

SHYAMA INFOSYS LIMITED

Plot No.395/397, Raj Sadan (Ruia Building) Office
No -1, 3RD Floor, Near Bharat Merchant Chamber,
Kalbadevi Road, Mumbai – 400002

CIN: L24235MH1996PLC057150
Email: shyamainfosys57@gmail.com
website: www.shyamainfosysltd.co.in
GST REG. NO-19AAACP3388H1Z5

BSE: 2024

April 12, 2024

**To,
BSE Limited
Corporate Relation Department
Phiroze Jeejeeboy Towers
Dalal Street, Fort,
Mumbai- 400 001
Tel.: 2272 8013/15/58/8307**

Ref: Shyama Infosys Limited/ BSE Scrip Code: 531219

Sub.: Disclosure under Regulation 30 of SEBI (Listing Obligations & Disclosure Requirement) Regulations 2015 – Postal Ballot Notice

Dear Sir/ Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find attached the Postal Ballot Notice dated April 12, 2024, seeking approval of the members of the Company, by way of remote e-voting process for:

1. To approve change of name of the company from Shyama Infosys limited to Shyama Computronics and services limited.
2. To approve appointment of Mr Swaraj Singh (Din-10469348) as Executive Director and Chief Financial Officer of the company.
3. To confirm and appoint M/s A O Mittal & Associates, Chartered Accountants (FRN: 014640C) as the Statutory Auditors of the company to fill casual vacancy.

Postal Ballot Notice is being sent only through electronic mode to those members whose names appear on the Register of Members / Register of Beneficial Owners, as on Friday, April 5, 2024 (“Cut-off Date”), received from the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories.

The Company has engaged the services of NSDL, as the agency to provide e-voting facility to all its members.

The e-voting facility will be available during the following period:

SHYAMA INFOSYS LIMITED

Plot No.395/397, Raj Sadan (Ruia Building) Office
No -1, 3RD Floor, Near Bharat Merchant Chamber,
Kalbadevi Road, Mumbai – 400002

CIN: L24235MH1996PLC057150
Email: shyamainfosys57@gmail.com
website: www.shyamainfosysltd.co.in
GST REG. NO-19AAACP3388H1Z5

Commencement of e-Voting	Wednesday, the 17 th April 2024(9:00 am)
End of e-Voting	Thursday, 16th May 2024 (5:00 pm)

You are requested to take the same on records.

Thanking you,

**Yours faithfully,
For Shyama Infosys Limited**

**Samir Biswas
Managing Director
DIN:07834496**

SHYAMA INFOSYS LIMITED

Plot No.395/397, Raj Sadan (Ruia Building) Office
No -1, 3RD Floor, Near Bharat Merchant Chamber,
Kalbadevi Road, Mumbai – 400002

CIN: L24235MH1996PLC057150
Email: shyamainfosys57@gmail.com
website: www.shyamainfosysltd.co.in
GST REG. NO-19AAACP3388H1Z5

POSTAL BALLOT NOTICE

[Pursuant to Sections 110 and 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, as amended, and applicable Circulars issued by the Ministry of Corporate Affairs, Government of India, from time to time]

To the Members of the Company,

Notice of Postal Ballot is hereby given to the Members of the Company pursuant to Section 108 and Section 110 of the Companies Act, 2013 (“**Act**”) read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014, (“**Rules**”), Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 03/2022 dated May 05, 2022 and 11/2022 dated December 28, 2022 issued by the Ministry of Corporate Affairs (“**MCA**”) (herein after collectively referred to as “**MCA Circulars**”) and Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India, and Regulations 44 and 45 of the SEBI (Listing Obligations And Disclosure Requirements) Regulations, 2015 and other applicable provisions, that the Resolution as set out in this Notice is proposed for approval by the Members of the Company by means of Postal Ballot only by voting through electronic means (“**remote e-voting**”).

The explanatory statement pursuant to Sections 102, 110 and other applicable provisions of the Act read with the applicable Rules setting out all material fact relating to the Resolution mentioned in this Postal Ballot Notice is annexed hereto.

