



Integrating People, Process and Technology

Date: 05.01.2022

To Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex Bandra (E), Mumbai – 400051 Scrip Symbol: GSS	To The of Corporate Relations Department BSE Limited Phiroz Jeejeebhoy Towers, 25 th Floor, Dalal Street, Mumbai – 400001 Scrip Code – 532951/GSS
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Dear Sir,

Sub: Combined Voting Results on resolutions of the Extra-ordinary General Meeting of M/s GSS Infotech Limited

Please note that Resolution Nos; 1 to 6 in the Notice dated 4th December 2021 of the Extra-ordinary General Meeting (EGM) have been passed by the shareholders with requisite majority.

Further, pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith the voting results, in the prescribed format in respect of the votes cast through E-voting at the Extra-ordinary General Meeting of the Company held on 3rd January, 2022.

A copy of the Scrutinizer's Report is also enclosed herewith.

This is for your information and records.

Thanking You.

For GSS Infotech Ltd.

Amrita Singh



Amrita Singh
Company Secretary

GSS Infotech Limited

Wing-B, Ground Floor, N Heights, Plot No. 12, TSIIIC Software Units Layout,
Madhapur, Serilingampally Mandal, Rangareddy District, Hyderabad – 500081,
Telangana, India Tel: 91 40 4455 6600 | E-mail: india@gssinfotech.com |
www.gssinfotech.com CIN No: L72200TG2003PLC041860



Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and
Rule 20 of the Companies (Management and Administration) Rules, 2014]

The Chairman
GSS INFOTECH LIMITED
Grd Floor, Wing-B, N heights,
Plot No. 12, TSIIIC Software Units Layout,
Madhapur, Serilingampally
Hyderabad, Rangareddi TG 500081 IN

EXTRA ORDINARY GENERAL MEETING ('EGM') OF THE MEMBERS OF M/s. GSS INFOTECH LIMITED (CIN: L72200TG2003PLC041860) HELD ON MONDAY, JANUARY 3, 2022, THROUGH VIDEO CONFERENCING ('VC').

In light of the continuing Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") vide its Circular No. 14/2020 dated 8th April 2020, Circular No.17/2020 dated 13th April 2020, No.22/2020 dated 15.06.2020, No. 33/2020 dated 28.09.2020, No. 39/2020 dated 31.12.2020 and No. 10/2021 dated 23.06.2021 (collectively referred to as "MCA circulars") and SEBI Vide Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May 2020 and Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 (collectively referred to as "SEBI circulars") permitted the holding of the Extra Ordinary General Meeting ("EGM") through Video Conferencing/Other Audio Visual means ("VC"/OAVM) without the physical presence of the Members at a common venue.

In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015 and MCA circulars, the EGM of the Company was held through VC/OAVM. Members were given the option of voting via remote e- voting and e-voting at the meeting as detailed in the Notice of the EGM and the Members who attended the meeting through VC/OAVM were counted for the purpose of reckoning the quorum under Section 103 of the Act.



I, Manjula Aleti, Practicing Company Secretary (Membership No. FCS-10380 and Certificate of Practice No. 13279), was appointed as Scrutinizer by the Board of Directors of GSS INFOTECH LIMITED, CIN: L72200TG2003PLC041860 ("the Company") for the purpose of scrutinizing the voting by electronic means i.e. remote e-voting and e-voting at the Company's Extraordinary General Meeting (EGM) held on Monday, January 3, 2021, at 11.00 A.M, through video conferencing/Other Audio Visual means ("VC"/OAVM) mentioned above pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ['Rules'] and the Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, in respect of special resolutions contained in the Notice of the Extra ordinary General Meeting dated December 4, 2021.

The management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting through electronic means i.e. by remote e-voting and e-voting at the EGM held through VC/OAVM for the special resolutions contained in the Notice of EGM dated December 4, 2021. My responsibility as a scrutinizer is restricted to ensure that the voting process through remote e-voting and e-voting at the EGM through is conducted in a fair and transparent manner and to make a Consolidated Scrutinizer Report of the votes cast 'For' or 'Against' the special resolutions contained in the Notice of the EGM dated December 4, 2021.

