



CANARYS AUTOMATIONS LIMITED

(formerly Canarys Automations Private Limited)

CIN: L31101KA1991PLC012096

Reg Off: No. 566 & 567, 2nd Floor, 30th Main,
Attimabbe Road, Banagirinagara, Banashankari
3rd Stage, Bengaluru 560085, Karnataka India

Contact No: +91 98458 62780; Email Id: fin@ecanarys.com

website: www.ecanarys.com

Date: 30.09.2024

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

Scrip Code: CANARYS

ISIN: INE0QG301017

Subject: Proceedings and Outcome of the 33rd Annual General Meeting of the Company held on Monday, 30th September 2024, AT 04:00 P.M (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") as per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Dear Sir/Madam,

This is to inform you that the 33rd Annual General Meeting ('AGM') of the Members of **CANARYS AUTOMATIONS LIMITED** (formerly known as *Canarys Automations Private Limited*) ("Company") held on **Monday, 30th September 2024, at 04:00 P.M (IST)** through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") facility in compliance with the applicable provisions of the Companies Act, 2013 read with Rules made thereunder, circular(s) issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India, to conduct the business mentioned in the Notice of 33rd AGM dated 30th September 2024 and **concluded at 04:30 P.M (IST)**.

We are enclosing the proceedings of the 33rd AGM of the Company pursuant to Regulation 30 Part A of Schedule - III as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure A**.

The proceedings of the AGM will also be available on the website of the Company www.ecanarys.com



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We request you to kindly take the same on record.

Thanking you.

For, **CANARYS AUTOMATIONS LIMITED**

(formerly known as Canarys Automations Private Limited)

Ambikeshwar
i M A

Digitally signed by
Ambikeshwari M A
Date: 2024.09.30 22:28:12
+05'30'

Ambikeshwari M A

Company Secretary & Compliance officer

Membership No: A67639

Enclosed: as above



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ANNEXURE - A

PROCEEDINGS OF THE 33RD ANNUAL GENERAL MEETING OF THE COMPANY HELD ON MONDAY, 30TH SEPTEMBER 2024, AT 04:00 P.M (IST)

The 33rd Annual General Meeting (“AGM”) of the Company was held through Video Conferencing (“VC”)/ Other Audio-Visual Means (“OAVM”) Mode in compliance with the circulars issued by the Ministry of Corporate Affairs and Securities and Exchange Board of India and as per the applicable provisions of the Companies Act, 2013 and the Rules thereunder on Monday, 30th September 2024, which commenced at 04:00 P.M (IST) and concluded at 04:30 P.M (IST).

The summary of the proceedings is as under:

1. Cut-off date for e-voting: Monday, **23rd September 2024**.
2. Total number of shareholders as on cut-off date: **2135 Members**
3. No. of shareholders who attended the Meeting through video conference: **28 Members**

Directors and Key Managerial Personnel Present through VC:

Directors	Designation
Mr. Raman Subbarao M R	Chairman and Managing Director
Mr. Raghu Chandrashekhariah	Whole Time Director & Chief Financial Officer (CFO)
Mr. Arun Danavadi Krishnamurthy	Whole-time Director
Mr. Sheshadri Srinivas Yedavanahalli	Executive Director & Chief Executive Officer (CEO)
Mr. Pushparaj Shetty	Executive Director
Mr. Muralikrishnan Gopalakrishnan	Non-Executive Independent Director
Mr. Ramesh Phatak	Non-Executive Independent Director
Ms. Asha Sivashankar	Non-Executive Independent Director
CS. Ambikeshwari M A	Company Secretary & Compliance Officer

Mr. Raman Subbarao M R, Chairman and Managing Director of the Company extended a warm welcome to all the Shareholders, Secretarial Auditors and Scrutinisers and other invitees joining over video conferencing or Other Audio-Visual Means, for sparing the time to join the 33rd AGM and for their continued faith in Canarys Automations Limited. He informed the members that the Company had taken all efforts to enable its shareholders to participate through VC and vote at the AGM in a seamless manner.



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Mr. Raman Subbarao M R, then introduced the Board Members and Key Managerial Personnel of the Company attending the 33rd AGM.

Mr. Raman Subbarao M R, then informed that the Secretarial Auditor CS. Radhesh R Bhat, representing M/s. Ganapathi & Mohan, Practicing Company Secretaries, Bengaluru was present through Video Conferencing at the 33rd AGM and they are the Scrutinizers to conduct the e-voting process in a fair and transparent manner.

Mr. Raman Subbarao M R, then stated that the requisite quorum was present through video conferencing/ Other Audio-Visual Means mode to conduct the proceedings of this meeting. Participation of members through video conferencing was being reckoned for the purpose of quorum as per Section 103 of the Companies Act. 2013 and the circulars issued by MCA.

Before he conducted the proceedings of the 33rd AGM, he requested CS. Ambikeshwari M.A. Company Secretary and Compliance Officer of the Company to read the arrangements made for the Members at their 33rd AGM, she highlighted certain points as mentioned below:

- a. She extended a warm welcome to all the Shareholders of the Company and confirmed that the 33rd AGM is being held through Video Conferencing or Other Audio-Visual Means, in accordance with the circulars issued by the Securities and Exchange Board of India and Ministry of Corporate Affairs and as per the applicable provisions of the Companies Act, 2013.
- b. That the Company had taken all efforts to enable members to participate through video conference ("VC")/ Other Audio-Visual Means ("OAVM") Mode to vote at the 33rd Annual General Meeting ("33rd AGM"). This facility was extended by M/s. Link Intime India Private Limited, Registrar and Transfer Agent of the Company.
- c. That the proceedings of this meeting are being recorded as per the regulatory requirements.
- d. That in accordance with the provisions of the Companies Act, 2013 and SEBI Listing Regulations, the Members have been provided the facility to exercise their RIGHT TO VOTE by electronic means, both through remote e-voting and e-voting at the 33rd AGM.
- e. That the remote e-voting facility was made available to all the Members of the Company holding shares as on the cut-off date i.e. Monday, 23rd September 2024, during the period e-voting commenced from Friday, 27th September 2024 at 09:00 A.M. (IST) and e-voting ended on Sunday, 29th September 2024 at 05:00 P.M (IST).

