dated August 30, 2022 has been passed by the Members with requisite majority. The Resolution is deemed as passed on the last date of the voting i.e., Thursday, September 29, 2022.



The said result along with the Scrutinizer's report would be intimated to the Stock Exchange where the Company's securities are listed viz. www.bseindia.com, displayed on the website of CDSL viz. www.evotingindia.com and the Company's website viz. www.telesys.co.in

Thanking you,

Yours Faithfully

For Amarendra Mohapatra & Associates



Amarendra Mohapatra
Practicing Company Secretary
Membership No:26257
COP NO:14901
UDIN: A026257D001114938

Place:Bhubaneswar
Date: October 01, 2022

The following were the witnesses to the unblocking of the votes on 1st October 2022:

Witness 1 name

Witness 2 name