Report on scrutiny:

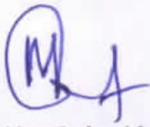
1. The Resolutions were transacted through the process of remote e-voting and through electronic voting system during the EGM . For the purpose of remote e-voting, the Company had engaged the services of Central Depository Services of India Limited ("CDSL").
2. The cut-off date for the purposes of identifying the shareholders who will be entitled to vote on the special resolutions by remote e-voting placed for approval of the shareholders was Monday, December 27, 2021.
3. As prescribed in the Rules, remote e-voting facility was kept open for three days from Friday, December 31, 2021 (9.00 A M. 1ST) till Sunday, January 02, 2022 (5:00 P.M.) 1ST).
4. The report on votes cast through remote e-voting was generated from CDSL e-voting website <https://evotingindia.com>.
5. The consolidated results of remote e-voting and voting through electronic voting system during the EGM are enclosed as an Annexure to this report.
6. 30 Shareholders attended the EGM through VC/OAVM and were counted for the purpose of reckoning the quorum under Section 103 of the Act.



7. After the conclusion of the EGM on Monday, January 3, 2022 at 11.00 A.M, the votes cast through remote e-voting and e-voting at the EGM through were unblocked by me in the presence of Ms. Leela Kumari Nagarambelli and Mr. Mahender Reddy Sangareddy.
8. The total votes cast in favour or against the special resolutions proposed in the Notice of the EGM are as under.

Thanking you,

For MANJULA ALETI
Company Secretary in Practice



CS Manjula Aleti
Scrutinizer
M.No: 10380; COP: 13279
UDIN: F010380C002051738



Date: 05.01.2022
Place: Hyderabad

Enclosed Annexure

CONSOLIDATED REPORT ON RESULT OF VOTING THROUGH ELECTRONIC MEANS AND E- VOTING AT THE EGM IS AS UNDER:

ITEM NO.1 (SPECIAL RESOLUTION)

INVESTMENT(S), LOANS, GUARANTEES AND SECURITY IN EXCESS OF LIMITS SPECIFIED UNDER SECTION 186 OF COMPANIES ACT, 2013.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the EGM		Consolidated voting results		
	Number	Votes	Number	Votes	Total Members who voted	Total Number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the Resolution	35	2567055	2	285005	37	2852060	100
Voted against the resolution	1	10	1	1	2	11	0.00
Invalid Votes	0	0	0	0	0	0	0.00
Total	36	2567065	3	285006	39	2852071	100

CONSOLIDATED RESULT ON VOTING OF ITEM NO 1

PERCENTAGE OF VOTES IN FAVOUR : 100.00

PERCENTAGE OF VOTES AGAINST : Nil



ITEM NO.2 (SPECIAL RESOLUTION)

ISSUE OF CONVERTIBLE EQUITY WARRANTS TO PROMOTERS AND STRATEGIC INVESTORS.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the EGM		Consolidated voting results		
	Number	Votes	Number	Votes	Total Members who voted	Total Number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the Resolution	33	2567034	1	5	34	2567039	100.00
Voted against the resolution	3	31	1	1	4	32	0.00
Invalid Votes	0	0	0	0	0	0	0.00
Total	36	2567065	2	6	38	2567071	100.00

CONSOLIDATED RESULT ON VOTING OF ITEM NO.2
PERCENTAGE OF VOTES IN FAVOUR – 100.00
PERCENTAGE OF VOTES AGAINST - Nil



ITEM NO.3 (SPECIAL RESOLUTION)

AMENDMENT IN MAIN OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the EGM		Consolidated voting results		
	Number	Votes	Number	Votes	Total Members who voted	Total Number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the Resolution	35	2567055	2	285005	37	2852060	100.00
Voted against the resolution	1	10	1	1	2	11	0.00
Invalid Votes	0	0	0	0	0	0	0.00
Total	36	2567065	3	285006	39	2852071	100.00