The Board of Directors has appointed Miss. Khusbu Agrawal, Practicing Company Secretary (Membership No. F11833, ACS- 23661), to act as the Scrutinizer for conducting the Postal Ballot and e-voting exercise in a fair and transparent manner and have communicated their willingness to be appointed and will be available for the said purpose. The Scrutinizer’s decision on the validity of the votes cast in the Postal Ballot shall be final.

The Company has engaged the services of National Securities Depository Limited (“**NSDL**” or “**Designated Depository**”) as the agency to provide e-voting facility.

Members are requested to read the instructions in the Notes in this Postal Ballot Notice so as to cast their vote electronically. The votes can be cast during the following voting period:

Commencement of e-Voting	Wednesday, the 17 th April 2024(9:00 am)
End of e-Voting	Thursday, 16 th May 2024 (5:00 pm)
Friday 5 th April 2024 (“ Cut-off date ”) (“ Eligible Members ”)	

You are requested to record your assent or dissent only by means of remote e-voting system provided by the Company.

The Scrutinizer will submit his report, after the completion of scrutiny, to the Chairman and Managing Director of the Company or any person authorized by him. The results of e-voting will be announced and will be displayed on the Company’s website at www.shyamainfosys.in and on the website of NSDL. The results will simultaneously be communicated to the Stock Exchanges and will also be displayed at the registered office of the Company

SHYAMA INFOSYS LIMITED

Plot No.395/397, Raj Sadan (Ruia Building) Office
No -1, 3RD Floor, Near Bharat Merchant Chamber,
Kalbadevi Road, Mumbai – 400002

CIN: L24235MH1996PLC057150
Email: shyamainfosys57@gmail.com
website: www.shyamainfosysltd.co.in
GST REG. NO-19AAACP3388H1Z5

SPECIAL BUSINESS:

1. SPECIAL BUSINESS FOR APPROVAL OF THE PROPOSED CHANGE OF NAME OF THE COMPANY FROM SHYAMA INFOSYS LIMITED TO SHYAMA COMPUTRONICS AND SERVICES LIMITED.

To pass with or without modification(s), the following resolution as a **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to section 13 and section 14 of the Companies Act, 2013, Companies (Incorporation) Rules, 2014 and other applicable provisions and rules, if any. of the Companies Act 2013 (including any statutory modification or re-enactment thereof for the time being in force), regulations 45 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and subject to the approvals of the central government, regulatory authorities, the existing name of the Company be changed from “SHYAMA INFOSYS LIMITED TO SHYAMA COMPUTRONICS AND SERVICES LIMITED”.

“RESOLVED FURTHER THAT the name “SHYAMA INFOSYS LIMITED” wherever appearing in the Memorandum and Articles of Association, documents etc. be substituted by the new name “SHYAMA COMPUTRONICS AND SERVICES LIMITED”.

“RESOLVED FURTHER THAT Mr. Samir Biswas, Chairman & Managing Director, Mrs. Swati Garg, Director, Mr. Amit Paul, Director, or any officer(s) of the company as delegated by the Board, be and are hereby severally authorized on behalf of the Board for making application for change of name, filing of necessary forms with the Ministry of Corporate Affairs, Registrar of Companies, Stock Exchanges, make the necessary application to the Central Government for the approval of the aforesaid name and to do all such acts, deeds, things and matters on behalf of the Company as it may in its absolute discretion deem necessary, proper or desirable and to settle any questions, difficulty, doubt that may arise in this regard and further to sign and execute documents, forms, applications and writings as may be necessary, proper, desirable or expedient to give effect to this resolution without being required to seek any further consent or approval of the shareholders of the Company in General Meeting.”

“RESOLVED FURTHER THAT any one of the above Directors or Company Secretary be hereby authorized to certify a copy of this resolution and furnish to all such authorities as may be necessary.”

