

Genesys International Corporation Ltd



September 29, 2020

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

Dear Sir,

Sub: Voting Results of the 38th Annual General Meeting of the Company held on September 28, 2020.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the voting results of the business transacted and set out in the Notice of 38th Annual General Meeting of the Company held on September 28, 2020 in the prescribed format.

All the resolutions contained in the said Notice were passed with requisite majority.

Kindly take the above information on your record.

Thanking You,

Yours Faithfully,

For **Genesys International Corporation Limited**

Vineet Chopra
Vice President- Legal &
Company Secretary

Regd. Office: 73-A, SDF-III, SEEPZ, Andheri (E),
Mumbai-400 096, India Tel.: +91-22-2829 0303;
+91-22-4488 4488; Fax: +91-22-2829 0603
Website: www.igenesys.com; E-
mail:investors@igenesys.com CIN:
L65990MH1983PLC029197



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	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-09-2020
Start time of the meeting	04:00 p.m.
End time of the meeting	04:10 p.m.

Scrutinizer Details

Name of the Scrutinizer	Mr. SanamUmbargikar
Firms Name	M/s. DSM & Associates
Qualification	CS
Membership Number	26141
Date of Board Meeting in which appointed	28-08-2020
Date of Issuance of Report to the company	29-09-2020

Voting results



Record date	21-09-2020
Total number of shareholders on record date	5733
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	4
b) Public	46
No. of resolution passed in the meeting	9

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Resolution (1)

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of the Audited Financial Statements (Standalone & Consolidated) of the Company for the Financial Year ended March 31, 2020 including the Audited Balance Sheet as at March 31, 2020 and the Statement of Profit and Loss for the year ended on that date and Reports of the Auditors and Directors thereon.				
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	14979902	99.9266	14979902	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	14990902	14979902	99.9266	14979902	0	100.0000	0.0000
Public-Institutions	E-Voting	2398244	517810	21.5912	517810	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2398244	517810	21.5912	517810	0	100.0000	0.0000
Public- Non Institutions	E-Voting	13754566	3442089	25.0251	3442087	2	99.9999	0.0001
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	13754566	3442089	25.0251	3442087	2	99.9999	0.0001
Total		31143712	18939801	60.8142	18939799	2	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (2)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

Appoint a director in place of Mrs. Saroja Malik, who retires by rotation and, being eligible, offers herself for re-appointment.

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	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		14990902	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	2398244	517810	21.5912	517810	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2398244	517810	21.5912	517810	0	100.0000
Public- Non Institutions	E-Voting	13754566	3442089	25.0251	3442087	2	99.9999	0.0001
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		13754566	3442089	25.0251	3442087	2	99.9999
Total		31143712	3959899	12.7149	3959897	2	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	




Resolution (3)

Resolution required: (Ordinary / Special)

Ordinary

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

Appointment of Mr. Manish Patel (DIN : 03051315)
as Independent Director of the Company

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	14979902	99.9266	14979902	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		14990902	14979902	99.9266	14979902	0	100.0000
Public-Institutions	E-Voting	2398244	517810	21.5912	517810	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2398244	517810	21.5912	517810	0	100.0000
Public- Non Institutions	E-Voting	13754566	3442089	25.0251	3442087	2	99.9999	0.0001
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		13754566	3442089	25.0251	3442087	2	99.9999
Total		31143712	18939801	60.8142	18939799	2	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	




Resolution (4)

Resolution required: (Ordinary / Special)

Special



Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

Re-appointment of Mr. Manish Patel (DIN : 03051315), as Independent Director of the Company

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	14979902	99.9266	14979902	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		14979902	99.9266	14979902	0	100.0000	0.0000
Public-Institutions	E-Voting	2398244	517810	21.5912	517810	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		517810	21.5912	517810	0	100.0000	0.0000
Public- Non Institutions	E-Voting	13754566	3442089	25.0251	3442087	2	99.9999	0.0001
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		3442089	25.0251	3442087	2	99.9999	0.0001
Total		31143712	18939801	60.8142	18939799	2	100.0000	0.0000
Whether resolution is Pass or Not.							Yes	

Resolution (5)

Resolution required: (Ordinary / Special)

Special

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

Revision in terms of remuneration of Mrs. Saroja Malik, Whole-time Director for remaining term.

