

No.: CSL/CS/BSE/24-25

Date: 08.04.2024

To,
BSE Limited
Manager - Listing Compliances,
P J Towers, Dalal Street,
Mumbai -400001, India,

Ref.: Your Mail dated 06th April, 2024.

Sub: Clarification_Delayed Submission of Proceedings of Annual General Meetings.

Respected Sir/ Madam,

This is with reference to your mail dated 06th April, 2024 regarding clarification on late submission of 29th Annual General Meeting (“AGM”) proceeding regarding Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. We here clarify that our Company Annual general Meeting held 20th September 2023 at 04:00 PM and concluded at 05:05 PM. After that, the proceedings were prepared and try to file the same on 20th September 2023 by our female Company Secretary but facing some unforeseen technical glitch. Due to this reason the Company submitted the proceedings of AGM within 24 hours, instead of 12 hours.

We are resubmitting the proceedings along with this clarification regarding delay in submission. We confirm that no unpublished material information was part of the proceedings of the AGM.

Our previous Company Secretary has been resigned now I have been appointed to the position of Company Secretary & Compliance Officer in Compucom Software Limited.

Please accept our sincerest apologies for any inconvenience or confusion caused by this delay. We will take care in future.

Yours sincerely

For Compucom Software Limited

(Varsha Ranee Choudhary)
Company Secretary & Compliance Officer
ACS:39034

No.: CSL/BSE/NSE/CSE/23-24/

Date: - 21.09.2023

1) BSE Limited

Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai-400001.
Email- corp.compliance@bseindia.com
Stock Code: 532339

(BY BSE LISTING CENTRE)

2) National Stock Exchange of India Ltd

Exchange Plaza, G-1, Block G,
Bandra Kurla Complex, Bandra (E), Mumbai-400051.
Email- cmlist@nse.co.in
Stock Code: COMPUSOFT

(BY NSE NEAPS)

3) The Calcutta Stock Exchange Limited

7, Lyons Range, Dalhousie
Kolkata: 700001
West Bengal
Email- listing@csl-india.com
Stock Code: 13335

(BY E-MAIL)

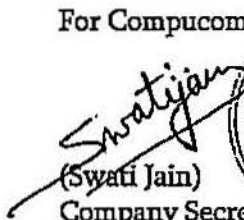
Sub: Proceedings of 29th Annual General Meeting held on September 20, 2023.

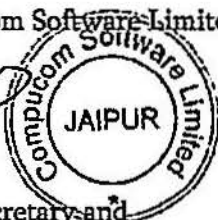
Dear Sir/Madam,

Find enclosed herewith the proceedings of the 29th Annual General Meeting of the Company held on Wednesday, September 20, 2023, through Video conferencing (VC) / Other Audio-Visual Means (OAVM) as required under Regulation 30 read with Part A of Schedule-III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to take the above on record.

For Compucom Software Limited


(Swati Jain)
Company Secretary and
Compliance Officer



FCS:8728

Encl: a/a

Gist of the proceedings of 29th Annual General Meeting of Compucom Software Limited held on Wednesday, September 20, 2023.

The 29th Annual General Meeting of the members of the Company was held on Wednesday, September 20, 2023 which commenced at 04.00 P.M. (IST) and concluded at 05:05 P.M. (IST) through Video Conferencing (VC) / Other Audio-Visual Means (OAVM). It was Chaired by Mr. Surendra Kumar Surana, Chairman, Managing Director and Chief Executive Officer of the company.

Total 50 (Fifty) Members were present at the meeting.

