



To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Date: October 07, 2026

Dear Sir/Madam,

Sub: Proceedings of the Adjourned 26th Annual General Meeting of Infronics Systems Limited held on October 07, 2026;

Ref: Scrip Code: 537985;

With reference to the above-cited subject, we wish to inform you that the adjourned 26th Annual General Meeting (“AGM”) of the Company was held on Wednesday, October 07, 2026 at 10:00 A.M. (IST) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”) and was concluded at 10:24 A.M. (IST). As intimated to the Exchange on September 30, 2026, the 26th AGM convened on Wednesday, September 30, 2026 had stood adjourned for want of quorum under Section 103(2)(a) of the Companies Act, 2013.

In this regard, we hereby submit the summary of proceedings of the adjourned 26th Annual General Meeting of the Company pursuant to Regulation 30 read with Item 13 of Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time.

The voting results, along with the Scrutinizer’s Report, shall be submitted separately to the Exchange under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the same on record and acknowledge the receipt.
Thanking you,

Yours faithfully,
For **Infronics Systems Limited**

Arihant Jain
Jain

Digitally signed
by Arihant Jain
Date: 2026.10.07
12:21:27 +05'30'

Arihant Jain
Company Secretary & Compliance Officer
M. No. A70208
Encl.: As above

Registered Office: Plot No: 30, 31, Brigade Towers, West Wing, First Floor, Nanakramguda, Financial District,
Gachibowli, Hyderabad-500032

Email: company@infronics.in | **Website:** www.infronics.in | **Phone:** +91-7207919111 | **CIN:** L72200TG2000PLC033629



SUMMARY OF PROCEEDINGS OF THE ADJOURNED 26TH ANNUAL GENERAL MEETING OF INFRONICS SYSTEMS LIMITED

[Pursuant to Regulation 30 read with Item 13 of Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

The adjourned 26th Annual General Meeting (“AGM” or “Meeting”) of the Members of Infronics Systems Limited (“the Company”) was held on Wednesday, October 07, 2026 at 10:00 A.M. (IST) through Video Conferencing or Other Audio-Visual Means (“VC/OAVM”). The deemed venue of the Meeting was the Registered Office of the Company situated at Plot No. 30, 31, Brigade Towers, West Wing, First Floor, Nanakramguda, Financial District, Rangareddi, Hyderabad, Telangana – 500032.

The Meeting was held in compliance with the applicable provisions of the Companies Act, 2013 (“the Act”) and the Rules made thereunder, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), General Circular No. 14/2020 dated April 08, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 05, 2020 and subsequent circulars issued by the Ministry of Corporate Affairs, the latest being General Circular No. 03/2025 dated September 22, 2025 (collectively, “MCA Circulars”), and the applicable circulars issued by the Securities and Exchange Board of India (“SEBI Circulars”).

The 26th AGM convened on Wednesday, September 30, 2026 at 10:00 A.M. (IST) vide Notice dated September 04, 2026 stood adjourned under Section 103(2)(a) of the Act for want of quorum, Members having been unable to access the Meeting owing to a technical issue with the VC/OAVM joining link. The same was intimated to the Exchange on September 30, 2026. Notice of the adjourned Meeting dated October 01, 2026 was given to the Members under Section 103(3) of the Act by e-mail and by publication in Business Standard (English) and Ninadam (Telugu) on October 02, 2026. Only the business set out in the Notice dated September 04, 2026 was transacted at the adjourned Meeting.

The following were present:

Directors and Key Managerial Personnel:

1. Mr. Neerad Kumar Gajula – Whole-Time Director and Chairman of the Meeting (DIN: 06810058)
2. Mr. Vishnu Sri Ram Gurumurthy – Non-Executive Director (DIN: 08614445)
3. Ms. Deepthi Konakanchi – Independent Director; Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee (DIN: 08592676)
4. Ms. Thanmai Gurijala – Independent Director (DIN: 09688088)
5. Ms. Navya Surapaneni – Chief Financial Officer
6. Mr. Arihant Jain – Company Secretary and Compliance Officer

Other Invitees and Representatives:

1. Mr. R Sathyanarayanan and Mr. R Prakash – representatives of M/s. R Subramanian and Company LLP, Chartered Accountants – Statutory Auditors

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2. Mrs. Rashida Hatim Adenwala – Partner, M/s. R & A Associates, Practising Company Secretaries – Secretarial Auditors and Scrutinizer

All the Directors of the Company were present at the Meeting and no leave of absence was sought.

