

27th Annual Report 2020-21

COMPUCOM
SOFTWARE LIMITED

*We make **IT** happen*



From the desk of CEO & MD

Dear Shareholder,

Heartiest greetings!!

With great privilege, I am here to present the annual report of your company for the financial year 2020-21. This year, our top line & bottom line have seen an encouraging increase, though small, as the country's economy is seeing a little bit of rebound after the impact of COVID-19 pandemic. Due to various reasons like central government and state government policy decisions, transition and closing period of some ICT education and IT projects, and so on the business activities have seen some upturn, but still a long way to go. The global COVID-19 pandemic and the economic fallout associated with this, has dealt a significant dent on the lives & livelihoods of fellow countrymen. You would be reassured to know that apart from the past FY, even during these restrictive times, your company has continued to maintain its humane approach of doing business and has, like always, exercised high degree of financial prudence. The company has also learnt valuable lessons in the most modern methods of coordination and planning, which will continue to make the organization more efficient, going forward.



It is our immense pleasure to share this information to you that your Company's subsidiary CSL Infomedia Private Limited has signed an agreement with TataSky Limited, which is a leading DTH service provider in India and MXPLAYER, a leading OTT platform across the globe, for carrying JAN TV on their respective platforms. We believe that coming together of these two exciting brands and services will take JAN TV to the million plus viewers. Along with this, the JAN TV channel is also available on Airtel DTH, JIO TV and on other leading OTT platforms free of cost to any of their subscribers.

Like the previous FY, your company has not resorted to any new loan from banking facility but continued maintain relatively very low levels of debt. The financial health of your company has remained very satisfactory, which can be judged from the various financial ratios like Current Ratio, Debt Equity Ratio & Debt Service Coverage Ratio

During this FY, the IT and ITeS industry has started to recover albeit slowly. But these, being essential for the digital revolution efforts both nationally and internationally, will see a rebound quite soon. We have been continuing to serve existing IT clients abroad and at State Government levels.

Your company also looks forward to playing an active role in the renewed push by Government of India, for IT education in schools and colleges. The company has of course been successfully completing and handing over labs and facilities from continuing past ICT Education projects in Government schools. It is actively engaged with stakeholders at all levels and shall continue to bid for upcoming suitable tenders that best suit its capacity and the interests of our shareholders. During this FY, the company has bagged three ICT projects worth Rs. 85.04 Crores and as envisaged during last FY the company has ventured into Vocational Skilling and Training and has bagged a project worth Rs. 3.32 Crores during this FY under the aegis of Deen Dayal Upadhyay Grameen Kaushal Yojana (DDU-GKY) programme.

Our progress towards venturing into Hospitality sector (Hotel Industry) is good, albeit affected by back-to-back waves of COVID-19 pandemic. The civil construction work of a four-star Heritage Hotel has been completed, however due to COVID-19 pandemic the work on finishing got hampered thus delaying the completion of the project. Our team is working closely with world class brands and professionals look to carry out the finishing work of the same. Although the project was to be completed near completion by the end of 2020, but there has been delay, due to the lockdown and due to ongoing reworking of development plans according to new sentiments and challenges of the hospitality sector. The project of cold chaining and commodity storage/trading segments have also got delayed due to pandemic; however, we remain committed to start the project implementation during the coming FY 2021-22.

Dear shareholder, you would also be glad to know that your company has same rate of dividend in comparison to previous year, as we would like our investors, to be rewarded for their continued faith in the company.

Under the CSR initiative your company has yet again been adorned with letter of appreciation from Government of Rajasthan, which is a matter of pride for all of us.

We look forward for continuing support & encouragement from all our stakeholders, bankers & government administration. I would like to place on record, my sincerest gratitude for our respected shareholders, directors, stock exchanges and the entire management team & staff members for their wholehearted cooperation.

Wishing good health and happiness to all.