2. SPECIAL RESOLUTION FOR THE APPOINTMENT OF MR SWARAJ SINGH (DIN-10469348) AS EXECUTIVE DIRECTOR AND CHIEF FINANCIAL OFFICER OF THE COMPANY

To consider and if thought fit, to pass with or without modification, the following resolution as Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 and all other applicable provisions, of the Companies Act, 2013 (the “Act”) and rules made thereunder (including any statutory modification(s) from time to time or any re- enactment thereof for the time being in force) read with Schedule V to the said Act, and subject to the requisite approval of the Central Government and such other authorities as may be necessary, approval of the Members be and is hereby given to the appointment of and payment of remuneration to Mr. Swaraj Singh (holding DIN 00088451) as Executive Director & Chief Financial Officer of the Company for a period of 3 (Three) years with effect from February 14, 2024, on remuneration, including allowances and perquisites, in the scale of `1,20,000/- (including variable bonus based on the performance of the said Executive Director & Chief Financial Officer).

SHYAMA INFOSYS LIMITED

Plot No.395/397, Raj Sadan (Ruia Building) Office
No -1, 3RD Floor, Near Bharat Merchant Chamber,
Kalbadevi Road, Mumbai – 400002

CIN: L24235MH1996PLC057150
Email: shyamainfosys57@gmail.com
website: www.shyamainfosysltd.co.in
GST REG. NO-19AAACP3388H1Z5

RESOLVED FURTHER THAT the Board of Directors (which term shall always be deemed to include any Committee constituted or to be constituted to exercise the powers including its powers conferred under this resolution) be and is hereby authorized to vary or increase the remuneration specified above from time to time to the extent the Board of Directors may deem appropriate, provided that such variation or increase, as the case may be, is within the overall limits specified in Schedule V & the relevant provisions of the Act.

RESLOVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board, be and is hereby authorized to do all such acts, deed, matters and things and execute all such documents, instruments and writing as may be required and to delegate all or any of its powers herein conferred to any Committee of Directors or Director(s) and to seek approvals and settle any questions, difficulties or doubts that may arise in this regard.”

3. SPECIAL BUSINESS FOR THE APPOINTMENT OF A O MITTAL & ASSOCIATES, CHARTERED ACCOUNTANT, AS STATUTORY AUDITORS OF THE COMPANY TO FILL THE CASUAL VACANCY TILL THE CONCLUSION OF NEXT AGM

To consider and if thought fit, to pass with or without modification, the following resolution as Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of section 139(8) of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification or amendment thereto or re-enactment thereof for the time being in force) and all other applicable laws, if any, A O Mittal & Associates, Chartered Accountants, FRN 014640C be and are hereby appointed as the Statutory Auditors of the Company on such remuneration and out of pocket expenses as may be determined by the Board as per recommendation of Audit Committee, to fill the casual vacancy in the office of Company’s Statutory Auditor caused due to casual vacancy arisen on account of resignation of the existing Statutory Auditors M/s. G Kalawatia & Associates, FRN 332648E) and they shall hold the office until the conclusion of the ensuing Annual General Meeting of the Company to be held for the financial year ending on 31st March, 2024.

“RESLOVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board, be and is hereby authorized to do all such acts, deed, matters and things and execute all such documents, instruments and writing as may be required and to delegate all or any of its powers here in conferred to any Committee of Directors or Director(s) and to seek approvals and settle any questions, difficulties or doubts that may arise in this regard.

BY ORDER OF BOARD OF
SHYAMA INFOSYS LIMITED

SAMIR BISWAS
MANAGING DIRECTOR

Date-12/04/2024
Place: Mumbai

SHYAMA INFOSYS LIMITED

Plot No.395/397, Raj Sadan (Ruia Building) Office
No -1, 3RD Floor, Near Bharat Merchant Chamber,
Kalbadevi Road, Mumbai – 400002

CIN: L24235MH1996PLC057150
Email: shyamainfosys57@gmail.com
website: www.shyamainfosysltd.co.in
GST REG. NO-19AAACP3388H1Z5

Notes:

1. The explanatory statement and reasons for the proposed resolution pursuant to Section 102 of (the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and read with SS-2 setting out material facts is annexed hereto.
2. The Board has appointed Miss. Khusbu Agrawal, Practicing Company Secretary (Membership No. F11833, ACS- 23661), to act as the Scrutinizer for conducting the Postal Ballot and e-voting exercise in a fair and transparent manner.
3. The Postal Ballot Notice is being sent to all the Members, whose names appear in the Register of Members/List of Beneficial Owners maintained by the Depositories i.e., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on the close of business hours on Friday 5th April 2024 ("**Cut-off date**") ("**Eligible Members**") and who have already registered their e-mail IDs, for receipt of documents in electronic form, with their Depository Participants or the Company's Registrar and Share Transfer Agent–CB Management Services Private Limited (RTA). A person who is not a member as on the Cut-off date should treat this Postal Ballot Notice for information purpose only
 1. A statement, pursuant to the provisions of Section 102(1) and other applicable provisions of the Act read with the Rules, setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice and additional information as required under the Listing Regulations is attached.
 2. In compliance with the MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose names appear on the Register of Members / Register of Beneficial Owners as on Friday 5th April 2024 ("**Cut-Off Date**") received from the Depositories and whose e-mail address is registered with the Company / Registrar and Transfer Agent / Depository Participants / Depositories. Physical copies of the Postal Ballot Notice along with postal ballot forms and pre-paid business reply envelopes are not being sent to Members for this Postal Ballot.
 3. This Postal Ballot Notice will also be available on the Company's website at www.shyamainfosys.in, website of the Stock Exchange, i.e. BSE Limited at www.bseindia.com and on the website of NSDL at <https://nsdl.co.in/>
 4. In accordance with the MCA Circulars, the Company has made necessary arrangements for the Members to register their e-mail address. Members who have not registered their e-mail address are requested to register the same (i)with the Depository Participant(s) where they maintain their demat accounts,if the shares are held in electronic form,and (ii)Members holding shares in physical mode,who have not registered/updated their e-mail address with the Company,are requested to register/update their e-mail address by submitting Form ISR-1 (available on the website of the Company at www.shyamainfosysltd.com) duly filled and signed along with requisite supporting documents to Niche Technologies Pvt. Ltd at 3A-Auckland 7th Floor Kolkata 700017.
 5. Only a person, whose name is recorded in the Register of Members / Register of Beneficial Owners, as on the Cut-Off Date, maintained by the Depositories shall be entitled to participate in the e-voting. A person who is not a member as on the Cut-Off Date, should treat this Postal Ballot Notice for information purpose only.
 6. Subject to the provisions of the Articles of Association of the Company, voting rights of a Member / Beneficial Owner (in case of electronic shareholding) shall be in proportion to his/her/its shareholding in the paid-up equity share capital of the Company as on the Cut-Off Date.
 7. Pursuant to the provisions of Sections 108, 110 and other applicable provisions

SHYAMA INFOSYS LIMITED

Plot No.395/397, Raj Sadan (Ruia Building) Office
No -1, 3RD Floor, Near Bharat Merchant Chamber,
Kalbadevi Road, Mumbai – 400002

CIN: L24235MH1996PLC057150
Email: shyamainfosys57@gmail.com
website: www.shyamainfosysltd.co.in
GST REG. NO-19AAACP3388H1Z5

of the Act and the Rules made thereunder, the MCA Circulars, Regulation 44 of the Listing Regulations read with Section VI-C of the SEBI Master Circular reference no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July11,2023, as amended(“SEBI Master Circular”), and SS-2 and any amendments thereto, the Company is providing the facility to the Members to exercise their right to vote on the proposed resolutions electronically. The instructions for e-voting are provided as part of this Postal Ballot Notice.

8. The remote e-Voting period **commences on Wednesday, the 17th April 2024(9:00 am) and ends Thursday, 16th May 2024 (5:00 pm)**. During this period, members of the Company holding shares as on the cut-off date may cast their vote electronically. The remote e-Voting module shall be disabled thereafter. Once the vote on the resolution is cast by a member, the same will not be allowed to be changed subsequently. The voting rights of the Members shall be in proportion to their shareholding in the voting paid-up equity share capital of the Company as on the Cut-Off Date i.e., Friday 5th April 2024
9. The resolutions, if approved, shall be deemed to have been passed on the last date of e-voting i.e. **Thursday, 16th May 2024**
10. The results of remote e-voting shall be declared on or before **Saturday, 18th May(3.00 pm)** and the said result along with the Scrutinizer’s Report there on shall be placed on the Company’s website <http://www.shyamainfosysltd.co.in/> and on the website of NSDL www.evoting.nsdl.com.The results shall also be displayed on the notice board at the Registered Office of the Company.
11. All the documents referred to in this Postal Ballot Notice will be available for inspection electronically without any fee by the Members from the date of circulation of this Postal Ballot Notice until the last date of e-voting. Members seeking to inspect such documents can send an email to shyamainfosys57@gmail.com.