The number of Members as on the cut-off date, i.e., Wednesday, September 23, 2026 was 2798. The details of the number of Members present at the Meeting through VC/OAVM are as follows:

S. No.	Category	Number of Members present
1.	Promoters and Promoter Group	3
2.	Public	26
	Total	29

As the Meeting was held through VC/OAVM, the facility for appointment of proxies was not available. Representatives of body corporate Members, if any, were permitted to attend and vote under Section 113 of the Act. The statutory registers and other documents referred to in the Notice were made available for electronic inspection by the Members during the Meeting.

In terms of the decision of the Board of Directors at its meeting held on September 04, 2026, and with the consent of the Members present, Mr. Neerad Kumar Gajula, Whole-Time Director, chaired the Meeting. The requisite quorum being present, as per the attendance recorded on the CDSL platform, the Chairperson called the Meeting to order.

The Chairperson welcomed the Members, Directors and other invitees. He informed the Members that the Company's customer contracts with BSNL for providing SMS services to various banks were concluded during the financial year 2024-25 and were not renewed, and that consequently the Company did not have active revenue-generating business operations as at March 31, 2026. He briefed the Members on the financial performance for the financial year 2025-26, during which the Company recorded total income of Rs. 3.10 lakhs, total expenses of Rs. 76.64 lakhs (previous year Rs. 80.66 lakhs) and a loss after tax of Rs. 74.56 lakhs, and closed the year with a net worth of Rs. 260.14 lakhs. He informed that, keeping in view the Company's revival plans, the Board had not recommended any dividend for the year, and that the management is exploring the development of a technology product and continues to evaluate opportunities for the revival or commencement of business operations.

With the consent of the Members present, the Notice of the 26th AGM dated September 04, 2026 and the Notice of the adjourned Meeting dated October 01, 2026, together with the Annual Report for the financial year 2025-26 containing the audited financial statements, the Boards' Report and the Auditors' Report, which had already been circulated to the Members, were taken as read.

At the request of the Chairperson, the Company Secretary informed the Members that the Statutory Auditors, M/s. R Subramanian and Company LLP, had issued a Disclaimer of Opinion on the financial statements for the financial year ended March 31, 2026, and read out the Basis for Disclaimer of

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Opinion, which relates to (i) debit restrictions / freeze on three bank accounts of the Company on account of ongoing legal proceedings; (ii) the demand notice dated July 11, 2025 from M/s. Mudunuru Limited claiming Rs. 1,205.23 lakhs, which the Company has denied and, based on legal advice, disclosed as a contingent liability; (iii) the absence of active revenue-generating business operations following the conclusion of the BSNL contracts; and (iv) the consequent inability of the Auditors to obtain sufficient appropriate audit evidence to conclude on the appropriateness of the going concern basis of accounting. He also read out the related observations of the Auditors in paragraph 2(e) of the Report on Other Legal and Regulatory Requirements, in Annexure 2 on internal financial controls with reference to financial statements, and in respect of paragraphs 3 and 4 of the Companies (Auditor's Report) Order, 2020, and drew the attention of the Members to the response of the Board set out in Item No. 23 of the Boards' Report and to the Statement on Impact of Audit Qualifications annexed as Annexure VI thereto.

The Company Secretary further informed the Members that the Secretarial Audit Report in Form MR-3 for the financial year ended March 31, 2026, issued by M/s. R & A Associates, Practising Company Secretaries, contained the following observations: (i) delay in filing of e-Form MGT-14 in respect of the approval of the Board's Report by the Board at its meeting held on September 02, 2025; and (ii) delay in submission of the certificate under Regulation 74(5) of the SEBI (Depositories and Participants) Regulations, 2018 for the quarter ended December 31, 2025, and that the response of the Board thereto is set out in the Boards' Report. With the consent of the Members present, the remaining portions of the Auditors' Report and the Secretarial Audit Report were taken as read.

