# HYPERSOFT
## TECHNOLOGIES LIMITED
**CIN-L29309TG1983PLC003912**

To, Date: 01st October 2020
The Secretary,
**BSE LIMITED,**
P J Towers, Dalal Streets,
Mumbai - 400001

Dear Sir/Madam,

**Ref.: Scrip Code: 539724**
**Sub.: Outcome of 37th Annual General Meeting & Voting results.**

This is with reference to our earlier letter dated September 04, 2020 regarding the 37th Annual General Meeting (AGM) of the Company held on September 30, 2020.

In accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the Members of the Company transacted the business as stated in the Notice of 37th AGM, dated September 30, 2020.

| Sl No. | Description | Particulars | | |
|---|---|---|---|---|
| A. | Date of AGM | September 30, 2020 | | |
| B. | Total no. of Shareholders on September 24, 2020 (cut-off) date | 734 | | |
| C. | No. of shareholders attended the meeting through video conferencing | 13 | | |
| D. | No. of shareholders present in meeting either in person or through proxy - Not applicable | - | | |
| E. | No. of shareholders attended the meeting through video conferencing | Present in person | Equity Shares | % to capital |
| | Promoter & Promoter group | 4 | 1407325 | 33.09 |
| | Public | 9 | 1250 | 0.02 |
| | **Total** | **13** | **1408575** | **33.11** |

The agenda-wise disclosure of voting details is enclosed as Annexure-I.

The Report of Scrutinizer on remote e-voting & voting at AGM (by polling) is enclosed as Annexure - II.

Further, pursuant to Regulation 30 of the Listing Regulations, summary of the 37th AGM proceedings is enclosed as Annexure - III.

Kindly acknowledge the receipt.

Thanking you,

**For Hypersoft Technologies Limited**

PRIYANKA
JAIN

**(Priyanka Jain)**
**Company Secretary**
Encl: a/a

**ANNEXURE-I**

## FORMAT OF VOTING RESULTS

| | | |
|---|---|---|
| Date of AGM | | September 30,2020 |
| Total Number of shareholders on record date | | 734 |
| No. of shareholders present in the meeting either in person or through proxy: | | Not Applicable |
| | Promoter and Promoter Group: | 0 |
| | Public: | 0 |
| No. of Shareholders attended the meeting through Video Conferencing - | | 13 |
| | Promoter and Promoter Group: | 4 |
| | Public: | 9 |

**1. To receive, consider and adopt the Audited Balance Sheet as at 31stMarch, 2020 and Profit & Loss Statement for the year ended on 31st March, 2020 together with notes and annexures thereto and the Report of Directors' and Auditors' thereon.**

| | |
|---|---|
| Resolution Required: | Ordinary Resolution |
| Whether Promoter/ promoter group are interested in resolution: | No |

| **Promoter/ Public** | **Mode of Voting** | **No. of shares held (1)** | **No.of votes Polled (2)** | **% of votes polled on outstanding shares (3) = [(2)/(1) * 100]** | **No. of Votes in favour (4)** | **No . of votes against (5)** | **% of Votes in favour on votes polled (6)= [(4)/(2) * 100]** | **% of Votes against on votes polled (7)= [(5)/(2) * 100]** |
|---|---|---|---|---|---|---|---|---|
| Promoter & promoter Group | e-voting | 1483575 | 1483575 | 100.00 | 1483575 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | **Total** | | **1483575** | **100.00** | **1483575** | **0** | **100.00** | **0.00** |
| Public – Institutional Holders | e-voting | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | **Total** | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public – Non Institutions | e-voting | 2768125 | 39879 | 1.44 | 39878 | 1 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | **Total** | | **39879** | **1.44** | **39878** | **1** | **100.00** | **0.00** |
| **Grand Total** | | **4251700** | **1523454** | **35.83** | **1523453** | **1** | **100.00** | **0.0001** |

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**2. To re-appoint Mr. Geeta Feroz Bhote, Director who retires by rotation and being eligible, offers herself for re-appointment**

