



Date: 29th September, 2017

Listing Compliance Department
M/s. BSE Limited
PhirozeJeejeebhoy Towers
Dalal Street,
MUMBAI – 400 001

Dear Sir/Madam,

Sub: Proceedings of 23rd Annual General Meeting of the Company.
Ref: Scrip Code. COSYN : 538922

With reference to the captioned subject, we would like to inform you that the 23rd Annual General Meeting (AGM) of the Company was held on Friday, the 29th day of September, 2017 at 10.00 A.M. at Jubilee Hills International Center, Jubilee Hills, Hyderabad -500033, Telangana State.

As per requirement of Regulation 68 (2), Regulation 30 read with Schedule III. (A)(10)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of 23rd AGM of the Company are enclosed herewith at Annexure-I.

We request to take the same on your record.

Thanking you,

Yours sincerely,

A handwritten signature in blue ink, appearing to read "Ravi Vishnu", is written over a circular blue stamp.



Ravi Vishnu
Managing Director
DIN: 01144902

Encl: A/a

COSYN LIMITED

6-1-85/10, SAIFABAD, HYDERABAD, TELANGANA - 500 004, INDIA

Tel: +91 (40) 2323 0305/06 | Fax: +91 (40) 2323 0313 | www.cosyn.in

PROCEEDINGS OF THE 23RD ANNUAL GENERAL MEETING OF COSYN LIMITED HELD ON FRIDAY, 29TH DAY OF SEPTEMBER, 2017 AT 10.00 A.M.

The 23rd Annual General Meeting of Cosyn Limited was held on Friday, the 29th day of September, 2017 at 10.00 A.M. at Jubilee Hills International Center, Jubilee Hills, Hyderabad -500033, Telangana State, India.

In terms of Regulation 68 (2), Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the proceedings of 23rd AGM of Cosyn Limited were as under:-

- I. At the outset, Mr. Bhopal Reddy Whole-Time Director of the Company extended a warm welcome to the Shareholders at the 23rd AGM of the Company and confirmed that requisite quorum was present for the Meeting. Mr. Bhopal Reddy Whole-Time Director also welcomed the Chairman of the Meeting, Chairman of the Audit Committee & Stakeholders Relationship Committee, Directors and Auditors of the Company.
- II. Mr. Ravi Vishnu, Managing Director of the Company took the Chair at 10.00 a.m. and the requisite quorum being present, the Chairman then called the Meeting to order & welcomed all the shareholders and others present in the Meeting. Thereafter, the Chairman addressed the shareholders.
- III. Thereafter, as requested by the Chairman, Mr. Bhopal Reddy Whole-Time Director of the Company read out the Statutory Auditors' Report & Secretarial Auditors Report and drew the attention of the members to the Management's Reply thereto, as mentioned in the Board's Report forming part of the Annual Report for the financial year 2016-17 and informed that, the Statutory Registers, Proxy Register, Auditors Report, Secretarial Auditors Report along with other inspection documents were made available for inspection during the meeting for inspection by the members of the Company.
- IV. Mr. Bhopal Reddy Whole-Time Director of the Company further stated that in compliance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of Companies (Management and Administration) Rules, 2014 and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company had provided remote e-voting facility to the Shareholders of the Company to enable them to cast their votes electronically on the items mentioned in the Notice, from Friday, September 22, 2017 (10.00 a.m.) to Sunday, September 24, 2017 (06.00 p.m.). Further, it was informed that the Company had fixed Monday, the September 18, 2017 as the Cut-off date for determining the eligibility to vote by electronic means or through ballot voting in the AGM.
- V. Mr. Bhopal Reddy Whole-Time Director of the Company informed that the Company has appointed Smt. Putcha Sarada, Practicing Company Secretary (M. No: 21717 & CP No: 8735), Hyderabad as the Scrutinizer to scrutinize the votes cast by the shareholders through remote e-voting and ballot voting at the AGM venue. He further informed that the Company had made arrangements for ballot voting at the AGM venue to enable those shareholders, who could not exercise their right to vote through remote e-voting, to cast their vote in respect of business mentioned in the Notice of the 23rd AGM of the Company. He also informed that those shareholders who had cast their vote through remote e-voting can attend the Meeting but shall not be allowed to vote again at the Meeting.
- VI. Thereafter, Mr. Bhopal Reddy Whole-Time Director of the Company read the items of the Ordinary and Special Business to be transacted at the 23rd Annual General Meeting as detailed below and



explained the procedure for casting vote on the resolutions mentioned below through ballot voting:-

SI No	Description	Resolution Type
Ordinary Business		
1	Adoption of Audited Financial Statements of the Company for the financial year ended 31 st March, 2017, together with the Reports of Board of Directors and Auditors there on;	Ordinary
2	Adoption of Audited Consolidated Financial Statements of the Company for the financial year ended 31 st March, 2017 together with the Report of Auditors thereon	
3	Declaration of Dividend of Re.1/- i.e., 10% per Equity Share on face value of Rs.10/- each for the year ended 31 st March, 2017	Ordinary
4	Appointment of Director in place of Mr. Aruva Bhopal Reddy (DIN: 01119839) who retires by rotation and being eligible offers himself for reappointment.	Ordinary
5	Appointment of M/s. Suryanarayana & Suresh., Chartered Accountants, (ICAI Registration Number: 006631S) as Statutory Auditors of the Company for a term of three consecutive years from the conclusion of this Annual General Meeting till the conclusion of 26 th Annual General Meeting of the Company to be held in the year 2020.	Ordinary
Special Business		
6	Increase in the remuneration structure of Mr. Ravi Vishnu, Managing Director of the Company	Special
7	Increase in the remuneration structure of Mr. A. Bhopal Reddy, Whole-Time Director of the Company	Special
8	Authority to borrow in excess of the paid up Capital and Reserves	Special
9	Authority to create mortgages, charges and hypothecations	Special

- VII. The Chairman explained the objectives and implications of each of the above resolutions. The Resolutions were thereafter put to vote through ballot voting. Meanwhile, the Chairman interacted with the shareholders and responded to the queries / comments of the shareholders on the items of business.
- VIII. The Chairman stated that the results of voting on each resolution shall be determined by aggregating votes cast through remote e-voting and ballot voting. He further stated that the results of voting will be announced and uploaded on the website of the Company (www.cosyn.in) and on CDSL's website (www.evotingindia.com) and will also be submitted to the Stock Exchange (M/s. BSE Ltd) within the prescribed time. Further, it was informed that the above resolutions will be deemed to be passed on the date of AGM, i.e. September 29, 2017, subject to receipt of the requisite number of votes in favour of the Resolutions.
- IX. After the ballot voting was completed, the Chairman formally announced the closure of business of 23rd AGM of the Company. There being no other business to transact, the meeting ended at 11.00A.M. with a vote of thanks to the Chair proposed by Mr. Bhopal Reddy Whole-Time Director of the Company.

