

**TRANSCRIPT OF THE EXTRA ORDINARY GENERAL MEETING OF CEINSYS
TECH LIMITED HELD AT 11.30 A.M. ON SATURDAY, JANUARY 15, 2022
THROUGH VIDEO CONFERENCING / OTHER AUDIO VISUAL MEANS**

BEGINNING OF THE MEETING

Company Secretary: CS Pooja Karande

Dear valued Shareholders, Directors, Invitees and Ladies and Gentleman.

A very good Morning to all of you.

I, CS Pooja Karande, Company Secretary and Compliance Officer of Ceinsys Tech Limited welcome you all to this Extra Ordinary General Meeting of Ceinsys Tech Limited. The EGM is being conducted through Video Conferencing as permitted by Ministry of Corporate Affairs and Securities and Exchange Board of India (“SEBI Circular”) vide various circulars in compliance with the provisions of the Companies Act 2013, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

The Company has provided facility for remote e-voting. Remote e-voting was available from Wednesday, 12th January 2022 at 9.00 a.m. to Friday, 14th January 2022 at 5.00 p.m. (IST). In order to get maximum participation of shareholders at the EGM, we have provided facility for voting electronically at this meeting. This is a facility by which all shareholders who have not voted through remote e-voting will be able to vote. I request Shri Sagar Meghe Sir being Chairman of the Company to start the meeting.

Chairman: Mr. Sagar Meghe

I, Sagar Meghe the Chairman of Ceinsys Tech Limited, welcome all the members, Directors and auditors to the Extra Ordinary General Meeting. This meeting is being held through video conference in accordance with the circular issued by the Ministry of Corporate Affairs and SEBI.

Before we start the main proceedings of the meeting, I would like to acknowledge the presence of:

1. Dr Abhay Kimmatkar, Managing Director
2. Mr. Rahul Johrapurkar, Joint Managing Director
3. Dr Hemant Thakare, Whole Time Director & COO
4. Mr. Kishore Dewani, Independent Director & Chairman of Audit Committee
5. Mr. Satish Wate, Independent Director & Chairman of Stakeholders Relationship and Grievance Committee, also acting as a representative of Mr. Dhruv Kaji, Chairman of Nomination and Remuneration Committee
6. Mr. Chanchal Bhaiyya, Chief Financial Officer.

Ms. Renu Challu, Independent Director of the Company has informed that she will not be able to attend the EGM due to health issues.

Mr. Dhruv Kaji, Independent Director of the Company has informed that he will not be able to attend the EGM due to pre-occupations.

Apart from Board members and KMP's, we also have key executives and senior management joining from their respective locations.

We also have with us:

- Mr. Ajay Sharma, on behalf of M/s Chaturvedi & Shah LLP, Chartered Accountants, Statutory Auditors of the Company.
- Mr. Anil Parakh on behalf M/s V. K. Surana & Co., Chartered Accountants Internal Auditor of the Company.
- Mr. Sushil Kawadkar, Secretarial Auditor of the Company and scrutinizer for this EGM

We have the requisite quorum present through video conference. Participation of members through video conference is being reckoned for the purpose of quorum as per the circulars issued by MCA and Section 103 of the Companies Act, 2013.

The quorum being present, I call this meeting to order.

I now request and authorise Ms. Pooja Karande, Company Secretary & Compliance officer, to provide general instructions to the members regarding participation in this meeting.

GENERAL INSTRUCTIONS TO THE MEMBERS

Company Secretary: CS Pooja Karande

The Company has taken all feasible efforts under the current circumstances to enable members to participate through video conference and vote at the EGM. Members may note that this EGM is being held through video conference in accordance with the Companies Act 2013 and circulars issued by the Ministry of Corporate Affairs and SEBI. The Register of Directors and Key Managerial Personnel, the Register of Contracts or Arrangements, has been made available electronically on the website of the Company for inspection by the members during the EGM.

As the EGM is being held through video conference, the facility for appointment of proxies by the members was not applicable and hence the proxy register for inspection is not available.

The Company has not received any requests from members to register them as speakers at the meeting.

The Company had provided the facility to cast the votes electronically, on all resolutions set forth in the Notice. Members who have not cast their votes yet electronically and who are participating in this meeting will have an opportunity to cast their votes during the meeting through the e-voting system provided by NSDL. Members can click on "Vote" tab on the video conference screen to avail this feature.

Members are requested to refer to the Instructions provided in the notice, for a seamless participation through video conference. In case members face any difficulty, they may reach out on the helpline numbers.

Chairman: Mr. Sagar Meghe

As the Notice along with addendum to the Notice of EGM is already circulated to all the members, I take the Notice convening the meeting and addendum to notice as read.

Before we proceed, I am pleased to bring to your notice that, as required under the Companies Act, 2013, the Company had provided you all the facility to cast your vote electronically, on all resolutions set forth in the Notice. Members who have not cast their vote electronically and who are participating in this meeting will have an opportunity to cast their votes through the e-voting system provided by NSDL. Members may please note that there will be no voting by show of hands.

We now take up the resolutions as set forth in the Notice. Further I state that the Company have not received any question or request for registration as a speaker.

Now let us take up the agenda items.

I now request and authorize Company Secretary to kindly read the Agenda items.

BUSINESSESS OF THE MEETING

Company Secretary: CS Pooja Karande

Thank you, sir.

The **first item** on the agenda as per the notice is to pass following resolution as Special Resolution

1. Authorization Under Section 186 of the Companies Act,2013.
 - The details of the resolution along with the explanatory statement have been circulated to all members. With your permission, I would take them as read.

The **Second item** on the agenda as per the notice is to pass following resolution as Special Resolution

2. Issuance of Equity Shares for consideration other than cash on Preferential/ Private Placement Basis to one or more investors.
 - The details of the resolution along with the explanatory statement have been circulated to all members. With your permission, I would take them as read.

The **Third item** on the agenda as per the notice is to pass following resolution as Special Resolution:

3. Issuance of Equity Shares on Preferential/ Private Placement Basis to one or more Promoter(s)/Promotor Group.

➤ The details of the resolutions along with the explanatory statement have been circulated to all members. With your permission, I would take them as read.

Dear shareholders, thank you for joining our EGM today and for taking time to participate in today's EGM.

Members may note that the voting on the NSDL platform will continue to be available for the next 30 minutes. Therefore, members who have not cast their vote yet are requested to do so. The Board of Directors has appointed CS Sushil Kawadkar, Practicing Company Secretary, as the scrutinizer to supervise the e-voting process

Chairman: Mr. Sagar Meghe

I hereby authorize Ms. Pooja Karande, the Company Secretary, to declare the result of the voting and place the results on the website of the Company at the earliest. The resolutions, as set forth in the Notice, shall be deemed to be passed today subject to receipt of requisite number of votes.

We had 25 members participating today in this Extra-Ordinary General Meeting.

Thank you all for attending the meeting and I hereby declare the proceedings as closed. Thank you very much.

After 30 minutes

Company Secretary: CS Pooja Karande

The e-voting facility for the Members who have not voted through remote e-voting will continue to be available for 30 minutes after the meeting

Meeting concluded at 12:12 PM