| Resolution Required: | | Ordinary Resolution | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Whether Promoter/ promoter | | No | | | | | | |
| **Promoter/ Public** | **Mode of Voting** | **No. of shares held** | **No.of votes Polled** | **% of votes polled on** | **No. of Votes in favour** | **No . of votes against** | **% of Votes in favour on** | **% of Votes against on** |
| Promoter & promoter Group | e-voting | 1483575 | **1483575** | **100.00** | **1483575** | **0** | **100.00** | **0.00** |
| | Poll | | **0** | **0.00** | **0** | **0** | **0.00** | **0.00** |
| | **Total** | | **1483575** | **100.00** | **1483575** | **0** | **100.00** | **0.00** |
| Public – Institutional Holders | e-voting | 0 | **0** | **0.00** | **0** | **0** | **0.00** | **0.00** |
| | Poll | | **0** | **0.00** | **0** | **0** | **0.00** | **0.00** |
| | **Total** | | **0** | **0.00** | **0** | **0** | **0.00** | **0.00** |
| Public – Non Institutions | e-voting | 2768125 | **39879** | **1.44** | **39878** | **1** | **100.00** | **0.00** |
| | Poll | | **0** | **0.00** | **0** | **0** | **0.00** | **0.00** |
| | **Total** | | **39879** | **1.44** | **39878** | **1** | **100.00** | **0.00** |
| **Grand Total** | | **4251700** | **1523454** | **35.83** | **1523453** | **1** | **100.00** | **0.0001** |

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**3. To ratify the re-appointment and revision in terms of remuneration of Mr. Feroz Russi Bhote as Managing Director of the Company**

| | | | | | | | | |
|---|---|---|---|---|---|---|---|---|
| Resolution | | Special Resolution | | | | | | |
| Whether | | No | | | | | | |
| **Promoter/ Public** | **Mode of Voting** | **No. of shares held (1)** | **No.of votes Polled (2)** | **% of votes polled on outstanding** | **No. of Votes in favour (4)** | **No . of votes against (5)** | **% of Votes in favour on votes polled** | **% of Votes against on votes polled** |
| Promoter & promoter Group | e-voting | 1483575 | 1425325 | 96.07 | 1425325 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | **Total** | | **1425325** | **96.07** | **1425325** | **0** | **100.00** | **0.00** |
| Public – Institutional Holders | e-voting | 0 | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | **Total** | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| Public – Non Institutions | e-voting | 2768125 | 39879 | 1.44 | 39878 | 0 | 100.00 | 0.00 |
| | Poll | | 0 | 0.00 | 0 | 0 | 0.00 | 0.00 |
| | **Total** | | **39879** | **1.44** | **39878** | **0** | **100.00** | **0.00** |
| **Grand Total** | | **4251700** | **1465204** | **34.46** | **1465203** | **0** | **100.00** | **0.0000** |

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info@RnA-cs.com I www.RnA-cs.com#
Hyderabad I Gurgaon I Chennai I Mumbai I Amaravati

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**Annexure-II**

**CONSOLIDATED SCRUTINIZER'S REPORT**

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

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To
The Chairman
Hypersoft Technologies Limited
Secunderabad

37th Annual General Meeting (AGM) of the Equity Shareholders of Hypersoft Technologies Limited held on Wednesday, the 30th September, 2020 at 04:00 PM through video conference meeting (VC)/ other audio visual means (OVAM).

Dear Sir,

I, P Surya Prakash, Company Secretary in whole-time practice, R & A Associates, Company Secretaries, Hyderabad was appointed as Scrutinizer by the Board of Directors of Hypersoft Technologies Limited (Company) for the purpose of scrutinizing the remote e-voting and electronic voting (e-voting) at the Annual General Meeting (AGM) of the Company in a fair and transparent manner 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) (the Rules) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirement) Regulations, 2015, (Listing Regulations) and circular dated May 12, 2020 issued by SEBI and in compliance with framework issued by the Ministry of Corporate Affairs through its Circular No. 20/2020 dated May 05, 2020 read with Circular No. 14/2020 dated April, 08, 2020 and Circular no. 17/2020 dated April 13, 2020 (MCA Circulars), on the resolutions contained in the Notice of the 37th AGM of the members of the Company, held on Wednesday, 37th September, 2020 at 04:00 p.m. IST through Video Conferencing (VC) facility / Other Audio Visual Means (OAVM) facility and also for ascertaining the requisite majority for the resolutions proposed therein.

The Management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules including MCA Circulars and Listing Regulations relating to remote e-voting and e-voting at the AGM for the resolutions contained in the Notice of the 37th AGM of the members of the company. Our responsibility as a Scrutinizer is to ensure that the remote e-voting and e-voting at the AGM is carried out in a fair and transparent manner and to make a consolidated scrutinizer's report on the votes cast "IN FAVOUR" or "AGAINST" the resolutions contained in the Notice of the 37th AGM of the members of the Company. The Company has engaged the services of M/s Central Depository Services (India) Limited (CDSL), Hyderabad (agency for providing the remote e-voting facility and e-voting system during the e-AGM) (both for remote e-voting and e-voting at the AGM).