- f. That the Members joining the meeting through video conferencing, who have not already cast their vote by means of remote e-voting, may vote through e-voting facility provided by Company through Link Intime India Private Limited. The Members who have cast their vote by remote e-voting prior to the 33rd AGM shall not be entitled to cast their vote again.
- g. That the Board of Directors of the Company has appointed M/s. Ganapathi & Mohan, Practicing Company Secretaries (Membership No. 5659 & Certificate of Practice No. 4520) as Scrutinizer to scrutinize the remote e-voting for this meeting. Based on the REPORT of the Scrutinizer, the combined results of remote e-voting and the e-voting done at the meeting today will be announced and displayed on the website of the Company and will also be submitted to the stock exchange as per the requirements under the SEBI Listing Regulations.
- h. The REGISTER of Directors and Key Managerial Personnel, the REGISTER of Contracts or Arrangements, have been made available electronically for inspection by the members of the Company. Members seeking to inspect such documents can send their requests to the Company Secretary of the Company at ambikeshwari.m@ecanarys.com
- i. That the 33rd AGM is being held through video conference, the facility for appointment of proxies by the members was not applicable and hence the proxy register for inspection is not available.
- j. That the Company has not received any requests from members to register them as speakers at the meeting.
- k. The Company has provided the facility to cast the votes electronically, on all resolutions set forth in the 33rd AGM Notice. Members who have not cast their votes yet electronically and who are participating in this meeting will have an opportunity to cast their votes during the meeting through the e-voting system provided by Link Intime India Private Limited. Members can click on "Vote" tab on the video conference screen to avail this feature. Members are requested to refer to the Instructions provided in the notice or appearing on the video conference page, for a seamless participation through video conference. Members may note that voting on the e-voting platform will continue to be available for the NEXT 15 MINUTES after the conclusion of the Meeting.



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Since the quorum being present, she requested the Chairman to call this meeting to order and address the shareholders.

The Chairman of 33rd AGM i.e. Mr. Raman SubbaRao M R having ascertained that the requisite quorum fixed was present, declared the 33rd AGM to order and addressed the Shareholders.

Further Mr. Raman SubbaRao M R, then, gave a brief explanation on the performance of the company for the financial year 2023-24.

Later Mr. Raman SubbaRao M R acknowledged the continued support and co-operation from its Shareholders, Employees, Bankers, and Business Associates which has helped the company to sustain its growth during challenging times.

Then Mr. Raman SubbaRao M R, begin the proceedings of the 33rd AGM by mentioning the following points:

- a. The notice convening this meeting and the Director's report had already been emailed to all the shareholders of the Company and are taken as read.
- b. That the Statutory Auditors, M/s. Suresh & Co., Chartered Accountants have expressed unqualified opinion in the respective audit reports for the financial year 2023-24. There were no qualifications, observations or adverse comments on financial statements and matters. The Statutory Auditors' report on financial statements is available on Page numbers 21 of the annual report dispatched to the shareholders.
- c. He informed that since the meeting is being held through Video conferencing and the resolutions are put to vote only through e-voting, the practice of proposing and seconding of resolutions is not being followed.

Mr. Raman SubbaRao M R, then, gave a brief of the resolution passed regarding the following business transactions:

ORDINARY BUSINESS

Resolution No 01

To receive, consider, approve and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March 2024, together with the Reports of Auditor's and Board of Director's attached thereon.



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Resolution No 02

To appoint a director in place of Mr. Raghu Chandrashekhariah (DIN: 01065269) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

Resolution No 03

To Make Investments, Give Loans, Guarantees and Security in Excess of Limits Specified Under Section 186 of the Companies Act, 2013

CS. Radhesh R Bhat, representing M/s. Ganapathi & Mohan, Practicing Company Secretaries, was present as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.

Mr. Raman SubbaRao M R, then clarified that no shareholders who wanted to speak or have queries or seeking clarifications on this proposal were requested to send their queries on e-mail on or before 48 hrs of the AGM.

The Chairman, then mentioned that all the items of business as per the notice of the 33rd Annual General Meeting have been taken up and the e-voting facility will continue to be available for 15 minutes after the conclusion of the meeting.

Thereafter, voting on the item of business as mentioned above, as per the Notice of EGM dated 30th September 2024, was started for those shareholders who had not voted through remote e-voting and the aid voting was open for a period of 15 minutes. The results of remote e-voting and e-voting at the meeting will be announced within 48 hours from the conclusion of the Meeting. The results shall also be placed on the website of the Company and be separately intimated to Stock Exchange.

Mr. Raman SubbaRao M R, then declared that the proceedings of the 33rd Annual General Meeting was completed, and he conveyed his sincere thanks on behalf of the Board of Directors and Management of M/s. CANARYS AUTOMATION LIMITED to all the Members of the Company for attending and participating at this meeting.



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Ambikeshw
ari M A

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Ambikeshwari M A
Date: 2024.09.30
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Ambikeshwari M A

Company Secretary & Compliance officer

Membership No: A67639