

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

Dear Sir,

Sub: Consolidated Scrutinizer Report on remote e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rules 20 of the Companies (Management & Administration) Rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 and voting through ballot at the 16th Annual General Meeting ('AGM') of GSS Infotech Limited held on Monday, the 30th September, 2019 at 10.00 AM at Ellaa Suites, Jasmine Hall, Hill Ridge Springs, 25 Kancha, Gachibowli, ISB Road, Hyderabad - 500 032

I, Manjula Aleti, Practising Company Secretary had been appointed as the Scrutinizer by the Board of Directors of GSS Infotech Limited pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management & Administration) Rules 2014 as amended by Companies (Management & Administration) Amendment Rules, 2015 to conduct remote e-voting as well as voting process at the AGM venue in respect of the Resolutions stated herein below and proposed at the 16th Annual General Meeting (AGM) of Equity Shareholders of GSS Infotech Limited held on Monday, 30th September, 2019 at 10.00 AM.

The notice dated 13th August, 2019 along with the statement setting out material facts under section 102 of the Act as confirmed by the Company were sent to the shareholders in respect of the Resolutions proposed at the AGM of the company.

The Company has availed e-voting facility offered by Central Depository Services Limited (CDSL) for conducting remote e-voting by the shareholders of the company.

The facility for voting through ballot was also made available at the venue of the AGM and ballot box was provided and some members have cast their votes through ballot at the AGM.

The Shareholders of the company holding shares as on the "cut-off" date i.e. 23rd September, 2019, were entitled to vote on the Resolutions as contained in the Notice of the AGM.



The voting period for remote e-voting commenced on 27th September, 2019 at 9.00 A.M and ended on 29th September, 2019 at 5.00 P.M and the CDSL e-voting platform was blocked in due time.

The votes cast under remote e-voting facility was thereafter unblocked in the presence of two witnesses who were not in the employment of the company. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data downloaded from the CDSL e-voting system. The Management of the company is responsible to ensure compliance with the requirements of the Act and rules relating to the remote e-voting and the casting through ballot voting system at the meeting on Resolutions contained in the Notice of the AGM.

My responsibility as scrutinizer for the remote e-voting and the voting conducted through Poll at the meeting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the Resolutions.

Based on the Results made available to me, 14 Members have cast their votes through Remote e-Voting platform and 50 Members have cast their votes through Poll. I submit herewith **Annexure I** as prescribed by SEBI for a Consolidated result.

Thanking you,

Yours Faithfully,



CS MANJULA ALETI
Company Secretary in Practice
M.No: 10380; COP: 13279
Date: 01.10.2019

UDIN : F010380A000020489

1. Witness:

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Mounika. H. NO: 4-11, Lingampalli, Nuthankal, Suryapet
- 502211, 9553502880.

2. Witness:

Ramp
H. NO. 647/2, Bharekathgudem, mureygala, Suryapet
- 503288, 6281841969

ORDINARY BUSINESS:**Resolution No.1(Ordinary Resolution)**

- a) The audited financial statement of the Company for the financial year ended 31st March, 2019 and the reports of the Board of Directors and the report of the Auditors thereon.
- b) The audited consolidated financial statement of the company for the financial year ended 31st March, 2019 and thereport of the Auditors thereon.

(i) Voted in favour of the Resolution:

Number of members voted in e-voting	Number of votes cast by e-voting	Number of members/proxies voted through POLL	Number of votes cast by POLL	Total Number of members voted through e-voting and by POLL	Total Number of votes cast by e-voting & by POLL	% of total number of valid votes cast
9	2138325	50	1494	59	2139819	99.82

(ii) Voted against the Resolution:

Number of members voted in e-voting	Number of votes cast by e-voting	Number of members voted through POLL	Number of votes cast by POLL	Total Number of members voted through e-voting and by POLL	Total Number of votes cast by e-voting & by POLL	% of total number of valid votes cast
5	3891	Nil	Nil	5	3891	0.18

(iii) Invalid Votes:

Number of members voted in e-voting	Number of votes cast by e-voting	Number of members voted through POLL	Number of votes cast by POLL	Total Number of members voted through e-voting and by POLL	Total Number of votes cast by e-voting & by POLL	% of total number of valid votes cast
Nil	Nil	Nil	Nil	Nil	Nil	Nil

RESULT:

As the number of votes cast in favour of the Resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Resolution No. 1 as put in the Notice of AGM is passed in favour of the Resolution with requisite majority.



