

CMSINFO/2505/005

May 19, 2025

To

BSE Limited

Listing Department,
1st Floor, PJ Towers, Dalal Street,
Fort, Mumbai – 400 001

National Stock Exchange of India Limited

Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051

Scrip Code: 543441

Symbol: CMSINFO

Sub: Outcome of Board Meeting

Dear Sir/Madam,

Pursuant to Regulations 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), and in continuation to our letter bearing Ref. No.: CMSINFO/2505/002 dated May 13, 2025, we wish to inform you that the Board of Directors of the Company, at its meeting held today i.e. May 19, 2025, *inter-alia*, have:

1. Approved the Audited Financial Results and Financial Statements (Standalone & Consolidated) for the quarter and financial year ended March 31, 2025 along with the Press Release on the same to be issued by the Company.

Pursuant to Regulations 30 and 33 of Listing Regulations read with Schedule III of the Listing Regulations, we enclose herewith the following:

- a. Press Release on the financial results to be issued by the Company, (enclosed as **Annexure I**)
 - b. Audited Financial Results (Standalone & Consolidated) for the quarter and year ended 31st March, 2025 along with Audit Report on the same issued by B S R & Co. LLP., Statutory Auditors of the Company on the same (enclosed as **Annexure II**); and
 - c. Declaration on Unmodified opinion on Audit Report (enclosed as **Annexure III**)
2. Declared a Special (Interim) Dividend of ₹3.00 per equity share of face value of ₹ 10/- each. The dividend shall be paid/dispatched within the statutory time limit of 30 days to the shareholders whose names are recorded in the register of members/ register of beneficial owners maintained by the Depositories as on the Record Date.
 3. Recommended Final Dividend of ₹3.25 per equity share of face value of ₹ 10/- each for the financial year 2025. The Final Dividend is subject to the approval of the same by the

shareholders at the ensuing 18th Annual General Meeting ('AGM') of the Company and if approved at the AGM, shall be paid/dispatched within the statutory time limit of 30 days from the conclusion of the AGM.

Together with the interim Dividend of ₹ 3.25 per share declared by the Board on February 5, 2025, Special (Interim) Dividend of ₹ 3.00 per share and Final Dividend of ₹ 3.25 per share, and subject to members approval at the ensuing Annual General Meeting of the Company, the total dividend for the financial year 2025 would be ₹ 9.50 per share.

4. Pursuant to Regulation 42 of the Listing Regulations, the Board has fixed **Friday, May 23, 2025** as the Record Date for the purpose of determining entitlement of the Members for payment of Special (Interim) Dividend and also the Final Dividend as referred above.
5. Recommended the appointment of M/s. Siroya and BA Associates, Practicing Company Secretaries, Mumbai, having Firm Registration No.: P2019MH-074300, as the Secretarial Auditors of the Company for a period of five (5) years for the approval of shareholders of the Company at the ensuing AGM.
6. Approved reappointment M/s. S K Agarwal & Associates, Cost & Management Consultants, having Firm Registration No. 100322, as the Cost Auditors of the Company for the financial year 2026, subject to the ratification of their remuneration by the shareholders at the ensuing AGM.
7. Approved the Notice of Postal Ballot seeking Shareholders' approval for the appointment of Mr. Vishnu Jerome (DIN: 05325285) as an Independent Director of the Company.
8. Approved the Notice convening 18th Annual General Meeting of the Company.

The notice of Postal Ballot and the notice convening 18th Annual General Meeting of the Company will be intimated to stock exchanges in due course, for dissemination.

The details required to be furnished pursuant to Regulation 30 of the Listing Regulations read with the SEBI SEBI/HO/CFD/CFD-PoD- 1/P/CIR/2023/123 dated July 13, 2023, as amended, is enclosed as **Annexure IV**.

The meeting of the Board of Directors commenced at 05:45 PM (IST) and concluded at 07:30 PM (IST).

You are requested to kindly take the same on your record.

Thanking You,

For **CMS Info Systems Limited**

Debashis Dey
Company Secretary

Encl: A/a.

Annexure IV

1. Appointment of M/s. Siroya and BA Associates as the Secretarial Auditors of the Company for period of five (5) years.

Sr. No.	Particulars	Details
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment.
2.	Date of appointment/ re-appointment/cessation (as applicable) & term of appointment/ re-appointment ;	The Board has recommended the appointment of the Secretarial Auditors for a term of five (5) years, to hold office from conclusion of 18 th Annual General Meeting till the conclusion of the 23 rd Annual General Meeting of the Company, subject to the approval of the shareholders at the ensuing 18 th Annual General Meeting of the Company.
3.	Brief profile (in case of appointment);	M/s. Siroya and BA Associates, Practicing Company Secretaries (the "Firm"), is a partnership firm led by Mr. Mukesh Siroya, a Fellow Member of the Institute of Company Secretaries of India (ICSI). With over 26 years of professional experience, including 24 years in active practice, Mr. Siroya has been providing expert services to a distinguished clientele, encompassing both domestic and international corporates across diverse sectors.

2. Re-appointment of M/s. S K Agarwal & Associates, Cost & Management Consultants, as the Cost Auditors of the Company for the financial year 2025-26

Sr. No.	Particulars	Details
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Re-appointment for financial year 2025-26.
2.	Date of appointment/ re-appointment/ cessation (as applicable) & term of appointment/ re-appointment ;	May 19, 2025. The Cost Auditor is re-appointed for the financial year 2025-26 subject to the ratification of their proposed remuneration by the shareholders at the ensuing 18 th Annual General Meeting of the Company.
3.	Brief profile (in case of appointment);	M/s. S K Agarwal & Associates is a reputed firm of Cost Accountants based out of Mumbai. The Firm was incorporated in April 2001 and offers a wide range of professional services in the field of Cost Audit, Guidance in Maintenance of Cost Records, Transfer Pricing Services, Certification in Statutory Pricing and Valuation of products for Customs, Excise and Tariff determination etc.