Genesys International Corporation Ltd.



June 14, 2022

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

Dear Sirs / Madam,

Sub: Outcome of Board Meeting held on June 14, 2022.

Further to our letter dated June 09, 2022 and with reference to the captioned matter, this is to inform you that the Board of Directors of the Company, at its meeting held today i.e. Tuesday, 14th June, 2022 have *inter-alia*, considered and approved following:

i. Issuance of securities on Preferential basis to Non Promoters:

Subject to approval of the shareholders of the Company and such other regulatory/governmental approvals as may be required, the Board has approved to create, offer, issue and allot on preferential basis, the following securities.

- a. Issuance of upto 8,69,565 (eight lakhs sixty nine thousand five hundred sixty five), equity shares of face value of Rs. 5/- each of the Company on a preferential basis in accordance with Chapter V with SEBI (ICDR) Regulations, 2018, as amended time to time and other applicable laws, at price of Rs. 460/- (Rupees four hundred sixty) per equity share aggregating to Rs. 39,99,99,900/- (Rupees thirty nine crore ninety nine lakh ninety nine thousand nine hundred) to Foreign Portfolio Investor, Non Promoter Public category.
- b. Issuance of upto 29,79,975 (twenty nine lakh seventy nine thousand nine hundred seventy five), equity shares of face value of Rs.5/- each of the Company on a preferential basis in accordance with Chapter V with SEBI (ICDR) Regulations, 2018, as amended from time to time and other applicable laws, at price of Rs. 470/- (Rupees four hundred seventy only) per equity shares aggregating to Rs. 140,05,88,250 (Rupees one hundred forty crore five lakh eighty eight thousand two fifty only) to Individual Investors, Non Promoter Public category.
- c. Issuance of upto 1,304,345 (thirteen lakh four thousand three hundred forty five) warrants on a preferential basis at a price of Rs. 460/- (Rupees four hundred sixty only) per warrant, each convertible into 1 (one) equity share of the face value of Rs. 5/- (Rs five only) each fully paid up at a premium of Rs. 455/- (Rs. four hundred fifty five only) per share within a period of 18 (eighteen) months from the date of allotment in accordance

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CIN: L65990MH1983PLC029197



with SEBI (ICDR) Regulations, 2018, aggregating to Rs. 59,99,98,700/- (Rupees fifty nine crore ninety nine lakh ninety eight thousand seven hundred only) to Foreign Portfolio Investor Non Promoter Public category.

d. Issuance of upto 3,19,145 (three lakh nineteen thousand one hundred forty five) warrants on a preferential basis at a price of Rs. 470/- (Rupees four hundred seventy only) per warrant, each convertible into 1 (one) equity share of the face value of Rs. 5/- (Rs five only) each fully paid up at a premium of Rs. 465/- (Rupees four hundred sixty five only) per share within a period of 18 (eighteen) months from the date of allotment in accordance with SEBI (ICDR) Regulations, 2018, aggregating to Rs. 14,99,98,150 (Rupees fourteen crore ninety nine lakhs ninety eight thousand one hundred fifty) to Individual Investor, Non Promoter Public category.

The information as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 with respect to the aforesaid Preferential Issue is enclosed as *Annexure I*

- ii. The Board approved Genesys Employee Stock Option Scheme 2022 subject to approval of shareholders.
- iii. Consolidation of shareholding in subsidiary
- iv. The Board also approved convening of an Extra Ordinary General Meeting (EGM) of the members of the Company through Video Conferencing/ Other Audio Video means, on Saturday, July 09, 2022, along with the draft Notice to convene EGM.

The meeting commenced at 8.30 p.m. and concluded at 10.10 p.m.

Please take the above on your records.

Thanking you,

Yours faithfully

for Genesys International Corporation Limited

Vineet Chopra

Vice President - Legal & Company Secretary

Enclosed: As above



Annexure I

Disclosure pursuant to SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with SEBI circular no. CIR/CFD/CMD/4/2015 dated September 09, 2015;

			A			1				
Sr.	Particulars	Information	1							
1	Type of Security	Equity share	Equity shares							
2	Type of Issuance	Preferential	Preferential Allotment							
3	Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)	Issuance of upto 869,565 (eight lakhs sixty nine thousand five hundred sixty five), equity shares of face value of Rs. 5/- each of the Company to Malabar India Fund Limited on a preferential basis in accordance with Chapter V with SEBI (ICDR) Regulations, 2018, as amended time to time and other applicable laws, at price of Rs.460/-(Rupees four hundred sixty only) per equity shares aggregating to Rs.39,99,99,900/- (Rupees thirty nine crore ninety nine lakh ninety nine thousand nine hundred only).								
4	In case of preferential details: Name of the Investor		I issue the listed entity shall disclose the following additional Malabar India Fund Limited - (non-promoter, public category)							
ii.	post allotment of securities - outcome of the subscription,	Name	Class/ Category	Pre issue shareholding	Issue of equity shares	Post issue shareholding				
	issue price / allotted price (in case of			No. of shares	No. of shares	No. of shares				
	convertibles), number of investors;	Malabar India Fund Limited	Public- Non - promoter	NIL	869,565	21,73,910 (assuming conversion of proposed issue of warrants)				
iii.	in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the	Not Applio	cable							
	instrument				O)	Nonal C				



