

CMSINFO/2408/001

August 6, 2024

To,

BSE Limited

Listing Department,
1st Floor, PJ Towers,
Dalal Street,
Fort, Mumbai – 400 001

National Stock Exchange of India Limited

Listing Department,
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex, Bandra(East),
Mumbai – 400 051

Scrip Code: 543441

Symbol: CMSINFO

Sub:- Summary of Proceedings of the 17th Annual General Meeting of the Company

Dear Sir/Madam,

Pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith a summary of proceedings of 17th Annual General Meeting of the Company held on Tuesday, August 6, 2024 through Video Conferencing/ Other Audio Video Means.

This is for your information and record please.

**Thanking you,
Yours faithfully
For CMS Info Systems Limited**

**Debashis Dey
Company Secretary & Compliance Officer**

Encl: A/a

SUMMARY OF PROCEEDINGS OF THE 17TH ANNUAL GENERAL MEETING OF CMS INFO SYSTEMS LIMITED HELD THROUGH VIDEO CONFERENCING/OTHER AUDIO VISUAL MEANS (VC/OAVM) ON TUESDAY, AUGUST 6, 2024 AT 3.00 P.M. (IST)

The 17th Annual General Meeting ('AGM/Meeting') of the Shareholders of CMS Info Systems Limited ('the Company') was held on Tuesday, August 6, 2024 at 3.00 p.m. (IST) through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM') in compliance with the relevant circulars issued by the Ministry of Corporate Affairs (MCA) and Securities and Exchange Board of India (SEBI).

The AGM was attended by 55 Shareholders of the Company through VC/OAVM.

Mrs. Shyamala Gopinath, Chairperson and Mr. Rajiv Kaul, Executive Vice-Chairman, Whole time Director & CEO, welcomed the Shareholders, fellow Directors, Auditors and other participants who had joined the AGM.

Mr. Debashis Dey, Company Secretary explained the procedural and technical aspects for participating in the AGM. He also confirmed that, the relevant Registers as required under the Companies Act, 2013 and other relevant documents mentioned in the AGM Notice were available for inspection.

The requisite quorum being present, the Chairperson commenced the proceedings of the AGM.

With the consent of the Shareholders, the Notice convening the Meeting and the Statutory Auditor's Report and Secretarial Auditor's Report were taken as read.

The Chairperson informed that the Statutory Auditors' Report and Secretarial Auditors Report did not have any qualifications, observations, comments or other adverse remarks and the same were not required to be read at the meeting.

Thereafter, at the request of Mrs. Shyamala Gopinath, Mr. Rajiv Kaul made a presentation to the shareholders on the business updates of the Company and also chaired the remaining proceedings of the Meeting.

At the request of the presiding Chairman, Mr. Debashis Dey, Company Secretary introduced the following items which were proposed to be transacted at the AGM through e-voting:

Sr. No.	Particulars	Type of Resolution
Ordinary Business:		
1.	To receive, consider and adopt the: a) Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2024 together with the reports of the Board of Directors and Auditors thereon; and b) Audited Consolidated Financial Statements of the Company for the financial year ended March 31,	Ordinary Resolution

Sr. No.	Particulars	Type of Resolution
	2024 together with the report of the Auditors thereon	
2.	To confirm interim dividend of ₹ 2.50 per fully paid equity share declared for financial year 2023-24 and to approve final dividend of ₹ 3.25 per fully paid equity share for the financial year ended March 31, 2024.	Ordinary Resolution
3.	To Re-appoint Mr. Krzysztof Wieslaw Jamroz (DIN: 07462321) as Director, who retires by rotation at this Annual General Meeting (AGM) and, being eligible, offers himself for re-appointment.	Ordinary Resolution
Special Business:		
4.	To Ratify remuneration of ₹1,25,000 payable to M/s. S.K. Agarwal & Associates, as Cost Accountants for F.Y. ended 31st March, 2025.	Ordinary Resolution
5.	To approve for reclassification of authorized share capital and consequent alteration to Clause V (Capital Clause) of Memorandum of Association of the Company	Special Resolution
6.	To approve for alteration of Articles of Association of the Company	Special Resolution

Thereafter Mr. Rajiv Kaul, then invited the Shareholders to express their views and ask questions/queries arising from the agenda items for the AGM.

After the respective speakers had raised their queries, Mr. Kaul responded to the same and thanked the speaker shareholders for their feedback, queries and suggestions.

Post the Q & A session, Mr. Rajiv requested the shareholders who had not yet voted, to cast their votes through e-voting and declared that Mr. Debashis Dey, Head Company Secretary & Compliance Officer, was authorised to receive the Scrutinizers Report from Mr. M Siroya, Proprietor, M Siroya and Company, Company Secretaries and intimate the results of the consolidated e-voting to the Stock Exchanges. It was further informed that the consolidated voting results would be declared within 2 working days after the conclusion of the AGM.

Finally, Mr. Rajiv thanked the shareholders for attending and participating at the meeting and their continued support.

The e-Voting facility was kept open for the next 15 minutes to enable the Shareholders to cast their vote.

The AGM was declared to have concluded post expiry of 15 minutes i.e. at 4:35 pm (IST).