The AGM was attended by the following Directors and Key Managerial Personnel of the Company from their respective locations:

S. No.	Name	Designation	Location
1	Mr. Surendra Kumar Surana	Chairman, Managing Director and CEO	Jaipur
2	Mrs. Trishla Rampuria	Non-Executive Director	London
3	Mr. Vaibhav Suranaa	Executive Director	Jaipur
4	Mr. Baldev Singh	Independent Director	Jaipur
5	Mr. Satya Narayan Vijayvergiya	Independent Director	Jaipur
6	Mr. Satya Narayan Gupta	Independent Director	Jaipur
7	CA Sanjeev Nigam	Chief Financial Officer	Jaipur
8	CS Swati Jain	Company Secretary and Compliance Officer	Jaipur

Chairman of Audit Committee, Nomination and Remuneration Committee were present during the Meeting. The Statutory Auditor, Secretarial Auditor, Internal Auditor and the Scrutinizer were also present during the Annual General Meeting from their respective locations. All the directors were present at the meeting, except Stakeholders' Relationship Committee Chairperson Mr. Amitabh Kaushik and Non-Executive Director Mr. Ajay Kumar Surana. Mr. Amitabh Kaushik has been authorized to Mr. Vaibhav Suranaa member of Stakeholders' Relationship Committee on the behalf of him to attend the AGM of the Company. Both Directors were absent due to unavoidable occupancy elsewhere.

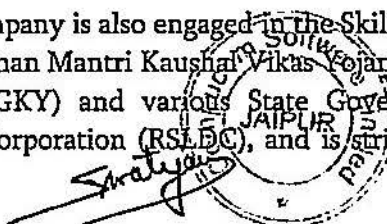
The requisite quorum has been present as ascertained by the Company Secretary, the chairperson.

Company Secretary informed the Members that the present meeting is being held through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM), without the physical presence of the members at a common venue accordance with the circulars and guidelines issued by the Ministry of Corporate Affairs and the Securities and Exchange Board of India.

Company Secretary further informed the Members regarding availability of Register of Directors and Key Managerial Personnel and their shareholding and the Register of Contracts or Arrangements being made available electronically on receipt of request for the same from any Member. Company Secretary informed that Annual Report for the year ended March 31, 2023 along with the Board's Report and Audited Financial Statements (Standalone and Consolidated) were circulated to members through electronic mode.

The Chairperson on behalf of the Board of Directors welcomed and thanked everyone for joining the Company's 29th Annual General Meeting.

In his address to the members he stated that company is also engaged in the Skill Training Projects under various Government Flagship schemes like Pradhan Mantri Kaushal Vikas Yojana (PMKVY), Deen Dayal Upadhyaya Grameen Kaushal Yojana (DDU-GKY) and various State Government Schemes under Rajasthan Skill and Livelihood Development Corporation (RSLDC), and is striving to broaden its base



during the upcoming times and intend to strengthen the hands of the Central and State Government to achieve the envisaged goals under these Public Private Partnership (PPP) projects.

Our subsidiary CSL Infomedia Private Limited is also performing well in its sphere and its news channel JAN-TV is amongst the leading news broadcasters of Rajasthan. This news channel is available free of cost to public in general on Tata Sky (1185), Airtel DTH (355), JIO Fibre (1384) and various other OTT platforms like JIO TV, YouTube etc.

Our progress in the Hotel & Hospitality sector is good and progress is ongoing. The finishing work of our Heritage Hotel is under progress, and we assure you that we will try our best to complete the project within this Financial Year. Work on the project of cold chaining and commodity storage/trading segments have also started during FY 2022-23.

He further apprised with following financial highlights of financial year 2022-23

- The company has not resorted to any new major loan from any financial institutions and has continued to maintain relatively very low levels of debt.
- Recommended a final dividend of 20% i.e. Rs. 0.40 per equity share for the financial year ended on March 31, 2023.

The Chairperson then requested the Company Secretary to further take up the proceedings of the Meeting.

With the consent of the members pursuant to the provisions of the Companies Act, 2013 and the Secretarial Standards, the notice of AGM, Board's Report, Secretarial Audit Report as well as audited annual financial statements (standalone and consolidated) including audit reports were taken as read. Further the Company Secretary informed that there were no qualifications, observations or comments in audit report issued by the Statutory Auditors and Secretarial Auditors of the Company.