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	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		14990902	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	2398244	517810	21.5912	517810	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2398244	517810	21.5912	517810	0	100.0000
Public- Non Institutions	E-Voting	13754566	3442089	25.0251	3441652	437	99.9873	0.0127
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		13754566	3442089	25.0251	3441652	437	99.9873
Total		31143712	3959899	12.7149	3959462	437	99.9890	0.0110
Whether resolution is Pass or Not.							Yes	




Resolution (6)

Resolution required: (Ordinary / Special)

Special

Whether promoter/promoter group are interested in the agenda/resolution?

Yes

Description of resolution considered

Revision of terms of remuneration of Mr. Sajid Malik, Chairman and Managing Director for remaining term.

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	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		14990902	0	0.0000	0	0	0.0000
Public-Institutions	E-Voting	2398244	517810	21.5912	517810	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2398244	517810	21.5912	517810	0	100.0000
Public- Non Institutions	E-Voting	13754566	3442089	25.0251	3441652	437	99.9873	0.0127
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		13754566	3442089	25.0251	3441652	437	99.9873
Total		31143712	3959899	12.7149	3959462	437	99.9890	0.0110
Whether resolution is Pass or Not.							Yes	




Resolution (7)

Resolution required: (Ordinary / Special)

Special

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

Payment of remuneration to Mr. Ganapathy Vishwanathan, Non-Executive Non Independent Director.

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	14979902	99.9266	14979902	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		14990902	14979902	99.9266	14979902	0	100.0000
Public-Institutions	E-Voting	2398244	517810	21.5912	517810	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2398244	517810	21.5912	517810	0	100.0000
Public- Non Institutions	E-Voting	13754566	3341347	24.2926	3340910	437	99.9869	0.0131
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		13754566	3341347	24.2926	3340910	437	99.9869
Total		31143712	18839059	60.4907	18838622	437	99.9977	0.0023
Whether resolution is Pass or Not.							Yes	




Resolution (8)

Resolution required: (Ordinary / Special)

Special

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

Approval of Genesys International Corporation Limited - Employee Stock Option Scheme 2020 ("Genesys ESOP Scheme - 2020")

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	14979902	99.9266	14979902	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		14990902	14979902	99.9266	14979902	0	100.0000
Public-Institutions	E-Voting	2398244	517810	21.5912	517810	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2398244	517810	21.5912	517810	0	100.0000
Public- Non Institutions	E-Voting	13754566	3442089	25.0251	3441652	437	99.9873	0.0127
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		13754566	3442089	25.0251	3441652	437	99.9873
Total		31143712	18939801	60.8142	18939364	437	99.9977	0.0023
Whether resolution is Pass or Not.							Yes	




Resolution (9)

Resolution required: (Ordinary / Special)

Special

Whether promoter/promoter group are interested in the agenda/resolution?

No

Description of resolution considered

Grant of Stock Options to the employees of
Subsidiary Company/ies under "GENESYS ESOP
SCHEME - 2020"

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	14979902	99.9266	14979902	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		14990902	14979902	99.9266	14979902	0	100.0000
Public-Institutions	E-Voting	2398244	517810	21.5912	517810	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		2398244	517810	21.5912	517810	0	100.0000
Public- Non Institutions	E-Voting	13754566	3442089	25.0251	3441652	437	99.9873	0.0127
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		13754566	3442089	25.0251	3441652	437	99.9873
Total		31143712	18939801	60.8142	18939364	437	99.9977	0.0023
Whether resolution is Pass or Not.							Yes	

Details of Invalid Votes for resolution 1 to 9

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

SCRUTINIZER'S REPORT - COMBINED

[Pursuant to provisions of section 108 of the Companies Act, 2013 and rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014]

To,
Mr. Sajid Malik
Chairman & Managing Director

38th Annual General Meeting of the Equity Shareholders of **Genesys International Corporation Limited** held on **Monday the 28th September, 2020**, at **4.00 p.m.** through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") on account of Outbreak of COVID-19 pandemic and in accordance with the relevant circulars issued by Ministry of Corporate Affairs.