Sr. 1	Particulars Type of	Information	F	3				
1		IIIIOIIIIaiioii						
	Type	Equity shares						
2	Security	Equity shares						
-	Type of	Preferential Allotment						
	Issuance							
3	Total number			twenty nine lak				
	of securities	Company to Mr. Sundar Iyer, Mr. Ashish Nanda, Mr. Kamlesh Shah, I						
	proposed to be issued or the							
	total amount	, ,	,	a Deepak Gupta, Cyriac on a prefe				
	for which the			R) Regulations, 201				
	securities will			ice of Rs.470/- (Ru				
	be issued			ing to Rs.1,40,05,88				
	(approximately)			thousand two hund				
					, , , , , , , , , , , , , , , , , , ,			
4				shall disclose the f	ollowing addi	tional details:		
i.	Name of the	As per table bel	ow					
**	Investor	N.T.	Cl /	D :	T. C.	D .		
ii.	post allotment of securities - outcome of the	Name	Class/	Pre issue	Issue of	Post issue shareholding		
			Category	shareholding	Equity shares	shareholding		
	subscription,		VIII CO	No. of shares	No. of	No of shares		
	issue price /			1 (of of bridges	shares	THE OT STREET		
	allotted price	Mr. Sundar	Public-	552,000	638,295	15,09,440		
	(in case of	lyer	Non -			(assuming		
	convertibles), number of		promoter			conversion of		
	investors;					proposed		
	3111 651515)					issue of		
	+	Mr. Ashish	Public-	NIL	982,975	warrants) 982,975		
		Nanda ·	Non -	11112	902,973	902,973		
		T (direct	promoter					
		Mr. Kamlesh	Public-	167,063	638,295	805,358		
		Shah	Non -	3 *	8			
			promoter					
		Mr. Vijay	Public-	437,689	106,380	544,069		
	90	Karnani	Non -	I				
		N 6 :	promoter		204.000	204.000		
		Ms. Sanjana	Public-	0	294,890	294,890		
	T	Deepak Gupta	Non -	No.				
	55	Gupta	promoter					
	2				alig	hal Co		



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	0 8	Mr. Inder	Public-	137,324	106,380	243,704
		Soni	Non -		ľ	
			promoter			
90		Ms.	Public-	80,716	106,380	187,096
		Abhinaya	Non -			
		Chakravarthi	promoter		Yat	
		Mr. Mathew	Public-	0	106,380	106,380
	No.	Cyriac	Non -			
			promoter			
iii.	in case of	Not Applicable)			
	convertibles -					
	intimation on				7	
	conversion of					
	securities or on					
	lapse of the					
	tenure of the					
	instrument			h		

	A		С	THE PERSON NAMED IN				
Sr.	Particulars	Information	nformation					
1	Type of Security	Warrants co	Varrants convertible into equity shares					
2	Type of issuance	Preferential	Preferential Allotment					
3	Total number of securities proposed to be issued or the total preferential basis at a price of Rs.460/- (Rupees four hundred forty five)					nd Limited on a s four hundred (one) equity th fully paid up y five only) per om the date of gulations, 2018, ne crore ninety		
4	In case of preferential issue the listed entity shall disclose the following additional details:							
i.	Names of the investor	Malabar Ind	dia Fund Lir	nited				
ii.	post allotment of securities - outcome of	Name	Class/ Category	Pre issue shareholding	Issue of Warrants	Post issue shareholding		
	the subscription, issue price / allotted price (in			No. of shares	No. of shares	No. of shares		
	case of convertibles),	Malabar	Public-	NIL	3,04,345 \	Narrants:		



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81	number of investors;	Fund	Non -	1 1
**************************************		Managers LLP	promoter	Each warrant shall be convertible into one equity shares within a period of 18 months from the date of allotment at price of Rs.460/- per share i.e face value Rs. 5/- each and a premium Rs. 455/- per share
				Post issue shareholding: 21,73,910 (including proposed issue of equity shares)
iii.	in case of convertibles -			
	intimation on conversion of			
	securities or on lapse			
	of the tenure of the			
	instrument		و حي ا	

	D						
Sr.	Particulars	Information					
1	Type of Security	Warrants convertible into equity shares					
2	Type of issuance	Preferential Allotment					
Type of issuance Total number of securities proposed to be issued or the total amount for which the securities will be issued (approximately)		Issuance of upto 319,145 (three lakh nineteen thousand one hundred forty five) warrants to Mr. Sundar Iyer on a preferential basis at a price of Rs. 470/- (Rupees four hundred seventy only) per warrant, each convertible into 1 (one) equity share of the face value of Rs. 5/- (Rs five only) each fully paid up at a premium of Rs. 465/- (Rupees four hundred sixty five only) per share within a period of 18 (eighteen) months from the date of allotment in accordance with SEBI (ICDR) Regulations, 2018, aggregating to Rs.14,99,98,150/- (Rupees fourteen crore ninety nine lakh ninety eight thousand one hundred fifty only)					
4	In case of preferential iss details:	sue the listed entity shall disclose the following additional					
i.	Names of the investor	As per table below					



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ii.	post allotment of securities - outcome of	Name	Class/ Category	Pre issue shareholding		
	the subscription, issue price / allotted price (in			No. of shares	No. of shares	No. of shares
	_	Mr. Sundar Iyer	Public- Non - promoter	5,52,000	convertible equity—shaperiod—ofrom—thallotment 470/- pervalue Rs. premium—share. sharehold	rant shall be
						uity shares)
iii.	in case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Not appl	icable		\	

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