FCS
The efficiency catalyst ● ● ●

FCS/STX/2021

29ᵗʰ September, 2021

To,
The Bombay Stock Exchange Ltd.,
Corporate Relationship Department,
P J Tower, Dalal Street,
Mumbai- 400001

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E),
Mumbai- 400051

Subject: <u>Outcome of the 28th Annual General Meeting held on 29ᵗʰ September, 2021</u>

Dear Sir,
Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we wish to inform you that 28ᵗʰ Annual General Meeting of the Company was held today at 11.30 A.M through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) facility provided by Link Intime India Private Limited and concluded at 11:47 A.M.

The following resolutions were passed by the members through e-voting started from 26ᵗʰ September, 2021, 9:00 A.M and ends on 28ᵗʰ September, 2021, 5:00 P.M and remote e-Voting at the Annual General Meeting with requisite majority.

S.NO	ITEMS
A.	**ORDINARY BUSINESS**
1.	Adoption of the Audited Financial Statements for the year ended 31st March, 2021 together with the reports of the Directors and Auditors thereon.
2.	Re-appointment of Mr. Sunil Sharma (DIN: 05359128) as Executive Director of the Company who was liable to retire by rotation, on the same terms and conditions.
B.	**SPECIAL BUSINESS**
3.	Approval of the terms of re-appointment of Mr. Sunil Sharma (Din: 05359128) as an executive director of the company and approve his remuneration.

We are also enclosing herewith a summary of proceedings of meeting.

This is for your information and records.

Thanking You,

Yours faithfully,

For **FCS Software Solutions Limited**

FCS Software Solutions Ltd.

Harsha Sharma Company Secretary
(Company Secretary)
Membership No.: A33548

enterprise interfaces
collaborative platforms
business processes

Summary of the proceedings at 28th Annual General Meeting of FCS Software Solutions Limited

Date, time and venue of the meeting:

1. The 28th Annual General Meeting of the Company held on Wednesday, 29th September, 2021 at 11.30 A.M. through Video Conferencing (VC)/ Other Audio Visual Means (OAVM). The meeting was held in compliance with circular No. 14/2020 dated April 8, 2020, circular No. 17/2020 date April 13, 2020 read with circular No. 20/2020 dated May 5, 2020 issued by Ministry of Corporate Affairs (hereinafter collectively referred to as "circulars") and SEBI circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and other applicable provision of The Companies Act, 2013 read with rules made thereunder.

Proceedings in brief:

2. Mr. Shayam Sunder Sharma, Non-executive Independent Director of the Company, occupied the chair.

3. As per section 103 of Companies Act, 2013 required quorum for convening the Annual General Meeting was present.

4. The Chairman welcomed the members to 28th Annual General Meeting of Company through Video Conferencing (VC)/ Other Audio Visual Means (OAVM). The Chairman introduced the Directors present and roll call was taken. The meeting was started with introduction of all the directors, members of Audit Committee, Nomination & Remuneration Committee and Stakeholder Relationship Committee who had attended the meeting through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) from their respective location.

5. The notice of Annual General Meeting along with Directors Report and Auditors Report were taken as read by the Chairman.

6. The Chairman read out the details of remote e-voting and instructions for AGM. He stated that in accordance with the provisions of the Companies Act, 2013, and the rules made thereunder, the remote e-voting facility for voting on the resolution(s) contained in the Notice of the 28th Annual General Meeting was provided to the Members of the Company from 9.00 A.M. on 26th September 2021 and up to 5.00 P.M. on 28th September, 2021 and that the e-voting module was closed by Link Intime India Private Limited thereafter.

7. The following items of business as set out in notice convening 28th Annual General Meeting were placed before members consideration and approval:-
    There were three items to be considered at this AGM-
    a. Items under Ordinary business are:
        ➢ To receive, consider and adopt the Audited Financial statements of the Company for the financial year ended on 31st March, 2021, together with Report of the Board of Directors and Auditors Report.
        ➢ To appoint a director in place of Mr. Sunil Sharma, Executive Director of the Company, who retires by rotation and being eligible, offer himself for re-appointment.

    b. Items under Special business are:
- ➢ To approve the terms of re-appointment of Mr. Sunil Sharma (Din: 05359128) as an executive director of the company and approve his remuneration.

8. Three members had registered as speaker for the AGM. One of the member was unable to speak due to technical error and other two members did not join the meeting. The Company Secretary thereafter requested the Members who had not voted through remote e-voting to vote through e-voting process provided at the AGM. Mr. Neeraj Arora, Practicing Company Secretary was appointed as Scrutinizer for scrutinizing the remote e-voting and e-voting at the AGM.

Voting by Members:

9. The Company had provided remote e-voting facility to its members to cast votes electronically on both items of business set out in the Notice. Further, the facility to vote on resolutions through electronic voting system at the meeting was made available to the members who participated in the meeting and had not cast their votes through remote e-voting.
10. Thereafter, Chairman declared the closure of the meeting.
11. There being no other business to transact, the meeting was concluded at **11:47 A.M.**

Note: This is only the summarized proceedings of the Annual General Meeting.

Please take on record of the same.

For **FCS Software Solutions Limited**

FCS Software Solutions Ltd.

Harsha Sharma Company Secretary

(Company Secretary)
Membership No.: A33548

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