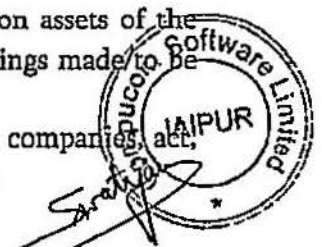
She further took the following items as stated in the Notice of 29th AGM for consideration.

ORDINARY BUSINESS:

1. Ordinary Resolution to adopt the:
 - Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2023, together with the reports of Board of Directors and Auditors thereon; and
 - Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2023, together with the report of Auditors thereon.
2. Ordinary Resolution to declare a Final Dividend of 20% i.e. Rs. 0.40 per equity shares for the year ended on March 31, 2023.
3. Ordinary Resolution to appoint a director in place of Mrs. Trishla Rampuria (DIN: 07224903), who retires by rotation and being eligible, offers herself for re-appointment.

SPECIAL BUSINESS:

4. Ordinary Resolution To consider and determine the fees for delivery of any document through a particular mode of delivery to a member.
5. Special Resolution To authorize the board of directors for creation of charge on assets of the company under section 180(1)(a) of the Companies Act, 2013 to secure borrowings made to be made under section 180(1)(c) of the Companies Act, 2013.
6. Special Resolution To authorize the board of directors under section 186 of the companies act, 2013 upto an aggregate of Rs. 300 Crores only (Rs. Three Hundred Crores only).



7. Special Resolution To authorize the board of directors to advance any loan, give any guarantee or to provide any security to all such person specified under section 185 of the Companies Act, 2013 upto an aggregate limit of Rs. 300 Crores only (Rs. Three Hundred Crores only).
8. Ordinary Resolution Approval for material related party transaction(s) with CSL Infomedia Private Limited.
9. Ordinary Resolution Approval for material related party transaction(s) with Compucom Technologies Private Limited: -
10. Ordinary Resolution Approval for material related party transaction(s) with the Compucom (India) Private Limited
11. Ordinary Resolution Approval for material related party transaction(s) with the Sambhav Infotech Private Limited
12. Ordinary Resolution Approval for material related party transaction(s) with the Rishab Infotech Private Limited
13. Special Resolution Re- appointment of Mr. Vaibhav Suranaa (DIN: 05244109) as a Whole-Time Director designated as Executive Director.

The Company Secretary explained the implications of the resolutions in detail to the members and informed the members that the Company had arranged for remote e-voting facility and e-voting facility at AGM through CDSL platform in respect of businesses to be transacted at the Meeting. She further provided general instructions to all the members regarding E-voting facility being made available to cast the vote during meeting who had not already casted their vote during Remote e-voting facility which commenced from Saturday, September 16, 2023 (9:00 A.M. IST) and ended on Tuesday, 19 2023 (5:00 P.M. IST). She informed that the e-voting facility at AGM will continue to be available for next 15 minutes. She also informed that Mr. Manoj Maheshwari, Practicing Company Secretary and Partner of M/s V. M. & Associates has been appointed as the Scrutinizer to Supervise the remote e-voting and e-voting process at the AGM in a fair and transparent manner and issue their report. Nine Speakers registered themselves as prescribed time limit given by the Company. Thereafter, the Company Secretary addressed the queries of those Members who had registered the same to the Company.

She also announced that the voting results along with the consolidated scrutinizers report will be announced within 2 working days and shall also be submitted to Stock Exchanges and placed on the website of the Company www.compucom.co.in and the website of CDSL www.evotingindia.com.

The Company Secretary extended gratitude to all the members for their presence and successfully conducted the meeting and declared the meeting closed.

Thereafter, the meeting ended with a vote of thanks to the chair.

Thanking You,

Yours faithfully,

For Compucom Software Limited


(Swati Jain)



Company Secretary and Compliance Officer

FCS: 8728