1. Procedure for E-Voting:

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step1:Access to NSDL e-Voting system

A)Login method for e-Voting for Individual shareholders holding securities in demat mode





In terms of SEBI circular dated December 9, 2020 one-Voting facility provided by Listed Companies,Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.Shareholders are advised to update their mobile number and email Id in their demataccounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

SHYAMA INFOSYS LIMITED

Plot No.395/397, Raj Sadan (Ruia Building) Office
No -1, 3RD Floor, Near Bharat Merchant Chamber,
Kalbadevi Road, Mumbai – 400002

CIN: L24235MH1996PLC057150
Email: shyamainfosys57@gmail.com
website: www.shyamainfosysltd.co.in
GST REG. NO-19AAACP3388H1Z5

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none">Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsd.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select “Register Online for IDeAS Portal” or click at https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jspVisit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the homepage of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. <p>NSDL Mobile App is available on</p> <p> App Store  Google Play</p> <div style="display: flex; justify-content: space-around;"></div>

SHYAMA INFOSYS LIMITED

Plot No.395/397, Raj Sadan (Ruia Building) Office
No -1, 3RD Floor, Near Bharat Merchant Chamber,
Kalbadevi Road, Mumbai – 400002

CIN: L24235MH1996PLC057150
Email: shyamainfosys57@gmail.com
website: www.shyamainfosysltd.co.in
GST REG. NO-19AAACP3388H1Z5

<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<ol style="list-style-type: none">1. Users who have opted for CDSL Easi/Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi/Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also a link provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System My easi Tab and then click on registration option.4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from an e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</p>

Important note: Members who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

SHYAMA INFOSYS LIMITED

Plot No.395/397, Raj Sadan (Ruia Building) Office
No -1, 3RD Floor, Near Bharat Merchant Chamber,
Kalbadevi Road, Mumbai – 400002

CIN: L24235MH1996PLC057150
Email: shyamainfosys57@gmail.com
website: www.shyamainfosysltd.co.in
GST REG. NO-19AAACP3388H1Z5

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Logintype	Helpdeskdetails
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at 022-48867000 and 022-2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no.1800 22 5533

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL:<https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the homepage of e-Voting system is launched, click on the icon“Login” which is available under ‘Shareholder/Member’ section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.
Alternatively, if you a reregistered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a)For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DPID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b)For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12*****then your user ID is 12*****

SHYAMA INFOSYS LIMITED

Plot No.395/397, Raj Sadan (Ruia Building) Office
No -1, 3RD Floor, Near Bharat Merchant Chamber,
Kalbadevi Road, Mumbai – 400002

CIN: L24235MH1996PLC057150
Email: shyamainfosys57@gmail.com
website: www.shyamainfosysltd.co.in
GST REG. NO-19AAACP3388H1Z5

c)For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***
--	---

5.Password details for shareholders other than Individual shareholders are given below:

- a)If you are already registered for e-Voting, then you can user your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) Howto retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID.Trace the email sent to you from NSDL from your mail box. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered,please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6.If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

- a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**"(If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP(One Time Password)based login forcasting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
 8. Now, you will have to click on "Login"button.
 9. After you click on the "Login" button, Home page of e-Voting will open.

