



To,
BSE Limited
P. J. Towers, Dalal Street
Mumbai - 400 001

Date: 29.09.2018

Dear Sir/ Madam,

Sub: 18th Annual General Meeting (AGM) and Voting Results:-
Ref: Scrip Code: 537985

With reference to the subject cited, this is to inform the Exchange that at the 18th Annual General Meeting of M/s. Infronics Systems Limited held on 29.09.2018 at 10.30 A.M. at registered office of the company situated at Plot No. 16, 1st Floor, Srila Realty Layout, Madinaguda, Miyapur, Serilingampally Mandal, Hyderabad - 500049.

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 as **Annexure – I**
2. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure – II.**
3. Report of Scrutinizer dated September 29, 2018, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014. **Annexure – III.**

The Voting Results of the 18th Annual General Meeting ('AGM') is available on the company's website: www.infronics.com

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

Thanking You,

Yours Faithfully,
For Infronics Systems Limited

M.V.S Ramesh Varma

M.V.S Ramesh Varma
Director
(DIN: 06680580)





Annexure - 1

Summary of proceedings of the 18th Annual General Meeting:

The 18th Annual General Meeting (AGM) of the Members of Infronics Systems Limited ('the Company') was held on Saturday, September 29, 2018 at 10.30 A.M (IST) at registered office of the company situated at Plot No. 16, 1st Floor, Srila Realty Layout, Madinaguda, Miyapur, Serilingampally Mandal, Hyderabad - 500049. Mr. M.V.S Ramesh Varma chaired the meeting. He requested his colleagues on the dais to introduce themselves to the members. The requisite quorum being present, the Chairman called the meeting to order. The Chairman delivered his speech and informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the end the meeting. It was further informed that there would be no voting by show of hands.

The following items of business, as per the Notice of AGM dated August 14, 2018, were transacted at the meeting.

1. Adoption of Financial Statements of the Company for the financial year ended March 31, 2018 and the reports of the Board of Directors ('the Board') and Auditors thereon.
2. Appointment of M/s Chanamolu & Co., as Statutory Auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of the 23rd Annual General meeting of the company.
3. Re-Appointment of Mr. K. Srinivasa Rao (DIN: 06465192) as Independent Director of the Company.
4. Re-Appointment of Mr. M V S Ramesh Varma (DIN: 06680580) as Independent Director of the Company

Clarifications were provided to the queries raised by the members.

The Board of Directors appointed ASN Associates, Practicing Company Secretaries as the Scrutinizer to supervise the e - voting and voting at AGM. The detail of the voting results (remote e-voting and ballot) on all the resolutions as set out in the Notice of AGM is enclosed.

The meeting concluded at 11:30 hrs

This is for your information and records.

Thanking You,

Yours Faithfully,
For Infronics Systems Limited

M.V.S Ramesh Varma

M.V.S Ramesh Varma
Director
(DIN: 06680580)



ASN & ASSOCIATES

Company Secretaries
D. No. 9-29-19/A, Flat No. 201, Level – 2
“Waltair Heights” Balaji Nagar, VIP Road,
Near Tycoon Hotel, Siripuram
Vishakhapatnam – 530003

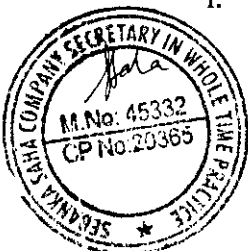
Consolidated Scrutinizer's Report

**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of Companies
(Management and Administration) Rules 2014]**

To,
**The Chairman of the 18th Annual General Meeting of the Members of
Infronics Systems Limited
Plot No. 16, 1st Floor,
Srila Realty Layout,
Madinaguda, Miyapur,
Serilingampally Mandal,
Hyderabad - 500049**

Dear Sirs,

1. I, Sebanka Saha Singh, Company Secretary in Practice, have been appointed by the Board of Directors of M/s Infronics Systems Limited (the Company) as the Scrutinizer for the purpose of scrutinizing the voting and remote e-voting process, in a fair and transparent manner, and ascertaining the results on voting and remote e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 (Act) and Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) on the resolutions contained in the Notice for the 18th Annual General Meeting (AGM) of the members of the Company held on 29th September, 2018 at 10.30 a.m. at the registered office of the company at Plot No. 16, 1st Floor, Srila Realty Layout, Madinaguda, Miyapur, Serilingampally Mandal, Hyderabad – 500049.
2. The Management of the Company is responsible for ensuring the compliance with the requirements of the Act and Rules relating to voting through electronic means and voting at the AGM on the resolutions contained in the Notice for the AGM of the members of the Company.
3. My responsibility as a Scrutinizer, for the voting and remote e-voting process, is restricted to
 - a) Conducting the voting at the AGM, as provided in sub-rule (1) of rule 21 of the Rules as applicable, after the end of the discussions on all the resolutions and
 - b) to make a Consolidated Scrutinizer's Report of the votes cast in “favour” or “against” the resolutions based on:
 - I. the reports generated from the E-voting system (and any physical ballots received by me from the shareholders of the



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Company) as provided by Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide E-voting facility.

