September 02, 2026

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

Dear Sir/Madam,

Subject: Outcome of Board Meeting held on September 02, 2026

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to hereby inform that the Board of Directors of the Company, at their meeting held on today i.e. Wednesday, September 02, 2026 have *inter alia* considered and approved the following: -

1. **Appointment of Statutory Auditors**

   Based on the recommendation of the Audit Committee, the Board of Directors of the Company, at its meeting held today, i.e., Wednesday, September 2, 2026, has approved, subject to the approval of the Members of the Company, the appointment of M/s. G. K. Choksi & Co., Chartered Accountants (Firm Registration No. 125442W), as the Statutory Auditors of the Company for a first term of five consecutive years, commencing from the conclusion of the ensuing 44th Annual General Meeting ("AGM") until the conclusion of the 49th AGM of the Company.

   The proposed appointment is in place of M/s. MSKA & Associates, Chartered Accountants, the existing Statutory Auditors of the Company, whose term shall expire upon conclusion of the ensuing 44th AGM.

2. **Approval of Genesys ESOP Scheme – 2026**

   Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has approved the introduction of a new Employee Stock Option Scheme, namely, the "Genesys ESOP Scheme – 2026", subject to the approval of the Members of the Company and such other statutory and regulatory approvals as may be required.

   Under the Genesys ESOP Scheme – 2026, it is proposed to grant employee stock options to eligible employees of the Company and/or its subsidiary company(ies), as may be permitted under the applicable provisions of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, from time to time.

The aggregate number of stock options proposed to be granted under the Scheme shall not exceed 30,00,000 (Thirty Lakh) stock options, with each option being exercisable into one equity share of the Company having a face value of ₹5/- each, aggregating to a nominal value of ₹1,50,00,000 (Rupees One Crore Fifty Lakh only), subject to the terms and conditions of the Scheme and applicable laws.

3. **ESOP Grant adjustment due to rights issue corporate action**

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee, has approved a fair and reasonable adjustment to the outstanding stock options granted under the Genesys ESOP Scheme – 2022, consequent to the Rights Issue undertaken by the Company, in accordance with the applicable provisions of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.

Accordingly, as part of the aforesaid adjustment and based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors has approved the grant of 1,82,640 additional stock options to the existing eligible option holders under the Genesys ESOP Scheme – 2022. Each stock option shall be convertible into one equity share of the Company having a face value of ₹5/- each, at an exercise price of ₹50/- per option, subject to the terms and conditions of the Scheme and applicable laws.

4. **Resignation of Internal Auditor**

The Board of Directors took note of the resignation of M/s. H.C. Vora & Associates, Chartered Accountants, from the position of Internal Auditor of the Company, with effect from September 2, 2026. M/s. H.C. Vora & Associates had been appointed by the Board of Directors at its meeting held on May 29, 2026, to conduct the internal audit of the Company for the financial year 2026-27.

5. **Appointment of Internal Auditor**

Based on the recommendation of the Audit Committee, the Board of Directors approved the appointment of M/s. XAG & Co., Chartered Accountants, as the Internal Auditor of the Company, pursuant to the provisions of Section 138 of the Companies Act, 2013, read with the rules made thereunder, with effect from September 2, 2026.

6. **AGM Notice**

The Board approved and adopted the Notice convening the 44th Annual General Meeting, and approved the convening of the 44th Annual General Meeting ("AGM") of the Company on Friday, September 30, 2026, at 03:30 P.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM"), in accordance with the applicable provisions of the Companies Act, 2013 and the circulars issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

The details as required under **Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015** and the **SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026** are enclosed as **Annexure – A**.

The meeting of Board commenced at 17:13 p.m. and concluded at 17:40 p.m.

You are requested to take the above on your records.

Thanking You,

Yours faithfully,
For **Genesys International Corporation Limited**

KUSHAL VASTIMAL JAIN

Kushal Jain
Company Secretary & Compliance Officer

Annexure-A

The details as required under Regulation 30 read with Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the SEBI Master Circular No. HO/49/14/14(7)2025-CFD-POD2/I/3762/2026 dated January 30, 2026 are enclosed as Annexure – A.

Sr. No.	**Disclosure**	**Brief Particulars**		
	Details of Events that need to be provided	**Appointment of M/s. G. K. Choksi & Co., Chartered Accountants, as the Statutory Auditors of the Company.**	**Appointment of M/s. XAG & Co., Chartered Accountants, as the Internal Auditor of the Company.**	**Resignation of M/s. H.C. Vora & Associates, Chartered Accountants as Internal Auditor of the Company**
1.	Reason for change viz. appointment, resignation, reappointment, removal, death or otherwise;	Appointment of M/s. G. K. Choksi & Co., Chartered Accountants, (Firm Registration No. 125442W), as the Statutory Auditors of the Company. The present term of existing Statutory Auditors, viz., M/s. MSKA & Associates, Chartered Accountants, is valid till the conclusion of the ensuing 44th Annual General Meeting.	Appointment of M/s. XAG & Co., Chartered Accountants, as the Internal Auditor of the Company.	The resignation is being tendered consequent to the proposed appointment of M/s G.K.Choksi & Co., Chartered Accountants, (firm in which I am a partner) as the Statutory Auditor of the Company. In view of the statutory audit engagement and the requirements relating to auditor independence, I consider it appropriate to relinquish the internal audit assignment with effect from the aforesaid date.

2.	Date of appointment /cessation as applicable) & term of appointment;	**Date of Appointment:** September 02, 2026 **Term of Appointment:** M/s. G. K. Choksi & Co., Chartered Accountants LLP will hold the office as the Statutory Auditors of the Company for a period of five years commencing from the conclusion of the 44th AGM of the Company till the conclusion of the 49th AGM of the Company	**Date of Appointment:** September 02, 2026 **Term of Appointment:** M/s. XAG & Co., Chartered Accountants, is appointed for the FY2026-27.	**Date of Cessation:** September 02, 2026
3.	Brief profile (in case of appointment);	M/s. G.K. Choksi & Co., Chartered Accountants, Mumbai Established in 2004, GKC is built on values of professionalism, integrity, and accountability. The firm offers a compreensive range of services, including Audit & Assurance (statutory, tax, and internal audits, due diligence, Ind AS & IFRS compliance), Taxation & Regulatory Services (direct, indirect, and international taxation, transfer pricing, representation before authorities), Business Advisory (M&A, corporate restructuring, financial planning, transaction advisory), and Litigation Support (tax disputes and resolution). The firm has four partners, collectively bringing expertise in international taxation, mergers and acquisitions, cross-border and expatriate taxation,	XAG & CO, Chartered Accountants, is a Mumbai-based professional services firm providing reliable, quality-driven and technology-enabled solutions in the areas of audit, taxation, compliance and business advisory. Led by Mr. Xavier Albuquerque, a Chartered Accountant with over 10 years of experience in statutory audit, direct tax and indirect tax matters, the firm is committed to delivering practical, timely and client-focused professional support. The services offered include statutory audits, tax audits, internal audits, income-tax and GST	N.A.

		transaction structuring, transfer pricing compliance management, corporate restructuring, and sector-specific advisory across industries.	compliance and advisory, financial-statement preparation, business projections, valuations, professional certifications, regulatory documentation and other allied advisory services. At XAG & CO, our mission, values and professional ethics converge in helping clients meet their statutory obligations efficiently while supporting informed business decisions and sustainable growth."	
4.	Disclosure of relationships between directors (in case of appointment of a director).	N.A.	N.A.	N.A.