SHYAMA INFOSYS LIMITED

Plot No.395/397, Raj Sadan (Ruia Building) Office
No -1, 3RD Floor, Near Bharat Merchant Chamber,
Kalbadevi Road, Mumbai – 400002

CIN: L24235MH1996PLC057150
Email: shyamainfosys57@gmail.com
website: www.shyamainfosysltd.co.in
GST REG. NO-19AAACP3388H1Z5

Step2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e- Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. as sent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail cskhusunco@gmail.com with a copy marked to evoting@nsdl.co.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution/Power of Attorney/Authority Letter etc. by clicking on "Upload Board Resolution/Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “Forgot UserDetails/Password?” or “[Physical User](#) Reset Password?” option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on : 022 - 4886 7000 and 022 - 2499 7000 or send a request to (Name of NSDL Official) at evoting@nsdl.co.in

SHYAMA INFOSYS LIMITED

Plot No.395/397, Raj Sadan (Ruia Building) Office
No -1, 3RD Floor, Near Bharat Merchant Chamber,
Kalbadevi Road, Mumbai – 400002

CIN: L24235MH1996PLC057150
Email: shyamainfosys57@gmail.com
website: www.shyamainfosysltd.co.in
GST REG. NO-19AAACP3388H1Z5

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of email ids for e- voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate(front and back),PAN(self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to shyamainfosys57@gmail.com .
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self- attested scanned copy of Aadhar Card) to shyamainfosys57@gmail.com. If you are an Individual shareholder holding securities in demat mode,you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants.Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

EXPLANATORY STATEMENT

(Pursuant to Section 102(1) of the Companies Act, 2013)

Item No.1

The Board of Directors has, at its meeting held on September 05, 2023, resolved to change the name of the Company by new name “Shyama Computronics and Services Limited”. Pursuant thereto, the Company has checked the availability of name “Shyama Computronics and Services Limited” with the Registrar of Companies by filing RUN application and new name has been made available by the Registrar of Companies.

None of the Directors and Key Managerial Personnel of the Company or any of their relatives is concerned or interested in the proposed Special Resolution. The Board recommends the Special Resolution set forth in Item No. 1 of the Notice for approval of the Members.

Item No.2

The Nomination and Remuneration Committee, in its meeting held on February 14,2024 recommended and the Board of Directors, in its meeting held on the same day,approved the appointment of Mr. Swaraj Singh (DIN-**10469348**) as Executive Director & Chief Financial Officer of the Company for a period of 3(three) years with effect from February 14,2024 on remuneration in the scale of `1,20,000 /-per annum, subject to the approval of the shareholders in General Meeting.

Mr. Swaraj Singh, aged 47 years, With his rich experience in the retail and finance field, he would be a valuable asset for the Company in his role as an Executive Director & Chief Financial Officer. Accordingly, the Board of Directors recommends the above resolution for your consideration and

SHYAMA INFOSYS LIMITED

Plot No.395/397, Raj Sadan (Ruia Building) Office
No -1, 3RD Floor, Near Bharat Merchant Chamber,
Kalbadevi Road, Mumbai – 400002

CIN: L24235MH1996PLC057150
Email: shyamainfosys57@gmail.com
website: www.shyamainfosysltd.co.in
GST REG. NO-19AAACP3388H1Z5

approval as a Special Resolution on key terms and conditions as under:

- a) Mr. Swaraj Singh shall be paid remuneration as may be fixed by the Board of Directors from time to time based on recommendation of Nomination and Remuneration Committee, such that the salary and the aggregate value of all perquisites and allowances together with reimbursement of expenses or Performance Bonus, ESOPs, Gratuity and Superannuation benefits, medical reimbursement, leave travel concession for himself and his family, medical insurance and such other perquisites and allowances in accordance with the rules of the Company or as may be agreed to by the Board of Directors and Mr. Swaraj Singh, shall not exceed the overall ceiling on remuneration approved by the members in General Meeting pursuant to the limits set out in Section 197 and other applicable provisions of the Act, and subject to such other approvals as may be necessary and applicable.

The details of Mr. Swaraj Singh in pursuance of the provisions of the Listing Regulations are mentioned in Annexure.

Approval of the shareholders is being sought for appointment of Mr. Swaraj Singh as Executive Director & Chief Financial Officer of the Company, for a period of 3 (three) years with effect from February 14, 2024. Further, the remuneration payable to the Executive Director & Chief Financial Officer for proposed appointment has been recommended by the Nomination & Remuneration Committee and duly approved by the Board of Directors of the Company at their respective meetings held February 14, 2024. The approval of the shareholders is sought for appointment and remuneration payable to Mr. Swaraj Singh as Executive Director & Chief Financial Officer of the Company with effect from February 14, 2024 to February 13, 2027. With his vast experience in retail sector, the Board of Directors considered it to be desirable to approve appointment and approval of remuneration payable to him and as Executive Director and Chief Financial Officer.