Surendra Kumar Surana

(Chairman, Managing Director and CEO)

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CORPORATE INFORMATION

BOARD OF DIRECTORS

Mr. Surendra Kumar Surana

Chairman, Managing Director and CEO
DIN: 00340866

Mr. Vaibhav Suranaa

Executive Director
DIN: 05244109

Mrs. Trishla Rampuria

Non-Executive Director
DIN: 07224903

Mr. Ajay Kumar Surana

Non-Executive Director
DIN: 01365819

Dr. Baldev Singh

Independent Director
DIN: 08333652

Mr. Staya Narayan Gupta

Independent Director
DIN: 07781599

Mr. Amitabh Kaushik

Independent Director
DIN: 0903384
(Additional Director w.e.f. January 29, 2021)

Dr. Satish Kumar

Independent Director
DIN: 07517644
(Retd. As on close of Business Hours on May 24, 2021)

Mr. Satya Narayan Vijayvergiya

Independent Director
DIN: 03185976
(Additional Director w.e.f. June 15, 2021)

Mr. Ghisa Lal Chaudhary

Independent Director
DIN: 03602194
(Retd. As on close of Business Hours on February 10, 2021)

Mr. Sanchit Jain

Independent Director
DIN: 08443516
(Retd. As on close of Business Hours on May 17, 2020)

REGISTERED OFFICE

IT: 14-15, EPIP, Sitapura, Jaipur (Rajasthan)- 302022, India
Phone : +91-141- 2770131
Fax: +91-141-2770335
Email : fin@compucom.co.in
Website: www.compucom.co.in
Corporate Identification Number: L72200RJ1995PLC009798

BOARD COMMITTEES

Audit Committee

Dr. Baldev Singh (Chairman)
Mr. Vaibhav Suranaa (Member)
Mr. Amitabh Kaushik (Member)

Nomination & Remuneration Committee

Dr. Baldev Singh (Chairman)
Mrs. Trishla Rampuria (Member)
Mr. Amitabh Kaushik (Member)

Stakeholder Relationship Committee

Mr. Staya Narayan Gupta (Chairman)
Mr. Vaibhav Suranaa (Member)
Mrs. Trishla Rampuria (Member)

Corporate Social Responsibility Committee

Mr. Surendra Kumar Surana (Chairman)
Mrs. Trishla Rampuria (Member)
Mr. Staya Narayan Gupta (Member)

KEY MANAGERIAL PERSONNEL

CA Sanjeev Nigam

Chief Financial Officer

CS Swati Jain

Company Secretary & Compliance Officer

STATUTORY AUDITOR

M/s Sapra & Co.

Chartered Accountants
6/389, SFS, Mansarovar, Jaipur
(Rajasthan)-302020, India

SECRETARIAL AUDITOR

M/s V. M. & Associates

Company Secretaries
403, Royal World, Sansar Chandra Road,
Jaipur (Rajasthan) – 302001, India

REGISTRAR & SHARE TRANSFER AGENT

MCS Share Transfer Agent Limited
F-65, 1st Floor, Okhla Industrial Area,
Phase-1, New Delhi-110020, India
Phone No: +91-11-41406149
Fax: +91-11-41709881
Email: admin@mcsregistrars.com

PRINCIPAL BANKERS

State Bank of India
Axis Bank Limited

SUBSIDIARY COMPANY

CSL Infomedia Private Limited

NOTICE OF THE TWENTY SEVENTH ANNUAL GENERAL MEETING

Notice is hereby given that the Twenty Seventh Annual General Meeting ("AGM/ Meeting") of the members of Compucom Software Limited will be held on Wednesday, September 15, 2021 at 03.30 P.M. through Video Conferencing (VC) / Other Audio-Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS:

1. To adopt the:
 - a) Audited Standalone Financial Statements of the Company for the financial year ended on March 31, 2021 together with the reports of Board of Directors and Auditors thereon; and
 - b) Audited Consolidated Financial Statements of the Company for the financial year ended on March 31, 2021 together with the report of Auditors thereon.
2. To declare a final dividend of 15% i.e. Rs. 0.30 per equity share for the financial year ended on March 31, 2021.
3. To appoint a Director in place of Mr. Surendra Kumar Surana (DIN: 00340866), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4. APPOINTMENT OF MR. AMITABH KAUSHIK (DIN: 09033384) AS AN INDEPENDENT DIRECTOR: -