**CONSOLIDATED RESULT ON VOTING OF ITEM NO.3
PERCENTAGE OF VOTES IN FAVOUR : 100.00
PERCENTAGE OF VOTES AGAINST : Nil**

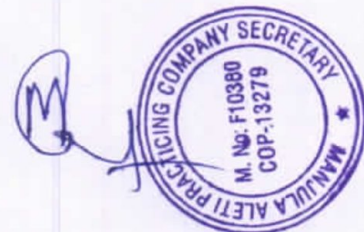


ITEM NO.4 (SPECIAL RESOLUTION)

RECLASSIFICATION OF AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF MEMORANDUM OF ASSOCIATION.

Particulars	Remote e-voting		Voting through electronic system at the venue of the EGM		Consolidated voting results		
	Number	Votes	Number	Votes	Total Members who voted	Total Number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the Resolution	34	2567035	2	285005	36	2852040	100.00
Voted against the resolution	2	30	1	1	3	31	0.00
Invalid Votes	0	0	0	0	0	0	0.00
Total	36	2567065	3	285006	39	2852071	100.00

**CONSOLIDATED RESULT ON VOTING OF ITEM NO.4
PERCENTAGE OF VOTES IN FAVOUR : 100.00
PERCENTAGE OF VOTES AGAINST : Nil**



ITEM NO.5 (SPECIAL RESOLUTION)

TO AUTHORIZE RAISING OF CAPITAL THROUGH THE ISSUANCE OF EQUITY SHARES OR OTHER SECURITIES.

Particulars	Remote e-voting		Voting through electronic voting system at the venue of the EGM		Consolidated voting results		
	Number	Votes	Number	Votes	Total Members who voted	Total Number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the Resolution	35	2567055	2	285005	37	2852060	100.00
Voted against the resolution	1	10	1	1	2	11	0.00
Invalid Votes	0	0	0	0	0	0	0.00
Total	36	2567065	3	285006	39	2852071	100.00

CONSOLIDATED RESULT ON VOTING OF ITEM NO. 5
PERCENTAGE OF VOTES IN FAVOUR : 100.00
PERCENTAGE OF VOTES AGAINST : Nil



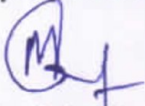
ITEM NO.6 (SPECIAL RESOLUTION)

TO AUTHORIZE RAISING OF CAPITAL THROUGH THE ISSUANCE OF EQUITY SHARES OR OTHER SECURITIES BY WAY OF QUALIFIED INSTITUTIONS PLACEMENT.

Particulars	Remote e-voting		Voting through electronic system at the venue of the EGM		Consolidated voting results		
	Number	Votes	Number	Votes	Total Members who voted	Total Number of shares for which votes cast	Percentage of votes to total number of valid votes cast
Voted in favour of the Resolution	35	2567055	2	285005	37	2852060	100.00
Voted against the resolution	1	10	1	1	2	11	0.00
Invalid Votes	0	0	0	0	0	0	0.00
Total	36	2567065	3	285006	39	2852071	100.00

**CONSOLIDATED RESULT ON VOTING OF ITEM NO 6
PERCENTAGE OF VOTES IN FAVOUR : 100.00
PERCENTAGE OF VOTES AGAINST : Nil**

THANKING YOU,
For MANJULA ALETI
Company Secretary in Practice



CS Manjula Aleti
Scrutinizer
M.No: 10380; COP: 13279
UDIN: F010380C002051738



Date: 05.01.2022
Place: Hyderabad

Annexure- II

Date of the EGM	03-01-2022
Total number of shareholders on record date	12991
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable
No. of Shareholders attended the meeting through Video Conferencing	30
Promoters and Promoter Group:	3
Public:	27