The said appointment and payment of remuneration, would be also subject to the approval of the Central Government and/or such other competent authority as may be required to comply with the applicable provisions of the Companies Act, 2013.

Mr. Swaraj Singh himself and his relatives may be deemed to be concerned or interested in the resolution to the extent of remuneration payable to Mr. Swaraj Singh under there solution.

None of the other Directors, Key Managerial Personnel or their relatives are concerned or interested in the resolution.

Copy of Letter of Appointment proposed to be issued to Mr. Swaraj Singh as an Executive Director setting out the terms and conditions thereof is available for inspection without any fee by the members at the Registered Office of the Company during normal business hours on all working days between 11:00 a.m. to 1:00 p.m. up to the closure of this postal ballot.

(A) Proposed Remuneration:

The remuneration per annum proposed to be paid to Mr. Swaraj Singh as decided by the management is ₹1,20,000 (One lac Twenty thousand Only) as set out below:

Particulars	Amount (in Rs)
Basic Salary	120,000
Flexible Compensation	0

SHYAMA INFOSYS LIMITED

Plot No.395/397, Raj Sadan (Ruia Building) Office
No -1, 3RD Floor, Near Bharat Merchant Chamber,
Kalbadevi Road, Mumbai – 400002

CIN: L24235MH1996PLC057150
Email: shyamainfosys57@gmail.com
website: www.shyamainfosysltd.co.in
GST REG. NO-19AAACP3388H1Z5

Superannuation Fund Amount	0
Annual Base Salary (A)	120,000
Employers' Contribution to PF	0
Gratuity Amount	0
Total Retirals (B)	0
Target Short-Term Annual Incentive Amount (C)	0
Cost to the Company (A+B+C)	120,000

(B) Overall Remuneration:

The overall remuneration payable to Mr.Swaraj Singhshall not exceed ₹1,20,000 (Rupees One Lakhs Twenty Thousand Only) per annum based on the increments from time to time as per Company's policy. The aggregate of overall remuneration paid in any one financial year shall not exceed the limits prescribed under Section 197, 198 and other applicable provisions of the Companies Act, 2013 read with Schedule V to the said Act or any modifications or re-enactment for the time being in force. The Board may vary the terms of the appointment including employment agreement, designation, remuneration and structure or re-structure salary components within the limits approved by the Members and such variation shall not be treated as variation in the terms of her appointment.

b) The tenure of appointment:

Three years with effect from February 14.2024

c) Nature of Duties:

The Executive Director & Chief Financial Officer is entrusted with substantial powers of management and shall, subject to the supervision of the Board of Directors, be responsible for the organization's consistent achievement of its mission and financial objectives, provide leadership in developing organizational and financial plans with the Board of Directors, carry out plans and policies authorized by the Board and carry out such other duties as may be trusted to him by the Board of Directors and shall exercise such powers as are delegated to him by the Board of Directors.

(E) Other Key Conditions

- Leave: As per Rules of the Company
- Group Personal Accident Insurance: As per Rules of the Company
- Contribution to Provident Fund, Superannuation Fund or Annuity Fund: As per Company's Policy
- Gratuity: To be payable as per the Rules of the Company
- He will not be entitled to sitting fees for meetings of the Board/Committees of the Board attended by her
- The salary will be subject to all applicable provisions of the Income Tax Act, 1961
- The tenure will be subject to termination by 3 months' notice in writing on either side. The Company reserves the right to waive the required notice period or part thereof, in its discretion

SHYAMA INFOSYS LIMITED

Plot No.395/397, Raj Sadan (Ruia Building) Office
No -1, 3RD Floor, Near Bharat Merchant Chamber,
Kalbadevi Road, Mumbai – 400002

CIN: L24235MH1996PLC057150
Email: shyamainfosys57@gmail.com
website: www.shyamainfosysltd.co.in
GST REG. NO-19AAACP3388H1Z5

(F) Minimum Remuneration

Notwithstanding anything to the contrary herein contained where in any financial year during the tenure of Mr. Swaraj Singh the Company has no profits or its profits are inadequate, the Company shall pay her remuneration as specified under Schedule V to the Act, as amended from time to time.