The following items of business, as set out in the Notice of the 26th AGM dated September 04, 2026, were taken up at the Meeting:

S. No.	Particulars	Type of the Resolution
ORDINARY BUSINESS		
1.	To receive, consider and adopt the Audited Balance Sheet as on March 31, 2026, the Statement of Profit & Loss and Cash Flow Statement for the year ended on that date together with the Notes attached thereto, along with the Reports of Auditors and Directors thereon.	Ordinary Resolution
2.	To appoint a director in place of Mr. Neerad Kumar Gajula (DIN: 06810058), Whole-Time Director of the Company, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution

As Item No. 2 related to the Chairperson's own re-appointment, Ms. Deepthi Konakanchi, Independent Director, took up the said item and drew the attention of the Members to the details of Mr. Neerad Kumar Gajula furnished in Annexure A to the Notice in terms of Regulation 36(3) of the Listing Regulations and Secretarial Standard-2.



Since all the resolutions had already been put to vote through remote e-voting, there was no proposing and seconding of the resolutions and no voting by show of hands.

The Company Secretary informed the Members that, pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the Company had provided the facility of remote e-voting through Central Depository Services (India) Limited (“CDSL”) on all the resolutions set out in the Notice. The remote e-voting commenced at 9:00 A.M. (IST) on Sunday, September 27, 2026 and concluded at 5:00 P.M. (IST) on Tuesday, September 29, 2026. The voting rights were reckoned on the basis of the shares held by Members as on the cut-off date, i.e., Wednesday, September 23, 2026. The votes cast through remote e-voting remain valid for the adjourned Meeting, and remote e-voting was not re-opened. Votes, if any, cast through the e-voting facility on September 30, 2026 are not being taken into account.

Members present at the Meeting who had not cast their vote through remote e-voting were afforded the facility to vote through the CDSL e-voting system during the Meeting and for a period of 15 minutes after its conclusion.

The Members were informed that the Board had appointed Mrs. Rashida Hatim Adenwala (M. No. FCS 4020; C.P. No. 2224), Partner, M/s. R & A Associates, Practising Company Secretaries, as the Scrutinizer to scrutinize the remote e-voting process and the e-voting at the Meeting in a fair and transparent manner and to submit her consolidated report thereon.

The Company Secretary invited the registered speaker shareholders, in the order of registration, to express their views and seek clarifications on the accounts and business of the Company. Of the seven Members who had registered as speaker shareholders, Mr. Suresh Chand Jain joined the Meeting, greeted the Board and the Members and conveyed his good wishes to the Company. The remaining registered speaker shareholders, namely Mr. Praful Chavda, Ms. Jayabharathi Tumuluri, Mr. Bharat Raj K., Mr. Reddeppa Gundluru, Mr. Karamala Puti Ashok and Mr. Sairam Sreeramaneni Prabhakar, did not join the Meeting. The Chairperson thanked Mr. Suresh Chand Jain for his participation and kind words.

The Chairperson thanked the Members for their participation and placed on record his appreciation to the Directors, employees, auditors, bankers, regulatory authorities, the Stock Exchange, the depositories and the Registrar and Share Transfer Agent for their support and co-operation. He informed the Members that the resolutions, subject to receipt of the requisite number of votes, shall be deemed to have been passed on the date of the adjourned Meeting, i.e., Wednesday, October 07, 2026, in terms of Section 116 of the Act.

The consolidated results of voting, along with the Scrutinizer’s Report, will be declared within two working days of the conclusion of the Meeting, submitted to BSE Limited under Regulation 44(3) of the Listing Regulations and placed on the websites of the Company and CDSL.

The Meeting commenced at 10:00 A.M. (IST) and concluded at 10:24 A.M. (IST) (excluding the time allowed for e-voting after the Meeting).

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For Infronics Systems Limited

Arihant Jain Digitally signed
by Arihant Jain
Date: 2026.10.07
12:21:48 +05'30'

Arihant Jain

Company Secretary & Compliance Officer

M. No. A70208

Date: October 07, 2026

Place: Hyderabad

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