Resolution No				1				
Resolution Required:(Ordinary/Special)				Special: INVESTMENT(S), LOANS, GUARANTEES AND SECURITY IN EXCESS OF LIMITS SPECIFIED UNDER SECTION 186 OF COMPANIES ACT, 2013.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	3325328	285000	8.57	285000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	3325328	285000	8.57	285000	0	100.00	0.00
Public- Institutions	E-Voting	885078	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	885078	0	0.00	0	0	0.00	0.00
Public- Non- Institutions	E-Voting	12726437	2567071	20.17	2567060	11	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	12726437	2567071	20.17	2567060	11	100.00	0.00
Total	Total	16936843	2852071	16.84	2852060	11	100.00	0.00

Resolution No				2				
Resolution Required:(Ordinary/Special)				Special: ISSUE OF CONVERTIBLE EQUITY WARRANTS TO PROMOTERS AND STRATEGIC INVESTORS.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3325328	0	0.00	0	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	3325328	0	0.00	0	0	100.00	0.00
Public-Institutions	E-Voting	885078	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	885078	0	0.00	0	0	0.00	0.00
Public- Non-Institutions	E-Voting	12726437	2567071	20.17	2567039	32	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	12726437	2567071	20.17	2567039	32	100.00	0.00
Total	Total	16936843	2567071	15.16	2567039	32	100.00	0.00

Resolution No				3				
Resolution Required:(Ordinary/Special)				Special: AMENDMENT IN MAIN OBJECT CLAUSE OF THE MEMORANDUM OF ASSOCIATION OF THE COMPANY.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3325328	285000	8.57	285000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		285000	8.57	285000	0	100.00	0.00
Public-Institutions	E-Voting	885078	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		0	0.00	0	0	0.00	0.00
Public- Non-Institutions	E-Voting	12726437	2567071	20.17	2567060	11	100.00	0.10
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		2567071	20.17	2567060	11	100.00	0.10
Total	Total	16936843	2852071	16.84	2852060	11	100.00	0.10

Resolution No				4				
Resolution Required:(Ordinary/Special)				Special: RECLASSIFICATION OF AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION OF MEMORANDUM OF ASSOCIATION.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3325328	285000	8.57	285000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		3325328	285000	8.57	285000	0	100.00
Public-Institutions	E-Voting	885078	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		885078	0	0.00	0	0	0.00
Public- Non-Institutions	E-Voting	12726437	2567071	20.17	2567040	31	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		12726437	2567071	20.17	2567040	31	00.00
Total	Total	16936843	2852071	16.84	2852040	31	100.00	0.00

Resolution No				5				
Resolution Required:(Ordinary/Special)				Special: TO AUTHORIZE RAISING OF CAPITAL THROUGH THE ISSUANCE OF EQUITY SHARES OR OTHER SECURITIES.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3325328	285000	8.57	285000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		3325328	285000	8.57	285000	0	100.00
Public-Institutions	E-Voting	885078	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		885078	0	0.00	0	0	0.00
Public- Non-Institutions	E-Voting	12726437	2567071	20.17	2567060	11	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total		12726437	2567071	20.17	2567060	11	100.00
Total	Total	16936843	2852071	16.84	2852060	11	100.00	0.00

Resolution No				6				
Resolution Required:(Ordinary/Special)				Special: TO AUTHORIZE RAISING OF CAPITAL THROUGH THE ISSUANCE OF EQUITY SHARES OR OTHER SECURITIES BY WAY OF QUALIFIED INSTITUTIONS PLACEMENT				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	3325328	285000	8.57	285000	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	3325328	285000	8.57	285000	0	100.00	0.00
Public-Institutions	E-Voting	885078	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	885078	0	0.00	0	0	0.00	0.00
Public- Non-Institutions	E-Voting	12726437	2567071	20.17	2567060	11	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)		0	0.00	0	0	0.00	0.00
	Total	12726437	2567071	20.17	2567060	11	100.00	0.00
Total	Total	16936843	2852071	16.84	2852060	11	100.00	0.00

For GSS Infotech Ltd.

Annexure- II

Amrita Singh



**Amrita Singh
Company Secretary**