

RECORDING TRANSCRIPT

38TH ANNUAL GENERAL MEETING

Date of Meeting : **Monday, September 28, 2020**

Time : **4.00 P.M. (IST)**

Place : **Through Video Conferencing/ Other Audio-Visual Means**

Mr. Vineet Chopra: Good Afternoon all, and welcome to the 38th Annual General Meeting of Genesys International Corporation Limited.

Requisite quorum for the meeting is present. I would like to inform the shareholders that the Company had extended remote e-voting facility to members during 25th September 2020 to 27th September 2020. Shareholders who could not cast their vote still have an opportunity to cast their vote during the meeting. Mr. Sanam Umbargikar of M/s DSM & Associates, Company Secretaries, is the Scrutinizer for today's meeting.

Mr. Sanam Umbargikar, Partner of M/s DSM & Associates, was also present in the meeting.

Now, I would request chairman to take up further proceedings of the meeting.

Mr. Sajid Malik, Chairman & Managing Director of the Company to Chair the meeting. We have the requisite quorum present through video conference to conduct the proceedings of this meeting.

Before, I handover to conduct the proceedings of this AGM to the Chairman Sir, I would like to draw the attention of the members to a few points.

Mr. Sajid Malik:

Welcome to Shareholders.

- a. Necessary quorum for meeting is present, I declare AGM as 'open'.
- b. Introduction of colleagues present:
 - Mr. Ganesh Acharya: Independent Director & Chairman of the Audit Committee
 - Mrs. Saroja Malik: Whole-time Director
 - Mr. Ganapathy Vishwanathan: Director

Mr. Shreyas Parikh, Partner of GK Chokshi & Co., the Statutory Auditors was also present.

The Chairman then delivered his speech.

With the permission of shareholders, Notice & Directors Report is considered as read. Company Secretary may please read the agenda items.

- Mr. Vineet Chopra: Agenda Items for today's meeting are:
Ordinary Business:
1. Adoption of Accounts, Report of the Auditors and Directors thereon for FY ended on 31st March 2020.
 2. Re-appointment of Director retiring by rotation.
- Special Business:
3. Appointment of Mr. Manish Patel (DIN: 03051315) as Independent Director.
 4. Reappointment of Mr. Manish Patel (DIN: 03051315) as Independent Director.
 5. Revision in terms of remuneration of Mrs. Saroja Malik, Whole-time Director for remaining term.
 6. Revision in terms of remuneration of Mr. Sajid Malik, Chairman and Managing Director for remaining term.
 7. Payment of remuneration to Mr. Ganapathy Vishwanathan, Non-Executive Non-Independent Director.
 8. Approval of Genesys International Corporation Limited - Employee Stock Option Scheme 2020 ("Genesys ESOP Scheme - 2020")
 9. Grant of Stock Options to the employees of Subsidiary Company/ies under "GENESYS ESOP SCHEME - 2020"
- Mr. Sajid Malik: Auditor's Report has no qualification or adverse observations, I consider it as read.
Now I invite members to raise queries.
- Mr. Vineet Chopra: We have Mr. Yusuf Rangwala as a registered speaker.
He was invited, however he was not present.
- Mr. Vineet Chopra: Thankyou. With this, we can conclude the question session from shareholders. I would like to inform all the members who could not cast their votes through remote e-voting can cast their vote now on this portal in next few Minutes present at the meeting.
- Mr. Sajid Malik: This concludes the business of the 38th AGM of the Company. I thank you all the members and the Board for the participation and smooth conduct of the meeting.
