

ERP SOFT SYSTEMS LIMITED
(CIN:L67120TN1994PLC029563)

To,
BSE Limited
P.J. Towers, Dalal Street
Mumbai - 400001

Date: 28.09.2023

Dear Sir/ Madam,

Sub: 29th Annual General Meeting (AGM) and Voting Results for FY 2022-23 – ERP Soft Systems Limited

Ref: Scrip Code: 530909

With reference to the subject cited above, this is to inform the Exchange that 29th Annual General Meeting of ERP Soft Systems Limited for FY 2022-23 was held on Thursday, 28.09.2023 at 10:00 a.m. through Video Conference. In this regard, please find enclosed the following-

- (1) Summary of proceedings as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – I**.
- (2) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure – II**.
- (3) Report of Scrutinizer pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 as **Annexure – III**.

The Meeting concluded at 10:16 a.m.

This is for the kind information and records of the Exchange, please.

Thanking you.

Yours sincerely,
For ERP Soft Systems Limited


K. Parvathi Reddy
Managing Director
DIN: 00827258



Encl: as above

ERP SOFT SYSTEMS LIMITED

(CIN:L67120TN1994PLC029563)

To,
BSE Limited
P.J. Towers, Dalal Street
Mumbai - 400001

Date: 28.09.2023

Dear Sir/ Madam,

Sub: Summary of Proceedings of 29th Annual General Meeting for FY 2022-23 held on 28.09.2023 as required under Regulation 30, PART –A of the schedule III of the SEBI (Listing Obligations and Disclosure Requirements), 2015

Unit: ERP Soft Systems Limited (BSE Scrip Code:530909)

Summary of proceedings of the 29th Annual General Meeting:

The 29th Annual General Meeting (“AGM”) of the members of ERP Soft Systems Limited (“the Company”) was held on Thursday, September 28, 2023 at 10.00 a.m. (IST) through video conferencing and other audio-visual means (“VC”). The meeting was held in compliance with the General Circulars issued by the Ministry of Corporate Affairs (MCA) and circulars issued by the Securities and Exchange Board of India (SEBI) and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder.

Summary Proceedings of the Meeting:

Mrs. K. Parvathi Reddy chaired the meeting and extended a warm welcome to all the members, fellow Board members, Chairperson of the Committees of the Board, auditors and other invitees attending the meeting.

On ascertaining that the requisite quorum being present and as per the instructions of the Chairperson, Mr. Karan proceeded with the meeting. He introduced the Directors & KMPs of the Company to the members. He informed that the Company had provided the Members the facility to cast their vote electronically on the resolution set forth in the Notice. Members who were present at the AGM and had not casted their votes through remote e-voting were provided an opportunity to vote electronically at the AGM. He then proceeded with the agenda.

The Company Secretary and Compliance Officer took the Notice of AGM and Board’s Report as read and then read out the following items of business, as per the Notice of AGM for the information of members:

Sr. No.	Description of Resolutions	Type of resolution
Ordinary Business		
1.	To receive, consider and adopt the Audited Balance Sheet as at March 31, 2023 and the Statement of Profit & Loss and cash flow statement (including the consolidated financial statements) for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon.	Ordinary
2.	To appoint a director in place of Mrs. D. Sarojanamma (DIN: 05208974) who retires by rotation and being eligible offers herself for re- appointment.	Ordinary

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**Registered Office : 10A, Tranquill Nest, Kamakoti Nagar, 3rd main road,
Pallikaranai - 600100, India Ph:+91 73388 55022
Mail Id : info@erpsoft.com. www.erpsoft.com**

ERP SOFT SYSTEMS LIMITED

(CIN:L67120TN1994PLC029563)

Since, all the Resolutions have been already put to vote through remote e-voting, there was no proposing and seconding of the Resolutions and no voting by show of hands. He invited the members who had registered as speakers to speak / ask questions or express their views. The queries raised by the members were suitably clarified and the management thanked them for their valuable suggestions and support.

