30th September, 2020

To,
The Manager
Corporate Relationship Department
BSE Limited
P J Towers, Dalal Street,
Mumbai-400001

Dear Sir/Madam,

Sub: Outcome of 15th Annual General Meeting held on 30th September, 2020

Following business was transacted at 15th AGM of the company held on Wednesday, 30th September, 2020 at 01 p.m.at Unit 003, Tower II, Seepz++ Bldg., Andheri East, Mumbai-400096:

Ordinary Business:

a) To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020 together with the reports of the Board of Directors and Auditors thereon;
b) To appoint a Director in place of Mr. Sajid Abdul Hameed (DIN No.: 02544461)) who retries by rotation and being eligible, offers himself for re-appointment;
c) To appoint M/s Shankar and Kishor, Chartered Accountants as the Statutory Auditors of the Company.

Special Business:

d) To appoint Mrs. Vidya Shetty as the Independent Director of the company who was appointed as an Additional Director in the category of Independent Director by the Board with effect from January 03, 2020.
e) To appoint Mr. Shahnawaz Shaikh as the Whole Time Director of the company who was appointed as an Additional Director in the category of Whole Time Director by the Board with effect from January 03, 2020

The AGM concluded at 3.45 p.m.

The copy of proceedings of Annual General Meeting has been attached along with this letter.

Kindly take on record and acknowledge the receipt of the same.

Thanking You,

Yours faithfully,

For Octaware Technologies Limited

Ankit Mehra
Company Secretary and Compliance Officer

PROCEEDING OF THE 15th ANNUAL GENERAL MEETING OF THE MEMBERS OF OCTAWARE TECHNOLOGIES LIMITED HELD AT UNIT 003, TOWER II, SEEPZ++ BLDG, SEEPZ SEZ, ANDHERI EAST, MUMBAI-400096 AT 01.00 P.M

PRESENT:

Directors:

Mr. Mohammed Aslam Khan	- Chairman & Managing Director and Member
Ms. Shahnawaz Shaikh	- Additional Director
Mrs. Rabia Khan	- Independent Director

Company Secretary:
Mr. Ankit Mehra

Members:
Date of AGM: **30th September, 2020**
Total Number of Shareholders: **129**
Members present in person: **16 (All individuals)**
Proxies Present: **0**

Mr. Mohammed Aslam khan, the Chairman of the Company took the Chair

1. At 01.00 P.M, the Chairman commenced the meeting by welcoming the Members to the 15th Annual General Meeting. The Chairman announced that the requisite quorum being present, the meeting was called in order.

2. The Chairman announced that the Register of Directors' Shareholding maintained pursuant to provision of the Companies Act, 2013 and register of contracts or arrangements in which Directors and KMPs are interested is available to the Shareholders for inspection, throughout the Meeting.

3. The Chairman introduced the Members of the Board, those sitting on the Dias.

4. Thereafter, The Chairman commenced the formal agenda as per the Notice of the Annual General Meeting and with the consent of the Members present; the Notice convening the meeting was taken as read.

5. The Chairman informed the members that the Auditor's Report on the Financial Statement of the Company for the financial year ended 31st March, 2020 did not contain any qualifications, modification or adverse remarks on the financial transactions or matters, which had adverse effect on the functioning of the Company. He stated that in terms of section 145 of the Companies Act, 2013, since there were no such qualifications, observations or adverse remarks, the Auditor's Report was not required to be read.

6. The Shareholders gave their consent to the said flow of the AGM proceedings and the Chairman addressed the members of the Company. He briefly spoke about the performance of the Company in 2019-20. The Chairman covered the following aspects in his speech:
   - The turnover of the Company during the year.
   - The Impact of COVID-19 on the business of the Company.
   - The Chairman also placed on record sincere appreciation of the efforts of the Company's staff and executives for delivering this outstanding performance. The Board also thank all its stakeholders for their support during the year.

7. The Chairman then commenced the Agenda of the Meeting.

8. The following items of business as set out in the Notice of the 15th AGM, were transacted:

No.	Resolutions	Type of Resolution
	Ordinary Business	
1.	To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended 31st March, 2020 together with the reports of the Board of Directors and Auditors thereon	Ordinary
2.	To appoint a Director in place of Mr. Sajid Abdul Hameed (DIN No.: 02544461) who retries by rotation and being eligible, offers himself for re-appointment	Ordinary
3.	To appoint M/s Shankar and Kishor, Chartered Accountants as the Statutory Auditors of the Company	Ordinary
	Special Business	
4.	To appoint Mrs. Vidya Shetty as the Independent Director of the company who was appointed as an Additional Director in the category of Independent Director by the Board with effect from January 03, 2020	Ordinary
5.	To appoint Mr. Shahnawaz Shaikh as the Whole Time Director of the company who was appointed as an Additional Director in the category of Whole Time Director by the Board with effect from January 03, 2020	Ordinary

9. **VOTE OF THANKS**

There being no other business to transact, the meeting concluded with a vote of thanks to the Chair at 3.45 P.M.

Yours faithfully,
For Octaware Technologies Limited

Ankit Mehra
Company Secretary and Compliance Officer