



**3i Infotech**<sup>®</sup>  
LIMITLESS EXCELLENCE

September 30, 2024

**BSE Limited**

Sir Phiroze Jeejeebhoy Towers  
Dalal Street, Fort,  
Mumbai – 400 001  
Security Code: 532628

**National Stock Exchange of India Limited**

Exchange Plaza, 5<sup>th</sup> Floor,  
Plot No. C-1, Block G  
Bandra Kurla Complex,  
Mumbai – 400 051  
Scrip code: 3IINFOLTD

Dear Sir/ Madam,

**Sub: Proceedings of 31<sup>st</sup> Annual General Meeting of the Company held through video conferencing on September 30, 2024**

Pursuant to Regulation 30 read with Para A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed proceedings of 31<sup>st</sup> Annual General Meeting of the Company held on Monday, September 30, 2024 at 11:30 A.M. (IST) through Video Conferencing / Other Audio-Visual Means.

You are requested to take the same on record.

Thanking you.

Yours faithfully,

For **3i Infotech Limited**

**Varika Rastogi**

Company Secretary

Encl: As above



## PROCEEDINGS OF 31<sup>st</sup> ANNUAL GENERAL MEETING

The 31<sup>st</sup> Annual General Meeting (“AGM”) of the Members of 3i Infotech Limited (“the Company”) was held on Monday, September 30, 2024 at 11:30 A.M. (IST) through Video Conferencing (“VC”)/Other Audio-Visual Means (“OAVM”) in accordance with the applicable provisions of the Companies Act, 2013 (“the Act”) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) and the rules made thereunder including various circulars issued from time to time by the Ministry of Corporate Affairs (“MCA”) and the SEBI. The deemed venue for the AGM was Registered Office of the Company.

CA Uttam Prakash Agarwal, Non-Executive and Independent Chairman of the Company, presided over the AGM and welcomed the members to the AGM of the Company. After ascertaining the quorum being present, the Chairman called the AGM to order.

The AGM was attended by the following Directors and KMPs through VC:

1. CA Uttam Prakash Agarwal, Non-Executive Independent Chairman – participated from Mumbai.
2. Dr. Aruna Sharma, Non-Executive Director- participated from New Delhi.
3. Mr. Avtar Singh Monga, Non-Executive Independent Director- participated from Gurugram.
4. Mr. Umesh Mehta, Non- Executive Director - participated from New Delhi.
5. Ms. Zohra Chatterji, Non-Executive Independent Director- participated from Gurugram.
6. Mr. Raj Ahuja, Acting Chief Executive Officer - participated from Navi Mumbai.
7. Mr. Sanjay Rawa, Chief Financial Officer- participated from Navi Mumbai.
8. Mrs. Varika Rastogi, Company Secretary and Compliance Officer- participated from Navi Mumbai.

Dr. Madan Bhalchandra Gosavi, Non-Executive Director, who is also the Chairman of the Stakeholders’ Relationship Committee, couldn’t attend the AGM, owing to personal exigency. He, therefore, in accordance with the Secretarial Standards 2 on Annual General Meeting (“SS-2”) issued by the Institute of Company Secretaries of India, authorized CA Uttam Prakash Agarwal, member of the Stakeholders’ Relationship Committee, to attend the AGM on his behalf. The Chairman informed the members about the same.

Mrs. Madhu Jain, Partner of M/s. GMJ & Co., Chartered Accountants, Statutory Auditor of the Company and Mr. Prakash Shenoy, Partner of M/s. SAP & Associates, Practicing Company Secretaries also attended the AGM through VC from Mumbai.

The Company Secretary informed that the Company had provided Members the facility to cast their vote electronically, on resolutions set forth in the Notice. The Company Secretary further informed the Members that the soft copy of all the relevant documents referred to in the Notice of AGM was made available to the Members for inspection during the AGM. The Company Secretary informed the Members that the proceedings of the AGM would be carried out as per the requirements of the Act and the rules made thereunder as amended from time to time.



The Notice of the AGM, which forms part of Annual Report 2023-24 of the Company, had already been emailed to all the Members and the Notice convening the AGM was taken as read. The Company Secretary further informed the Members that the Statutory Auditor, M/s. GMJ & Co. has expressed unqualified opinion in the respective audit reports for the financial year 2023-24. However, they have for the first time issued the disclaimer of opinion in the Audit report for the Financial Results for the quarter and year ended March 31, 2024. Statement on impact of Disclaimer of Opinion for the quarter and year ended March 31, 2024 has been appended as Annexure III to the Directors' Report, on page 120 of the Annual Report.

The Company Secretary informed the Members that the Company has provided the facility for voting through remote e-voting for participation in the AGM through VC/OAVM and e-voting during the AGM.

The Company Secretary further stated that in accordance with the provisions of the Act read with rules made there under and SEBI Listing Regulations, the Company had provided remote electronic voting facility during the period from Friday, September 27, 2024 (9:00 A.M. IST) till Sunday, September 29, 2024 (5:00 P.M. IST) through National Securities Depository Limited (NSDL) to the Members entitled to cast their vote for the resolutions specified in the Notice of the AGM. She also informed that the Members who were present at the AGM and did not vote through remote e-voting, were given an opportunity to cast their vote through e-voting made available during the AGM.

Thereafter, the Chairman addressed the Members. He expressed gratitude to all the Members for their unhindered support and trust reposed in the Company.

Then, the Members were provided the facility through VC to ask questions or express their views or seek clarifications on the agenda items mentioned in the Notice of AGM. Some of the Members of the Company expressed their views and used the opportunity to interact with the management and sought clarifications on issues relating to performance of the Company and other matters. Mr. Raj Ahuja, Acting CEO provided necessary clarifications to the queries raised by the Members.

Following items of business, as per Notice of AGM dated August 14, 2024, were transacted at the AGM.

Resolution No.	Resolution Type	Resolution Title
1	Ordinary	To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) of the Company for the financial year ended March 31, 2024 together with the Reports of the Board of Directors and the Auditors thereon.
2	Ordinary	To appoint a Director in place of Dr. Aruna Sharma (DIN – 06515361), who retires by rotation and being eligible, offers herself for re-appointment.

The Chairman informed the Members that the Company had appointed Mr. Prakash Shenoy (Membership No. 12625) and failing him Ms. Sapna Chourasia (Membership No. F12597), Partners of



M/s. SAP & Associates, Practicing Company Secretaries as Scrutinizer (the “Scrutinizer”) to scrutinize the e-voting at the AGM and remote e-voting in a fair and transparent manner.

The results of the AGM shall be announced by the Company Secretary, duly authorized by the Chairman on or before Thursday, October 3, 2024 upon receipt of Scrutinizer’s Report and the same shall be displayed on the website of the Company ([www.3i-infotech.com](http://www.3i-infotech.com)) and on the website of National Securities Depository Limited ([www.evoting.nsdl.com](http://www.evoting.nsdl.com)).

The resolutions, as set forth in the Notice, shall be deemed to be passed on September 30, 2024, subject to receipt of requisite number of votes.

The Chairman then declared the AGM as concluded and informed the Members that the e-voting will remain open upto 15 minutes after the conclusion of the AGM. He once again thanked all the Members for participating in the AGM.

The AGM commenced at 11.30 A.M. (IST) and concluded at 12:16 P.M. (IST) (including the time allowed for e-Voting during the AGM).

**For 3i Infotech Limited**

**Varika Rastogi**  
Company Secretary