The Board of Directors had appointed M/s. Vivek Surana & Associates, Practicing Company Secretaries as the Scrutinizer to scrutinize the process for remote e-voting & e-voting at AGM.

The Company Secretary and Compliance Officer announced opening of e-Voting at the AGM for the members who had not already casted their vote by means of remote e-voting, which was made available for fifteen minutes from the conclusion of the AGM.

Further, it was informed to the shareholders that the results of e-voting shall be disseminated to BSE Limited as soon as possible and the same will be placed on the website of the Company.

The meeting concluded at 10:16 a.m. with vote of thanks to all the members.

Thanking you.

Yours sincerely,
For ERP Soft Systems Limited

Parvathi

K. Parvathi Reddy
Managing Director
DIN: 00827258



General information about company	
Scrip code	530909
NSE Symbol	
MSEI Symbol	
ISIN	INE308B01017
Name of the company	ERP Soft Systems Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	28-09-2023
Start time of the meeting	10:00 AM
End time of the meeting	10:16 AM

Parvathi,



Scrutinizer Details	
Name of the Scrutinizer	Vivek Surana
Firms Name	Vivek Surana & Associates
Qualification	CS
Membership Number	24531
Date of Board Meeting in which appointed	02-09-2023
Date of Issuance of Report to the company	28-09-2023

Parvathu,



Voting results	
Record date	21-09-2023
Total number of shareholders on record date	440
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	2
b) Public	6
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	

Parvathi



Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Balance Sheet as at March 31, 2023 and the Statement of Profit & Loss and cash flow statement (including the consolidated financial statements) for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon				
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	2208100	320000	14.4921	320000	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total		2208100	320000	14.4921	320000	0	100
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	1751900	1547403	88.3271	1547402	1	99.9999	0.0001
	Poll							
	Postal Ballot (if applicable)							
	Total		1751900	1547403	88.3271	1547402	1	99.9999
Total		3960000	1867403	47.1566	1867402	1	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Parvathi,



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Parvathu,



Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				To appoint a Director in place of Mrs. D. Sarojanamma (DIN: 05208974) who retires by rotation and being eligible offers herself for reappointment				
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	2208100	320000	14.4921	320000	0	100	0
	Poll							
	Postal Ballot (if applicable)							
	Total	2208100	320000	14.4921	320000	0	100	0
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	1751900	1547403	88.3271	1547402	1	99.9999	0.0001
	Poll							
	Postal Ballot (if applicable)							
	Total	1751900	1547403	88.3271	1547402	1	99.9999	0.0001
Total		3960000	1867403	47.1566	1867402	1	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

Parvathi,



Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

Parvathu,





Vivek Surana & Associates
Practicing Company Secretaries

FORM NO.MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairperson of the Meeting
ERP Soft Systems Limited
10A Trankquill Nest Kamakoti Nagar,
3rd Main Road Pallikaranai,
Chennai,Kancheepuram-600100,
Tamil Nadu

Subject: 29th Annual General Meeting of Equity Shareholders of the Company held on Thursday, 28.09.2023 at 10.00 a.m. (IST) through video conference (VC) /Other Audio-Visual Means (OAVM).

Unit: ERP Soft Systems Limited (Scrip code:530909)

Dear Madam,

1. We, Vivek Surana & Associates, were appointed as Scrutinizer for the purpose of the scrutinizing e-voting process (e-voting) and electronic voting (e-voting) during Annual General Meeting pursuant to section 108 of Companies Act 2013 read with rule 20 & 21 of the Companies (Management and Administration) Rules 2014 and (Amendment Rules 2015) in respect of the below mentioned resolution(s), proposed at the 29th Annual General Meeting of Equity Shareholders of the Company held on Thursday, 28.09.2023 at 10.00 a.m. through Video conference, submit our report as under:
2. In compliance with the provisions of Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by e-voting) and electronic voting (e-voting) at the AGM by shareholders on the resolutions proposed in the Notice of the 29th Annual General Meeting of the Company. Our responsibility as a scrutiniser is to ensure that the voting process both through e-voting and by electronic voting (e-voting) at the AGM are conducted in a fair and transparent

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Vivek Surana & Associates

Practicing Company Secretaries

manner and render Consolidated Scrutinizer's Report of the total votes cast in favour or against if any, to Chairperson on the resolutions, based on the reports generated from the electronic voting prior to the AGM (e-voting) and voting at AGM by electronic means (e-voting) system provided by CDSL.