Dear Sir,

I, CSSanam Umbargikar, Partner of M/s. DSM & Associates, Company Secretaries, having been appointed by the Board of Directors of the **Genesys International Corporation Limited** (the Company) as a Scrutinizer for the purpose of scrutinizing the e-voting process and e-voting process carried out at 38th Annual General Meeting pursuant to provisions of section 108 of the Companies Act, 2013 read with rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of Securities Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulation 2015 and on scrutiny of the same, I submit my Combined Report on the results of the remote e-voting together with the e-voting at the 38th Annual General Meeting ("AGM").

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 voting through remote e-voting as well as e-voting at the AGM on the resolutions contained in the Notice of the 38th Annual General Meeting of the members of the Company. My responsibility as a Scrutinizer is to ensure that the voting process, both through remote e-voting and e-voting at the AGM, is conducted in fair and transparent manner and submit consolidated/combined Scrutinizer's Report of the total votes cast "In Favour" or "Against", if any, on the resolutions, to the Chairman, based on the reports generated from the remote e-voting system provided by Central Depository Services (India)



Limited ("CDSL/Service Provider"), the authorised agency to provide remote e-voting and e-voting at the AGM, as engaged by the Company.

Report on Scrutiny

- The Company had appointed Central Depository Services (India) Limited ("CDSL") as the Service provider, for the purpose of extending the facility of Remote e-Voting and e-voting at the AGM to the members of the Company. Bigshare Services Private Limited is Registrar and Share Transfer Agents ("RTA") of the Company
- Company has informed that, on the basis of the Register of Members and List of Beneficiary Owners made available by the depositories viz. National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), the Company completed dispatch of Notice of AGM along with Annual Report of 2019-20 as under :-
 - On 4th September, 2020 by email to all the Members, who had registered their email-ids with the Company/RTA;
- The Voting rights were reckoned as on Monday, 21st September, 2020 being the cut-off date for the purpose of deciding the entitlements of members at the Remote E-Voting and voting at the AGM.
- Remote e-Voting process was open from 9.00 a.m. on Friday, 25th September, 2020 till 5.00 p.m. on Sunday, 27th September, 2020 and members were required to cast their votes electronically conveying their assent or dissent in respect of Resolutions, on the Remote e-Voting platform provided by CDSL.
- As prescribed in clause (v) of sub rule 4 of the Rule 20 of Companies (Management and Administration) Rules, 2014, the Company also released an advertisement, which was published more than 21 days before the date of AGM in English in "The Free Press Journal" and in Marathi in "Navshakti" newspaper dated 5th September, 2020.
- At the end of the voting period on 27th September, 2019 at 5.00 p.m., the voting portal of Service Provider was blocked forthwith.
- On completion of AGM, I unblocked the results of remote e-voting and e-voting at the AGM on the CDSL e-voting platform, as prescribed in sub rule 4(xii) of the said rule 20 and downloaded the results.



Combined Results of E-Voting and Ballot at the AGM are as under:

(a) Resolution No.1:- Ordinary Resolution -

Adoption of the Audited Standalone financial statements as well as Consolidated financial statements, Report of the Auditors' for the financial year ended 31st March, 2020 and the Directors' Report thereon;

Particulars	Remote e-voting		e-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	69	1,89,39,799	Nil	Nil	69	1,89,39,799	100.00%
Dissent	2	2	Nil	Nil	2	2	0.00%
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	71	1,89,39,801	Nil	Nil	71	1,89,39,801	100.00%

Accordingly, out of 1,89,39,801 votes cast (remote e-voting and e-voting at the AGM), 1,89,39,799 votes were cast ASSENTING to the Ordinary Resolution constituting 100.00% of the total votes cast; 2 votes were cast DISSENTING to the Ordinary Resolution constituting 0.00% of the total votes cast.