(G) Employment Agreement

The draft Employment Agreement setting out the further terms and conditions of the appointment to be executed between the Company and Mr. Swaraj Singh is available for inspection electronically by the Members basis their request. The said agreement may be treated as a written memorandum setting out the terms of appointment of Mr. Swaraj Singh under Section 190 of the Act.

Profile of Ms. Mr. Swaraj Singh is available on the website of the Company at www.shyamainfosys.in/ in Section 'Board of Directors of Shyama Infosys Limited'. The details of Ms. Mr. Swaraj Singh as required under Regulation 36 of the SEBI Listing Regulations and Secretarial Standard – 2, as applicable, are stated in 'Annexure' to the Explanatory Statement.

In compliance with the provisions of Section 196, 197, 203 and other applicable provisions of the Act read with Schedule V to the Act as amended, the Board of Directors recommends the resolutions stated in the Item nos. 1 and 2 for the approval of the Members of the Company each by way of Ordinary Resolution. Save and except Mr. Swaraj Singh and her relatives, none of the Directors or Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the said resolutions. This Statement may be regarded as disclosures under Regulation 36 of the SEBI Listing Regulations and Secretarial Standard – 2

Item No.3

M/s. G Kalawatia & Associates, FRN 332648E Chartered Accountants have tendered their resignation as Statutory Auditors w.e.f. February 14, 2024 citing reasons that pursuant to SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 they are unable to continue as auditors of the company.

This has resulted into a casual vacancy in the office of Statutory Auditors of the Company as envisaged by Section 139(8) of the Companies Act, 2013. Casual vacancy caused by the resignation of auditor shall be approved by the shareholders in General Meeting within three months from the date of recommendation of the Board of Directors of the Company. The Board of Directors of the Company recommended the appointment of M/s A O Mittal & Associates, Chartered Accountants, (FRN 014640C) as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s G. Kalawatia & Associates. Accordingly, shareholders' approval by way of ordinary resolution is sought.

M/s A O Mittal & Associates, Chartered Accountants, (FRN 014640C), have conveyed their consent for being appointed as the Statutory Auditors of the Company along with a confirmation that, their appointment, if made by the members, would be within the limits prescribed under the Companies Act, 2013 and shall satisfy the criteria as provided under section 141 of the Companies Act, 2013.

SHYAMA INFOSYS LIMITED

Plot No.395/397, Raj Sadan (Ruia Building) Office
No -1, 3RD Floor, Near Bharat Merchant Chamber,
Kalbadevi Road, Mumbai – 400002

CIN: L24235MH1996PLC057150
Email: shyamainfosys57@gmail.com
website: www.shyamainfosysltd.co.in
GST REG. NO-19AAACP3388H1Z5

The Board of Directors of the Company recommends the passing of the resolution in Item No.3 of the notice as a special resolution.

None of the Directors or Key Managerial Persons of the Company (including their relatives), except to the extent of their shareholding in the Company are concerned or interested in the said resolution.

Pursuant any director of the Company be and is hereby authorized to do all such acts, deeds, matters and things as may be necessary, proper, expedient or incidental for giving effect to this resolution and to file necessary e-forms with the Registrar of Companies.”

None of the Directors and Key Managerial Personnel of the Company or any of their relatives is concerned or interested in the proposed Special Resolution. The Board recommends the Special and ordinary Resolution set forth in Item No. 1 to 3 of the Notice for approval of the Members.

BY ORDER OF BOARD OF
SHYAMA INFOSYS LIMITED

SAMIR BISWAS
(MANAGING DIRECTOR)
Registered Office -
3rd Floor, Plot-395/397,
Ruia Building Kalbadevi Road,
DabholKarwadi, Kalbadevi,
Mumbai City, Maharashtra,
India, 400002

Date-12/04/2024
Place-Mumbai