

January 11, 2022

<b>BSE Limited</b> Corporate Relationship Department P.J. Towers, Dalal Street, Fort, Mumbai - 400 001	<b>National Stock Exchange of India Ltd.</b> Exchange Plaza, Bandra- Kurla Complex, Bandra (East) Mumbai - 400 051
<b>Scrip Code: 506109</b>	<b>Symbol: GENESYS</b>

Dear Sir/Madam,

**Subject: Submission of result of Postal Ballot by remote e-voting process under Regulation 44 of the SEBI (LODR) Regulations, 2015**

Further to our letter dated 8th December, 2021 regarding the postal ballot notice and pursuant to regulation 44 of the SEBI (LODR) Regulations, 2015, this is to inform you that the members of the Company have approved all the resolutions contained in Postal Ballot Notice dated 4th December 2021 with the requisite majority.

The Company had appointed Mr. Sanam Umbargikar, Partner of DSM & Associates, Practicing Company Secretary, to act as Scrutinizer. The Scrutinizer has submitted his report on 11th January, 2022 which is enclosed hereunder.

The Scrutinizer's report will be placed on the Company's website [www.igenesys.com](http://www.igenesys.com)

Kindly take the above information on your record.

Thanking You,

Yours Faithfully,

For **Genesys International Corporation Limited**

**Sajid Malik**  
**Chairman & Managing Director**  
**(DIN: 00400366)**

**General information about company**

Scrip code	506109
NSE Symbol	GENESYS
MSEI Symbol	NOTLISTED
ISIN	INE727B01026
Name of the company	Genesys International Corporation Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	10-01-2022
Start time of the meeting	
End time of the meeting	

**Scrutinizer Details**

Name of the Scrutinizer	Mr. Sanam Umbargikar
Firms Name	M/s DSM & Associates
Qualification	CS
Membership Number	26141
Date of Board Meeting in which appointed	04-12-2021
Date of Issuance of Report to the company	11-01-2022

### Voting results

Record date	03-12-2021
Total number of shareholders on record date	6150
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	
b) Public	
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	
b) Public	
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Resolution(1)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Appointment of M/s. MSKA & Associates, Chartered Accountants, as Statutory Auditors of the Company to fill up casual vacancy, caused due to resignation of M/s G. K Choksi & Co., Chartered Accountants.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	14990902	14604144	97.42	14604144	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		14990902	14604144	97.42	14604144	0	100
Public- Institutions	E-Voting	1815915	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1815915	0	0	0	0	0
Public- Non Institutions	E-Voting	14418895	1877010	13.0177	1877010	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		14418895	1877010	13.0177	1877010	0	100
Total		31225712	16481154	52.7807	16481154	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

**Details of Invalid Votes**

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Resolution(2)								
Resolution required: (Ordinary / Special)			Special					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Adoption of new set Articles of Association (AOA) in substitution of existing AOA.					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	14990902	14604144	97.42	14604144	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		14990902	14604144	97.42	14604144	0	100
Public- Institutions	E-Voting	1815915	0	0	0	0	0	0
	Poll							
	Postal Ballot (if applicable)							
	Total		1815915	0	0	0	0	0
Public- Non Institutions	E-Voting	14418895	1877010	13.0177	1877010	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		14418895	1877010	13.0177	1877010	0	100
Total		31225712	16481154	52.7807	16481154	0	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

**Details of Invalid Votes**

Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	





### SCRUTINIZER'S REPORT

[Pursuant to provisions of section 108 and 110 of the Companies Act, 2013 and rule 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,

**Mr. Sajid Malik**

**Chairman & Managing Director**

**Genesys International Corporation Limited**

73A, SDF-III, SEEPZ, Andheri East,

Mumbai – 400 096, Maharashtra,

India.

#### Report on Postal Ballot through e-voting

This has reference to my appointment as Scrutinizer by the Board of Directors of **Genesys International Corporation Limited** (hereinafter the "**Company**") at their meeting held on 4<sup>th</sup> December, 2021, seeking consent of its shareholders for passing of following resolutions by Postal Ballot through e-voting, vide its Notice of Postal Ballot dated 4<sup>th</sup> December, 2021:

1. Ordinary Resolution under Section 139, 142 of the Companies Act, 2013, for appointment of M/s. MSKA & Associates, Chartered accountants, as Statutory Auditors of the Company to fill up the casual vacancy caused due to resignation of M/s. G. K. Choksi & Co., Chartered Accountants;
2. Special Resolution for adoption of new set of Articles of Association of the Company pursuant to provisions of section 5, 14, 15 of the Companies Act, 2013;

in terms of

- a. Provisions of section 108 and 110 of the Companies Act, 2013 and all other applicable provisions, if any, read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014;
- b. General Circular No.14/2020 dated 8<sup>th</sup> April, 2020, General Circular No.17/2020 dated 13<sup>th</sup> April, 2020, General Circular No.22/2020 dated 15<sup>th</sup> June, 2020, General Circular No.33/2020 dated 8<sup>th</sup> September, 2020 and General Circular No.39/2020 dated 31<sup>st</sup> December, 2020 respectively (collectively referred to as "MCA Circulars") and in relation to "Clarification on passing of Ordinary and