Thus, the Ordinary Resolution as contained in Item No.1 is passed with requisite majority.

(b) Resolution No.2:- Ordinary Resolution -

To appoint Director in place of Mrs. Saroja Malik (DIN: 00400421), who retires by rotation and being eligible, offers herself for re -appointment:

Particulars	Remote e-voting		e-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	62	39,59,897	Nil	Nil	62	39,59,897	100.00%
Dissent	2	2	Nil	Nil	2	2	0.00%
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	64	39,59,899	Nil	Nil	64	39,59,899	100.00%

Accordingly, out of 39,59,899 votes cast (remote e-voting and e-voting at the AGM) 39,59,897 votes were cast ASSENTING to the Ordinary Resolution constituting 100.00% of the total votes cast; 2 votes were cast DISSENTING to the Ordinary Resolution constituting 0.00% of the total votes cast.



Thus, the Ordinary Resolution as contained in Item No.2 is passed with requisite majority.

* Promoters and Promoters groups, being Directors and relatives of Directors were interested, hence their voting is not considered while calculating the same.

(c) Resolution No.3:- Ordinary Resolution-

Appointment of Mr. Manish Patel (Din No.03051315) as Independent Director of the Company:

Particulars	Remote e-voting		e-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	69	1,89,39,799	Nil	Nil	69	1,89,39,799	100.00%
Dissent	2	2	Nil	Nil	2	2	0.00%
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	71	1,89,39,801	Nil	Nil	71	1,89,39,801	100.00%

Accordingly, out of 1,89,39,801 votes cast (remote e-voting and e-voting at the AGM), 1,89,39,799 votes were cast ASSENTING to the Ordinary Resolution constituting 100.00% of the total votes cast; 2 votes were cast DISSENTING to the Ordinary Resolution constituting 0.00% of the total votes cast.

Thus, the Ordinary Resolution as contained in Item No.3 is passed with requisite majority.

(d) Resolution No.4:- Special Resolution:

Re-appointment of Mr. Manish Patel (Din No.03051315) as Independent Director of the Company:

Particulars	Remote e-voting		e-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	69	1,89,39,799	Nil	Nil	69	1,89,39,799	100.00%
Dissent	2	2	Nil	Nil	2	2	0.00%
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	71	1,89,39,801	Nil	Nil	71	1,89,39,801	100.00%

Accordingly, out of 1,89,39,801 votes cast (remote e-voting and e-voting at the AGM), 1,89,39,799 votes were cast ASSENTING to the Special Resolution constituting 100.00%



of the total votes cast; 2 votes were cast DISSENTING to the Special Resolution constituting 0.00% of the total votes cast.

Thus, the Special Resolution as contained in Item No.4 is passed with requisite majority.

(e) Resolution No.5:- Special Resolution -

Revision in terms of remuneration of Mrs. Saroja Malik, Whole Time Director for remaining term:

Particulars	Remote e-voting		e-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	61	39,59,462	Nil	Nil	61	39,59,462	99.99%
Dissent	3	437	Nil	Nil	3	437	0.01%
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	64	39,59,899	Nil	Nil	64	39,59,899	100.00%

Accordingly, out of 39,59,899 votes cast (remote e-voting and e-voting at the AGM), 39,59,462 votes were cast ASSENTING to the Special Resolution constituting 99.99% of the total votes cast; 437 vote were cast DISSENTING to the Special Resolution constituting 0.01% of the total votes cast.

Thus, the Special Resolution as contained in Item No.5 is passed with requisite majority.

* Promoters and Promoters groups, being Directors and relatives of Directors, were interested, hence their voting is not considered while calculating the same.