To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 152 read with Schedule IV and other applicable provisions (if any) of the Companies Act, 2013 ("Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Amitabh Kaushik (DIN: 09033384) who was appointed by the Board of Directors as an Additional Director (Independent) of the Company on 29th January, 2021 pursuant to the provision of section 161(1) of the Act, and Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act, and Regulation 16(1)(b) of the Listing Regulations and in respect of whom the Company has received a notice in writing under section 160 of the Act, from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a period of 2 years with effect from 29th January, 2021 to 28th January, 2023 and whose office shall not be liable to retire by rotation.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to settle any question, difficulty or doubt that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. APPOINTMENT OF MR. SATYA NARAYAN VIJAYVERGIYA (DIN: 03185976) AS AN INDEPENDENT DIRECTOR: -

To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 152 read with Schedule IV and other applicable provisions (if any) of the Companies Act, 2013 ("Act") read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Mr. Satya Narayan Vijayvergiya (DIN: 03185976) who was appointed by the Board of Directors as an Additional Director (Independent) of the Company on 15th June, 2021 pursuant to the provision of section 161(1) of the Act, and Articles of Association of the Company and who holds office up to the date of this Annual General Meeting and who has submitted a declaration that he meets the criteria for independence as provided in section 149(6) of the Act, and Regulation 16(1)(b) of the Listing Regulations and in respect of whom the Company has received a notice in writing under section 160 of the Act, from a member proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a period of 2 years with effect from 15th June, 2021 to 14th June, 2023 and whose office shall not be liable to retire by rotation.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorized to settle any question, difficulty or doubt that may arise in giving effect to this resolution and to do all such acts, deeds, matters and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Date: August 12, 2021
Place: Jaipur
Registered Office:
IT 14 -15, EPIP, Sitapura,
Jaipur - 302022 (Rajasthan)

By order of the Board of Directors
For Compucom Software Limited
Sd/-
(CS Swati Jain)
Company Secretary
M. No.: FCS 8728

NOTES:

1. In view of the situation arising due to Covid-19 global pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular number 02/2021 dated January 13, 2021 in continuation of Circular number 20/2020 dated May 5, 2020 read with circulars number 17/2020 dated April 8, 2020 and 14/2020 dated April 13, 2020 and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India (SEBI)(hereinafter collectively referred to as “the Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM), without the physical presence of the Members at a common venue. Hence, in compliance with the Circulars, the AGM of the Company is being held through VC/OAVM.
2. Pursuant to the provisions of the Act a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
3. The attendance of the members attending the AGM through VC/ OAVM will be counted for the purpose of ascertaining the quorum under section 103 of the Act.
4. Institutional/ Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting/e-voting at the AGM. The said Resolution/Authorization shall be sent to the Company by email through its registered email address to investor@compucom.co.in with a copy marked to evoting@cdslindia.com.
5. The Explanatory Statement pursuant to section 102(1) of the Act, in respect of the special business i.e. item no. 4 to 5 to be transacted at the Meeting is annexed hereto. The relevant details as required, under Regulation 36(3) Listing Regulations and as per Secretarial Standard 2 on General Meetings issued by the Institute of Company Secretaries of India, in respect of Directors seeking appointment or re-appointment at this AGM are also annexed.
6. Members are informed that in case of joint holders attending the Meeting, only such Joint holder who is higher in the order of the names will be entitled to vote.
7. The Register of Members and Share Transfer Books of the Company will remain closed for the purpose of payment of dividend for the Financial Year 2020-21 and AGM from Thursday, September 09, 2021 to Wednesday, September 15, 2021 (Both Days inclusive).
8. The Dividend as recommended by the Board, if declared at the Meeting, will be made payable, after deduction of applicable tax (TDS), within 30 days of the date of declaration i.e. September 15, 2021 to those Members, subject to deduction of tax: -
 - (a) Whose names appear as Members in the Register of Members of the Company after giving effect to valid Share Transfers in physical form lodged with the Company/Registrar and Share Transfer Agent (RTA) on or before September 08, 2021 and
 - (b) Whose names appear as Beneficial Owners in the list of Beneficial Owners on September 08, 2021 to be furnished by National Securities Depository Ltd. and Central Depository Services (India) Ltd. for this purpose.