Resolution No.02: (Ordinary Resolution)

Appointment of Director in place of Mr. Bhargav Marepally (DIN: 00505098), who retires by rotation and being eligible offers himself for re-appointment.

(i) Voted in favour of the Resolution:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through POLL	Number of votes cast by POLL	Total Number of members voted through e-voting and by POLL	Total Number of votes cast by e-voting & by POLL	% of total number of valid votes cast
8	2138188	50	1494	58	2139682	99.81

(ii) Voted against the Resolution:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through POLL	Number of votes cast by POLL	Total Number of members voted through e-voting and by POLL	Total Number of votes cast by e-voting & by POLL	% of total number of valid votes cast
6	4028	Nil	Nil	6	4028	0.19

(iii) Invalid Votes:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through POLL	Number of votes cast by POLL	Total Number of members voted through e-voting and by POLL	Total Number of votes cast by e-voting & by POLL	% of total number of valid votes cast
Nil	Nil	Nil	Nil	Nil	Nil	Nil

RESULT:

As the number of votes cast in favour of the Resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Resolution No. 2 as put in the Notice of AGM is passed in favour of the Resolution with requisite majority.



Resolution No.03: (Ordinary Resolution)

Appointment of M/s. Rambabu & Co, Chartered Accountants (Firm Registration Number 002976S), as Statutory Auditors of the Company to hold office for a period of Five years until the Conclusion of 21st Annual General Meeting.

(i) Voted in favour of the Resolution:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through POLL	Number of votes cast by POLL	Total Number of members voted through e-voting and by POLL	Total Number of votes cast by e-voting & by POLL	% of total number of valid votes cast
9	2138325	50	1494	59	2139819	99.82

(ii) Voted against the Resolution:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through POLL	Number of votes cast by POLL	Total Number of members voted through e-voting and by POLL	Total Number of votes cast by e-voting & by POLL	% of total number of valid votes cast
5	3891	Nil	Nil	5	3891	0.18

(iii) Invalid Votes:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through POLL	Number of votes cast by POLL	Total Number of members voted through e-voting and by POLL	Total Number of votes cast by e-voting & by POLL	% of total number of valid votes cast
Nil	Nil	Nil	Nil	Nil	Nil	Nil

RESULT:

As the number of votes cast in favour of the Resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Resolution No. 3 as put in the Notice of AGM is passed in favour of the Resolution with requisite majority.



SPECIAL BUSINESS:
Resolution No.04: (Ordinary Resolution)

Appointment of Mr. Saikiran Satya Surya Raghavendra Gundu (DIN 02224296) as Non-Executive Director.

(i) Voted in favour of the Resolution:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through POLL	Number of votes cast by POLL	Total Number of members voted through e-voting and by POLL	Total Number of votes cast by e-voting & by POLL	% of total number of valid votes cast
9	2138325	50	1494	59	2139819	99.82

(ii) Voted against the Resolution:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through POLL	Number of votes cast by POLL	Total Number of members voted through e-voting and by POLL	Total Number of votes cast by e-voting & by POLL	% of total number of valid votes cast
5	3891	Nil	Nil	5	3891	0.18

(iii) Invalid Votes:

Number of members voted through electronic voting	Number of votes cast by e-voting	Number of members voted through POLL	Number of votes cast by POLL	Total Number of members voted through e-voting and by POLL	Total Number of votes cast by e-voting & by POLL	% of total number of valid votes cast
Nil	Nil	Nil	Nil	Nil	Nil	Nil

RESULT:

As the number of votes cast in favour of the Resolution was more than the number of votes cast against, I report that the Ordinary Resolution with regard to Resolution No. 4 as put in the Notice of AGM is passed in favour of the Resolution with requisite majority.