Special Resolution by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by COVID-19" issued by Ministry of Corporate Affairs, Government of India;

**Management's Responsibility:**

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules made thereunder relating to Postal Ballot through e-voting. My responsibility as Scrutinizer is restricted to make Scrutinizer's Report of the votes cast by shareholders of the Company on the resolutions contained in the respective Notice of Postal Ballot dated 4<sup>th</sup> December, 2021, based on the report generated from e-voting system provided by the Central Depository Services (India) Limited (hereinafter the "CDSL"), the authorised agency appointed by the Company for providing postal ballot through e-voting facilities.

In this connection, I hereby submit my report as under:

1. The Company has sent Notice of Postal Ballot pursuant to Section 110 of the Companies Act, 2013, read with rules made there under, through electronic mode alone, to the members of the Company whose names appeared in the Register of Members/ statements of Beneficial Ownership maintained by the Depositories namely, National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on Friday the 3<sup>rd</sup> December, 2021 and completed the sending of Notice of Postal Ballot, on 8<sup>th</sup> December, 2021.
2. As per relevant MCA Circulars and on account of the threats posed by the COVID-19 pandemic, physical copies of the Notice of Postal Ballot, Postal Ballot Forms and pre-paid Business Reply Envelopes are not being sent to members for this Postal Ballot.
3. The e-voting period commenced from 9.00 a.m. (IST) on Sunday the 12<sup>th</sup> December, 2021 and ended on 5.00 p.m. (IST) on Monday the 10<sup>th</sup> January, 2022.
4. I have considered, for the purpose of my Report, all the votes cast through electronic mode up to 05.00 p.m. on 10<sup>th</sup> January, 2022, i.e. the last date and time fixed by the Company for voting by Electronic means.
5. During the process of Voting by electronic means I have been assigned by and have relied upon the secured system provided by the Central Depository Services (India) Limited (CDSL) for validation of voting by electronic means. Reports for





voting for each resolution are generated from e-voting website of CDSL, by unblocking the data after 5.00 p.m. on 10<sup>th</sup> January, 2022 i.e. on 10<sup>th</sup> January, 2022 at 6.24 p.m. in presence of two witnesses. The voting by electronic means was made validated with software controls.

6. The Postal Ballot Report generated from CDSL website and all other related papers are kept under my safe custody. I shall return them in due course by separate letter for safe preservation till the resolution is given effect to.
7. I now submit my Report as under on the result of the voting by Postal Ballot in physical and electronic mode in respect of above resolutions:

Particulars	Resolution No.1 – Ordinary Resolution: Appointment of M/s. MSKA & Associates, Chartered Accountants, as Statutory Auditors of the Company to fill up the casual vacancy caused by resignation of M/s. G. K. Choksi & Co., Chartered Accountants.		
	No. of Votes	No. of Shares	% of Total Valid Votes Caste
Total Electronic Votes received	35	1,64,81,154	100.00%
Less: Invalid Electronic Votes	Nil	Nil	Nil
<b>Net Valid Electronic Votes (B)</b>	<b>35</b>	<b>1,64,81,154</b>	<b>100.00%</b>
Electronic with Assent for the Resolution	35	1,64,81,154	100.00%
Electronic with Dissent for the Resolution	Nil	Nil	Nil
<b>Result</b>	<b>Passed with requisite majority</b>		

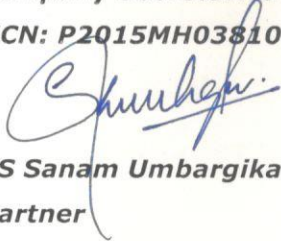
Particulars	Resolution No.2 – Special Resolution: Adoption of New Set of Articles of Association of the Company.		
	No. of Votes	No. of Shares	% of Total Valid Votes Caste
Total Electronic Votes received	35	1,64,81,154	100.00%
Less: Invalid Electronic Votes	Nil	Nil	Nil
<b>Net Valid Electronic Votes (B)</b>	<b>35</b>	<b>1,64,81,154</b>	<b>100.00%</b>
Electronic with Assent for the Resolution	35	1,64,81,154	100.00%
Electronic with Dissent for the Resolution	Nil	Nil	Nil
<b>Result</b>	<b>Passed with requisite majority</b>		



You may accordingly declare the result of the Shareholders' voting by Postal Ballot through e-voting, in respect of the Resolutions given in Notice dated 4<sup>th</sup> December, 2021 issued under section 110 of the Companies Act, 2013 and Rules made there under.

Yours Sincerely,

**For DSM & Associates**  
**Company Secretaries**  
**UCN: P2015MH038100.**



**CS Sanam Umbargikar**  
**Partner**  
**M. No.26141.**

**CP No.9394.**

**UDIN: A026141C002128263.**



Date: 11<sup>th</sup> January, 2022.

Place: Mumbai.