Pursuant to Finance Act 2020, dividend income will be taxable at the hands of shareholders w.e.f. 1st April, 2020 and the Company is required to deduct tax at source from dividend paid to members at prescribed rates. For the prescribed rates for various categories the members are requested to refer to the Finance Act, 2020 and amendments thereof. The members are requested to update their PAN with RTA (in case of shares held in physical mode) and depository participants (in case shares held in demat mode). However, no tax shall be deducted on the dividend payable to a resident individual shareholder if the total dividend to be received during FY 2021-22 does not exceed Rs. 5000/-. Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

In case the Company is unable to pay dividend to any Member directly in their Bank account through Electronic Clearing Services or any other means due to non-registration of Electronic Bank Mandate, the Company shall dispatch the dividend warrants to such member within 30 days of the date of declaration i.e. September 15, 2021.

9. The Register of Directors and Key Managerial Personnel and their shareholding and Register of Contracts or arrangements in which the directors are interested maintained under section 170 and under section 189 of the Act respectively, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. September 15, 2021. Members seeking to inspect such documents can send an email to investor@compucom.co.in
10. Members holding shares in physical form may write to the Company's RTA i.e. MCS Share Transfer Agent Ltd., Unit: Compucom Software Limited, F-65, 1st Floor, Okhla Industrial Area, Phase-1, New Delhi-110020, India, for changes, if any, in their address and bank mandates. We urge the members to utilize the Electronic Clearing System (ECS) for receiving Dividends.

11. Securities and Exchange Board of India has mandate the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participant(s). Members holding shares in physical form are required to submit their PAN details to the RTA.
12. Non-Resident Indian Members are requested to inform RTA of the Company any change in their residential status on return to India for permanent settlement, particulars of their bank account maintained in India with complete name, branch account type, account number and address of the bank with pin code number, if not furnished earlier.
13. As per Regulation 40 of Listing Regulations as amended, securities of listed companies can be transferred only in dematerialized form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities and relogged transfers of securities. Further, SEBI vide its circular no. SEBI/HO/MIRSD/RTAMB/ CIR/P/2020/236 dated December 02, 2020 had fixed March 31, 2021 as the cut-off date for re-lodgement of transfer deeds and the shares that are re-lodged for transfer shall be issued only in demat mode. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company or Company's RTA, MCS Share Transfer Agent Limited for assistance in this regard.
14. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the Share Certificates to the Company's RTA for consolidation into single folio.
15. Members may now avail the facility of nomination as permitted under Section 72 of the Act, in respect of physical shares held by them in the Company, by nominating in the prescribed Form SH-13, a person to whom their shares in the Company shall vest in the event of their death. Interested Members may write to the RTA for the prescribed form. Members holding shares in demat form may contact their respective depository participants for such nominations.
16. Members desirous of getting any information about the accounts and/or operations of the Company are requested to write to the Company at least seven days before the date of the meeting to enable the Company to keep the information ready at the meeting.
17. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members/Claimants are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/ shares have been transferred to IEPF, may claim the same by making an application to the IEPF Authority, in Form No. IEPF-5 available on www.iepf.gov.in. For details, please refer to corporate governance report which is a part of this Annual Report and FAQ of investor page on Company's website www.compucom.co.in.
18. The details of unclaimed dividends and shareholders whose shares are liable to be transferred to the IEPF Authority, are timely uploaded on the Company's website at www.compucom.co.in
19. **"GO GREEN" Initiative:** In support of the "Green Initiative" announced by the Government of India as well as Regulation 36 of Listing Regulations and applicable provisions of the Act, the Company hereby request to the Members who have not updated their email IDs to update the same with their respective Depository Participant(s) or MCS Share Transfer Agent Limited, RTA of the Company. Members holding shares in physical mode are also requested to update their email addresses by writing to the RTA of the Company quoting their folio number(s).
20. The Members vide resolution dated September 27, 2017 had appointed M/s Sapra & Co., Chartered Accountants (Firm Registration No: 003208C), as Statutory Auditors of the Company to hold office till the conclusion of the 28th Annual General Meeting of the Company to be held in the Calendar Year 2022, subject to ratification of such appointment by Members at every Annual General Meeting. The requirement of ratification by Members at every Annual General Meeting is omitted vide notification dated May 7, 2018 issued by the Ministry of Corporate Affairs. Accordingly, the Board has not recommended ratification for the appointment of Statutory Auditors. However, the Board has noted the confirmation received from M/s Sapra & Co., Chartered Accountants, to the effect that their continuance of appointment is in compliance of Sections 139 and 141 of the Act and rules made thereunder.
21. In compliance with the aforesaid Circulars, notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2020-21 will also be available on the Company's website www.compucom.co.in, websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Ltd and The Calcutta Stock Exchange Limited at www.bseindia.com and www.nseindia.com and www.cse-india.com respectively and on the website of CDSL www.evotingindia.com. For any query Shareholder may contact us at e-mail: investor@compucom.co.in.
22. Since the Annual General Meeting will be held through VC / OAVM, the Route Map is not annexed in this notice.
23. **Voting through electronic means: -**
In compliance with provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of Listing Regulations (as amended), and MCA