(f) Resolution No.6:- Special Resolution -

Revision of terms of remuneration of Mr. Sajid Malik, Chairman and Managing Director for remaining term:

Particulars	Remote e-voting		e-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	61	39,59,462	Nil	Nil	61	39,59,462	99.99%
Dissent	3	437	Nil	Nil	3	437	0.01%
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	64	39,59,899	Nil	Nil	64	39,59,899	100.00%

Accordingly, out of 39,59,899 votes cast (remote e-voting and e-voting at the AGM), 39,59,462 votes were cast ASSENTING to the Special Resolution constituting 99.99% of



the total votes cast; 437 vote were cast DISSENTING to the Special Resolution constituting 0.01% of the total votes cast.

Thus, the Special Resolution as contained in Item No.6 is passed with requisite majority.

* Promoters and Promoters groups, being Directors and relatives of Directors were interested, hence their voting is not considered while calculating the same.

(g)Resolution No.7:- Special Resolution

Payment of remuneration to Mr. Ganapathy Vishwanathan, Non-Executive Non Independent Director:

Particulars	Remote e-voting		e-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	66	1,88,38,622	Nil	Nil	66	1,88,38,622	100.00%
Dissent	3	437	Nil	Nil	3	437	0.00%
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	69	1,88,39,059	Nil	Nil	69	1,88,39,059	100.00%

Accordingly, out of 1,88,39,059 votes cast (remote e-voting and e-voting at the AGM) 1,88,38,622 votes were cast ASSENTING to the Special Resolution constituting 100.00% of the total votes cast; 437 votes were cast DISSENTING to the Special Resolution constituting 0.00% of the total votes cast.

Thus, the Special Resolution as contained in Item No.7 is passed with requisite majority.

* Mr. Ganapathy Vishwanathan and Mrs. Sudha Ganapathy, being interested in passing of the resolution – did not participated in the voting.

(h)Resolution No.8:- Special Resolution

Approval of Genesys International Corporation Limited – Employee Stock Option Scheme 2020 (“Genesys ESOP Scheme 2020”):

Particulars	Remote e-voting		e-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	68	1,89,39,364	Nil	Nil	68	1,89,39,364	100.00%
Dissent	3	437	Nil	Nil	3	437	0.00%
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	71	1,89,39,801	0	0	71	1,89,39,801	100.00%



Accordingly, out of 1,89,39,801 votes cast (remote e-voting and e-voting at the AGM), 1,89,39,364 votes were cast ASSENTING to the Special Resolution constituting 100.00% of the total votes cast; 437 votes were cast DISSENTING to the Special Resolution constituting 0.00% of the total votes cast.

Thus, the Special Resolution as contained in Item No.8 is passed with requisite majority.

(J)Resolution No.9:- Special Resolution

Approval of Genesys International Corporation Limited – Employee Stock Option Scheme 2020 ("Genesys ESOP Scheme 2020"):

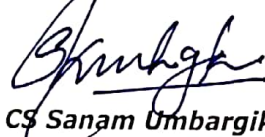
Particulars	Remote e-voting		e-Voting at the AGM		Total		Percentage (%)
	Number	Votes	Number	Votes	Number	Votes	
Assent	68	1,89,39,364	Nil	Nil	68	1,89,39,364	100.00%
Dissent	3	437	Nil	Nil	3	437	0.00%
Abstain	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	71	1,89,39,801	0	0	71	1,89,39,801	100.00%

Accordingly, out of 1,89,39,801 votes cast (remote e-voting and e-voting at the AGM), 1,89,39,364 votes were cast ASSENTING to the Special Resolution constituting 100.00% of the total votes cast; 437 votes were cast DISSENTING to the Special Resolution constituting 0.00% of the total votes cast.

Thus, the Special Resolution as contained in Item No.9 is passed with requisite majority.

Yours Faithfully,

For DSM & Associates
Company Secretaries


CS Sanam Umbargikar
Partner



M. No.26141.

CP No.9394.

UDIN:A026141B000790102.

Date: 28th September, 2020.

Place: Mumbai.