3. In accordance with the Notice of 29th Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20 (4) (v) of the Companies (Management and Administration) Rules 2014, (Amendment Rules 2015) in Trinity Mirror (English) & Maalai Sudar (Tamil) on 06.09.2023, the e-voting opened at 9.00a.m. on 25.09.2023 and remained open up to 5.00 p.m. on 27.09.2023.
4. The equity shareholders holding shares as on 21.09.2023, "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 29th Annual General Meeting of the Company.
5. After declaration of voting by the Chairperson, the shareholders present at the AGM through Video conference voted through e-voting facility provided by CDSL.
6. The e-voting results were unblocked on 28.09.2023 and the votes cast through e-voting at the AGM were unblocked in the presence of two witnesses who are not the employees of the Company and the e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of CDSL(www.evotingindia.com) which were scrutinised and reviewed, the votes were counted and results were prepared accordingly.
7. The total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:



Vivek Surana & Associates

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(a) Resolution No.1: Ordinary Resolution

To receive, consider and adopt the Audited Balance Sheet as at March 31, 2023 and the Statement of Profit & Loss and cash flow statement (including the consolidated financial statements) for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast by them in terms of equity shares	% of Total number of Valid Votes cast
E-voting	10	18,67,402	99.9999
Electronic voting (e-voting at the AGM)	--	--	--
Total	10	18,67,402	99.9999

(ii) Voted against the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast by them in terms of equity shares	% of Total number of Valid Votes cast
E-voting	1	1	0.0001
Electronic voting (e-voting at the AGM)	--	--	--
Total	1	1	0.0001



Vivek Surana & Associates
Practicing Company Secretaries

(iii) Invalid Votes:

Number of Members Whose votes were declared invalid	Total Number of Votes cast by them
-	-

The above Ordinary Resolution as contained in the notice of 29th Annual General Meeting of the Company for the financial year 2023-24 dated 02.09.2023 has been passed with the requisite majority.

(b) **Resolution No.2: Ordinary Resolution**

To appoint a director in place of Mrs. D. Sarojanamma (DIN: 05208974) who retires by rotation and being eligible offers herself for re- appointment.

(i) Voted in favour of the resolution:

Mode of Voting	Number of Members voted	Number of Votes cast by them in terms of equity shares	% of Total number of Valid Votes cast
E-voting	10	18,67,402	99.9999
Electronic voting (e-voting at the AGM)	--	--	--
Total	10	18,67,402	99.9999

(ii) Voted against the resolution:



Vivek Surana & Associates

Practicing Company Secretaries

Mode of Voting	Number of Members voted	Number of Votes cast by them in terms of equity shares	% of Total number of Valid Votes cast
e-voting	1	1	0.0001
Electronic voting (e-voting at the AGM)	--	--	--
Total	1	1	0.0001

(iii) Invalid Votes:

Number of Members Whose votes were declared invalid	Total Number of Votes cast by them
-	-

The above Ordinary Resolution as contained in the notice of 29th Annual General Meeting of the Company for the financial year 2023-24 dated 02.09.2023 has been passed with the requisite majority.

8. All the Electronic data and all other relevant records of voting were handed over to the Chairperson authorized by the Board for safe keeping.

For Vivek Surana & Associates

Place: Hyderabad

Date: 28.09.2023

Vivek Surana

Proprietor

M. No. A24531, CP No: 12901

UDIN: A024531E001108240

Peer Review Cer. No.: 1809/2022