Circulars dated January 13, 2021 in continuation of MCA Circular dated April 08, 2020, April 13, 2020 and May 05, 2020 and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India (SEBI)(hereinafter collectively referred to as “the Circulars”) the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.

24. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available upto 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, Scrutinizers etc. who are allowed to attend the Annual General Meeting without restriction on account of first come first served basis.
25. The e-voting period commences on Saturday, September 11, 2021 (9:00 A.M. IST) and ends on Tuesday, September 14, 2021 (5:00 P.M. IST). During this period, members holding share either in physical or dematerialized form, as on the cut-off date, i.e. Wednesday, September 08, 2021 may cast their vote electronically. The e-voting module will be disabled by CDSL for voting thereafter. A member will not be allowed to vote again on any resolution on which vote has already been cast. The voting rights of members shall be proportionate to their shares of the paid-up equity share capital of the company as on the cut-off date, i.e. September 08, 2021.
26. Those shareholders, who will be present in the AGM through VC / OAVM facility and have not cast their vote on the Resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through e-voting system during the AGM.
27. Shareholders who have already voted by remote e-voting prior to the meeting may also attend the meeting through VC/OAVM but shall not be entitled to cast their vote again.
28. CS Manoj Maheshwari, FCS 3355, Practicing Company Secretary and partner of M/s V. M. & Associates, Company Secretaries has been appointed as the Scrutinizer to scrutinize the remote e-voting and e-voting during the AGM in a fair and transparent manner.
29. Any person who acquires shares of the Company and becomes member of the Company after dispatch of the notice of AGM and holding shares as of the cut-off date i.e. September 08, 2021 may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com. However, if you are already registered with CDSL for remote e-voting then you can use your existing user ID and password for casting your vote.

The instructions for shareholders for remote e-voting are as under:

- i. The voting period begins on Saturday, September 11, 2021 (9:00 A.M. IST) and ends on Tuesday, September 14, 2021 (5:00 P.M. IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Wednesday, September 08, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- ii. Shareholders who have already voted prior to the Meeting date would not be entitled to vote at the meeting.
- iii. Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Listing Regulations, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders’ resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

- iv. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting and joining virtual meetings **for Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method

<p>Individual Shareholders holding securities in Demat mode with CDSL</p>	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
<p>Individual Shareholders holding securities in demat mode with NSDL</p>	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting
<p>Individual Shareholders (holding securities in demat mode) login through their</p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual</p>

Depository Participants	meeting & voting during the meeting.
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

- (v) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now Enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Members holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical Shareholders and other than individual shareholders holding shares in Demat
PAN	Enter your 10-digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by company/RTA or contact company/RTA.
Dividend Bank Details OR Date of Birth(DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the Company records in order to login. <ul style="list-style-type: none"> If both the details are not recorded with the depository or Company, please enter member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is also to be used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For Shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the Compucom Software Limited on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (xiv) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xv) If a demat account holder has forgotten the login password, then Enter the User ID and the image