

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: Outcome of the 29th Annual General Meeting held on 3<sup>rd</sup> August, 2022**

Dear Sir,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we wish to inform you that 29<sup>th</sup> 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 12:10 P.M.

The following resolutions were passed by the members through e-voting started from 31<sup>st</sup> July, 2022, 9:00 A.M and ends on 2<sup>nd</sup> August, 2022, 5:00 P.M and remote e-Voting at the Annual General Meeting with requisite majority.

S.NO	ITEMS
<b>A.</b>	<b>ORDINARY BUSINESS</b>
1.	To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Report of the Auditors thereon.
2.	To appoint Mr. Mahendra Pratap Singh, Non-executive Director of the Company (DIN: 08201381), who retires by rotation and being eligible, offer himself for re-appointment.
3.	To appoint M/s SPMG & Company, Chartered Accountant as Statutory Auditor and authorize the board to fix their remuneration
<b>B.</b>	<b>SPECIAL BUSINESS</b>
4.	Regularisation of appointment of Ms. Archana Sharma (DIN: 08300527) as Non-Executive Independent Director of the company.
5.	Regularisation of appointment of Mr. Brijesh Singh Bhadauriya (DIN: 00489983) as Non-Executive Independent Director of the company
6.	To consider and approve the remuneration of Mr. Dalip Kumar, Chairman & Managing Director of the Company for his remaining term.
7.	To consider and approve the remuneration of the Mr. Sunil Sharma, Executive Director of the Company.

**FCS Software Solutions Ltd.**

**Company Secretary**

**FCS Software Solutions Limited**

Regd. off : 205, 2nd Floor, Aggarwal Chamber IV, 27, Veer Sawarkar Block, Vikas Marg, Shakerpur, Delhi 110 092

Tel: +91-011-42418371, www.fcsltd.com

Corporate Office: Plot No. 83, NSEZ, Noida Phase II, Noida-201305, Tel: 0120-4635900 Fax: 0120-4635941

Email id: Investors@fcsltd.com website:- www.fcsltd.com

Noida Office: A-88, Sector-57, Noida-201301, India, Tel: 0120-3061100, Fax No-0120-3061111

Plot No. 1A, Sector-73, Noida-201301

Chandigarh Office: Plot -J-7, Rajiv Gandhi Chandigarh Technology Park, Kishan Garh Chandigarh-160101

Panchkula Office: Plot No.-11, HSIIDC Park, Sector-22, Panchkula, Haryana -134109

Gurugram Office: Plot No-54, EHTP, Sector-34, Gurugram-122004



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

## Summary of the proceedings at 29th Annual General Meeting of FCS Software Solutions Limited

### Date, time and venue of the meeting:

1. The 29<sup>th</sup> Annual General Meeting of the Company held today 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 and latest Circular No. 2/2022 ("MCA Circulars") dated May 05, 2022 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 29th Annual General Meeting of Company through Video Conferencing (VC)/ Other Audio Visual Means (OAVM). The Chairman introduced the Directors present. 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 Company Secretary read out the details of remote e-voting and instructions for AGM. She 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 29th Annual General Meeting was provided to the Members of the Company from 9.00 A.M. on 31<sup>st</sup> July 2022 and up to 5.00 P.M. on 2<sup>nd</sup> August, 2022 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 29th Annual General Meeting were placed before members for consideration and approval:-

There were seven items to be considered at this AGM-

a. Items under Ordinary business are:

- To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2022, together with the Reports of the Board of Directors and the Auditors thereon and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2022, together with the Report of the Auditors thereon.
- To appoint Mr. Mahendra Pratap Singh, Non-executive Director of the Company (DIN: 08201381), who retires by rotation and being eligible, offer himself for re-appointment
- To appoint M/s SPMG & Company, Chartered Accountants as Statutory Auditor and authorise the Board to fix their remuneration

b. Items under Special business are:

- Regularisation of appointment of Ms. Archana Sharma (DIN: 08300527) as non-executive Independent Director of the Company
- Regularisation of appointment of Mr. Brijesh Singh Bhadauriya (DIN: 00489983) as non-executive Independent Director of the Company
- To approve remuneration to Mr. Dalip Kumar, Chairman & Managing Director of the Company for his remaining term
- To Consider and approve remuneration of Mr. Sunil Sharma, Executive Director of the Company

8. Nine members had registered as speaker for the AGM. All those members who have registered as speakers have duly attended and speak out at 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 **12:10 P.M.**

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

Please take on note record of the same.

For FCS Software Solutions Ltd.

Harsha Sharma

Company Secretary

(Company Secretary)

Membership No.: A33548