In accordance with the Notice of the 37th AGM sent to the members and the 'Advertisement' published pursuant to Rule 20 of the Companies (Management and Administration) Rules,

SURYA
PRAKASH
PERUMALLA

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Chikoti Gardens, Begumpet
Hyderabad - 500016. India
+91 40-4003 2244 - 47
info@RnA-cs.com I www.RnA-cs.com#

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2014 (as amended), the remote e-voting period was open from 27th September, 2020 at 10:00 AM IST and closed on 29th September, 2020 at 5:00 PM IST.

Members holding shares as on 24 September 2020, "cut-off date", were entitled to vote on the resolution stated in the Notice of the 37th AGM of the Company.

The voting at the AGM was allowed by using an electronic voting system, on the resolutions on which the voting is to be held. The said voting system was provided to all those members who attended the AGM through VC/OAVM but have not cast their votes by availing the remote e-voting facility. As per the information provided by CDSL, the name of the members who had already voted through remote e-voting facility was blocked for voting at the AGM.

After the conclusion of the voting at the AGM, the votes cast thereat were downloaded from website of CDSL. Thereafter, the votes on remote e-voting were unblocked on Wednesday, September 30, 2020 at 4:25 P.M., in the presence of two witnesses who were not employees of the Company and the e-voting results/list of members who have voted for and against were downloaded from the e-voting website of CDSL.

The combined results of the remote e-voting and e-voting at the AGM are given as 'Annexure-I' to this report. Based on combined results, we report that, all the resolutions as per the Notice of the 37th AGM of the Company stands passed with requisite majority.

The electronic data and all other relevant records relating to the remote e-voting and e-voting at the AGM are under my safe custody until the Chairman approves and signs the Minutes of the 37th AGM and thereafter will be handed over to the Company Secretary of the Company for safe preservation.

Thanking you,

**For R & A Associates**

SURYA PRAKASH PERUMALLA

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cn=SURYA PRAKASH PERUMALLA
Date: 2020.10.01 13:02:42 +05'30'

**(P. Surya Prakash)**

**Company Secretary in Practice**

**FCS No.9072, CP No. 11142**

**UDIN: F009072B000832290**

**Place: Hyderabad**

**Date: October 01, 2020**

**Annexure-I**

**Combined Results (remote e-voting and e-voting at AGM)**

| Item number of Notice and | Description | Mode of Voting | Total no. of votes cast | Votes in favour of the | | Votes against the | | Invalid Votes | |
|---|---|---|---|---|---|---|---|---|---|
| | | | | No's | %age | No's | %age | No's | %age |
| 1 - Ordinary Resolution | To receive, consider and adopt the financial statements of the company for the year ended 31 March 2020, including the audited balance sheet as at 31 March 2020 and the statement of profit and | remote e-voting | 15,23,403 | 15,23,402 | 100.000% | 1 | 0.000% | - | - |
| | | e- voting at the AGM | 51 | 51 | 100.000% | - | 0.000% | - | - |
| | | **Total** | **15,23,454** | **15,23,453** | **100.000%** | **1** | **0.000%** | - | - |
| 2 - Ordinary Resolution | To re-appoint Ms. Geeta Bhote Feroz, Director who retires by rotation and being eligible, offers herself for re-appointmentrotation and being eligible, offers himself for re appointment | remote e-voting | 15,23,403 | 15,23,402 | 100.000% | 1 | 0.000% | - | - |
| | | e- voting at the AGM | 51 | 51 | 100.000% | - | 0.000% | - | - |
| | | **Total** | **15,23,454** | **15,23,453** | **100.000%** | **1** | **0.000%** | **-** | **-** |
| 3 - Special Resolution | To ratify the re-appointment and revision in terms of remuneration of Mr. Feroz Russi Bhote as Managing Director of the Company | remote e-voting | 15,23,403 | 15,23,402 | 100.000% | 1 | 0.000% | - | - |
| | | e- voting at the AGM | 51 | 51 | 100.000% | - | 0.000% | - | - |
| | | **Total** | **15,23,454** | **15,23,453** | **100.000%** | **1** | **0.000%** | - | - |

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serialNumber=53a57ed04aaf6284bf4911f0ddcaee7550fc2e15daa820064707893c9f948a40, cn=SURYA PRAKASH PERUMALLA
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PRIYANKA JAIN

Annexure-III

## SUMMARY OF PROCEEDINGS OF THE 37TH ANNUAL GENERAL MEETING

37th Annual General Meeting (AGM) of the Members of Hypersoft Technologies Limited (Company) was held on Wednesday, 30th September, 2020 at 04.00 P.M though Video Conference/ Other Audio Visual Means as per the provisions of the Companies Act,2013 and SEBI(LODR) Regulations read with the relevant circulars issued by Ministry of Corporate Affairs and SEBI in this regard.