II. Voting conducted at the AGM by use of ballot / polling paper.

4. Further to the above, I submit my report as under:-

- a) The e-voting period remained open from Wednesday, 26th September 2018 (9.00 am) and ended on Friday, 28th September 2018 (5:00 p.m.)
- b) The members of the Company as on the "cut-off" date were entitled to vote on the resolutions (items nos. 01 to 04) as set out in the Notice dated 14th August, 2018, of the AGM of the members of the Company.
- c) The members who were present at the AGM but had not cast their votes by availing the remote e-voting facility, were given Ballot Papers at the end of the discussions at the AGM.
- d) Immediately after the conclusion of voting at the AGM, the votes cast at the AGM were verified and counted.
- e) Thereafter, the votes cast through remote e-voting were unblocked on 01st October, 2018 in the presence of 2 witnesses, who are not in the employment of the Company.
- f) Thereafter, the results of the resolutions that were put to vote at the AGM, have been generated by consolidating the voting at the AGM and remote e-voting and are as under:

Total Nos of valid Folios that have cast their vote: 16

Breakup:

Through remote e-votin: 06

Voting at the AGM: 10

Total No of Shares representing the 3 valid folios that have voted: 265802

Breakup:

Through remote e-voting: 1433

Voting at the AGM: 1779722

Total No of Folios who have voted through physical ballot forms or ballot/ polling paper but are declared invalid: NIL



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Resolution No: 1: Ordinary Resolution for Adoption of Audited Financial Statement for the year ended 31st March, 2018:

(i) Voted in favour of the Resolution:

	No. of Members Voted	No. of Votes cast (Shares)	% of total No. of valid votes cast
E - Voting	3	1002	0.06
Ballot at AGM	10	1779722	99.92
Total	13	1780724	99.98

(ii) Voted against the Resolution:

	No. of Members Voted	No. of Votes cast (Shares)	% of total No. of valid votes cast
E - Voting	3	431	0.02
Ballot at AGM	0	0	0
Total	3	431	0.02
Total Valid Votes (i)+(ii)	16	1781155	100.00

(iii) Invalid Votes:

	No. of Members Voted	No. of Votes cast (Shares)	% of total No. of valid votes cast
E - Voting	Nil	Nil	Nil
Ballot at AGM	Nil	Nil	Nil
Total	Nil	Nil	Nil

Resolution No: 2: Ordinary Resolution for Appointment of M/s Chanamolu & Co. Chartered Accountants, as Statutory Auditors of the Company

(i) Voted in favour of the Resolution:

	No. of Members Voted	No. of Votes cast (Shares)	% of total No. of valid votes cast
E - Voting	3	1002	0.06
Ballot at AGM	10	1779722	99.92
Total	13	1780724	99.98



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(ii) Voted against the Resolution:

	No. of Members Voted	No. of Votes cast (Shares)	% of total No. of valid votes cast
E - Voting	3	431	0.02
Ballot at AGM	0	0	0
Total	3	431	0.02
Total Valid Votes (i)+(ii)	16	1781155	100.00

(iii) Invalid Votes:

	No. of Members Voted	No. of Votes cast (Shares)	% of total No. of valid votes cast
E - Voting	Nil	Nil	Nil
Ballot at AGM	Nil	Nil	Nil
Total	Nil	Nil	Nil

Resolution No: 3: Re-appointment of Mr. K. Srinivasa Rao (DIN: 06465192) as Independent Director of the Company

(i) Voted in favour of the Resolution:

	No. of Members Voted	No. of Votes cast (Shares)	% of total No. of valid votes cast
E - Voting	3	1002	0.06
Ballot at AGM	10	1779722	99.92
Total	13	1780724	99.98

(ii) Voted against the Resolution:

	No. of Members Voted	No. of Votes cast (Shares)	% of total No. of valid votes cast
E - Voting	3	431	0.02
Ballot at AGM	0	0	0
Total	3	431	0.02
Total Valid Votes (i)+(ii)	16	1781155	100.00



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(iii) Invalid Votes:

	No. of Members Voted	No. of Votes cast (Shares)	% of total No. of valid votes cast
E - Voting	Nil	Nil	Nil
Ballot at AGM	Nil	Nil	Nil
Total	Nil	Nil	Nil

Resolution No: 4: Re-appointment of Mr. M. V. S. Ramesh Varma (DIN: 06680580) as Independent Director of the Company

(i) Voted in favour of the Resolution:

	No. of Members Voted	No. of Votes cast (Shares)	% of total No. of valid votes cast
E - Voting	3	1002	0.06
Ballot at AGM	10	1779722	99.92
Total	13	1780724	99.98

(ii) Voted against the Resolution:

	No. of Members Voted	No. of Votes cast (Shares)	% of total No. of valid votes cast
E - Voting	3	431	0.02
Ballot at AGM	0	0	0
Total	3	431	0.02
Total Valid Votes (i)+(ii)	16	1781155	100.00

(iii) Invalid Votes:

	No. of Members Voted	No. of Votes cast (Shares)	% of total No. of valid votes cast
E - Voting	Nil	Nil	Nil
Ballot at AGM	Nil	Nil	Nil
Total	Nil	Nil	Nil



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The details containing the list of Equity Shareholders who voted "FOR" , " AGAINST" and those whose votes were declared invalid for the resolution along with the Ballot at AGM and all other relevant records were sealed and handed over to the Company Secretary/ Director of the Company authorized by the Board for safe custody.

Thanking You,

Yours Faithfully,
For ASN Associates

Sebanka Saha

Sebanka Saha
Associate
M No: 45332
C P No: 20365

Date: 01.10.2018