**Directors Present:**

| | |
|---|---|
| 1. Mr. Feroz Russi Bhote | Chairman, Managing Director & Member |
| 2. Ms. Geeta Feroz Bhote | Director |
| 3. Mr. Joydip Lahiri | Independent Director |
| 4. Mr. Vinay VIR | Independent Director |

**In Attendance:**

| | |
|---|---|
| Mr. Khudaventh Shaik | Chief Financial Officer |
| Ms. Priyanka Jain | Company Secretary |
| Mr. P. Surya Prakash | Scrutinizer |
| M/s. Grandhy & Co. | Statutory Auditor |

**Members Present:**

Thorough video conference, 13 members.

Mr. Khuaventh Shaik, Chief Financial Officer welcomed the members, Directors, Statutory Auditor, and Company Secretary to the meeting

Ms. Priyanka Jain, Company Secretary informed that 13 (Thirteen) Members were attending through video conferencing facility at 4:00 PM IST. Since the requisite quorum was present, the Company Secretary informed that the meeting to be commenced and the time is 4:00 PM (IST) and requested the Chairman to proceed with the meeting.

Company Secretary informed the members that pursuant to Section 108 of Companies Act, 2013 read with Rules made there under and listing agreement, the Company provided the facility of remote e-voting to the shareholders to cast their vote electronically on the resolutions as set out in the Notice. The remote e- voting commenced at 10.00 A.M on September 27, 2020 and ended at 5.00 P.M. on September 29, 2020 and also provided e-voting facility throughout the VC meeting and requested all the shareholders to e-vote those who are not casted the remote e-voting earlier. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) as the agency for providing e-voting facility.

PRIYANKA JAIN

Mr. Feroz Russi Bhote, Chairman and Managing Director welcomed all the members to the 37th Annual General Meeting. As the Quorum being present the meeting is in order.

The Chairman delivered his speech which highlighted the Key financials of the company, review of Business and outlook, opportunities and threats of the Company and further threw light on companies contribution to the Foreign Exchange savings, Future Prospects and Business plan to sustain growth.

With the permission of members, the notice, Annual Report and Accounts of the Company were taken as read. Thereafter with the consent of the Chairman, CS confirmed that, the Annual Report for FY 2019·20 comprising of Notice of the AGM, Audited Financial Statements for the Financial Year 2019-20, Boards and Auditor's Report have been sent through electronic mode to all the members who have registered their e-mail addresses with the company or their respective depository participants. Consequently, he stated that there were no qualifications, observations and adverse comments or remarks in the Statutory Auditor's report or Secretarial Auditor's report.

Board of Directors appointed Shri P. Surya Prakash, Company Secretary in whole-time practice, R&A Associates, Company Secretaries, Hyderabad as a Scrutinizer for the purpose of scrutinizing the e-voting process in a fair and transparent manner.

Thereafter the members who had pre-registered their names as speakers for the AGM were allowed to speak at the VC meeting. Mr. Praful Chavda, member who had attended the VC meeting was allowed to speak.With the permission of Chair, the Managing Director answered the queries/clarifications/concerns raised by the members.

Chairman briefed each resolution to be passed at AGM and invited the members to seek clarification on the items of business at AGM to which the Management replied satisfactorily.

Thereafter, the Chairman requested Shri P. Surya Prakash, Scrutinizer for orderly conduct of voting results.

The Company Secretary informed the members that the combined results of e-voting would be placed on the website of the Company and sent to stock exchanges with the prescribed time, after getting the Scrutinizer report.

The resolutions passed by the members with requisite majority related to the following:

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NKA
JAIN

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serialNumber=8df55e08113dfd5cb4c0
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27e3dd086c2f, cn=PRIYANKA JAIN
Date: 2020.10.01 13:59:16 +05'30'

**Ordinary Business:**

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2020 and Profit & Loss Statement for the year ended on 31st March, 2020 together with notes and annexures thereto and the Report of Directors' and Auditors' thereon. (Ordinary resolution).

2. To re-appoint Ms. Geeta Bhote Feroz, Director who retires by rotation and being eligible, offers herself for re-appointment. (Ordinary resolution).

**Special Business:**

3. To ratify the re-appointment and revision in terms of remuneration of Mr. Feroz Russi Bhote as Managing Director of the Company (Special resolution)

The Annual General meeting concluded at 04:21 P.M.

Thanking you

**Yours faithfully**

**For Hypersoft Technologies Limited**

PRIYAN
KA JAIN

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st=TELANGANA,
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Date: 2020.10.01 13:59:31 +05'30'

**(Priyanka Jain)**

**Company Secretary**