

To,
The Department of Corporate Services,
BSE Limited,
25th Floor, P.J. Towers,
Dalal Street, Mumbai- 400001

Scrip Code: 538734

Subject: Outcome of the meeting of Board of Directors held on Thursday, March 31, 2022

Dear Sir/Madam,

In furtherance to our intimation dated March 26, 2022 and pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') we wish to inform you that the Board of Directors of the Company at their meeting held today i.e. Thursday, March 31, 2022 has *inter-alia* considered the following matters:

1. Approval of increase in the Authorized Share Capital of the Company from Rs. 20,00,00,000/- (Rs. Twenty Crores) to Rs. 30,00,00,000/- (Rs. Thirty Crores) and resultant alteration in the Capital clause of the Memorandum of Association of the Company, subject to the approval of the shareholders of the Company;
2. Approval of Ceinsys Employee Stock Option Scheme 2022 - Plan 1 ("Plan 1"), subject to the approval of the shareholders of the Company;
3. Approval of Ceinsys Employee Stock Option Scheme 2022 - Plan 2 ("Plan 2"), subject to the approval of the shareholders of the Company; and
4. Approval of Material Related Party Transactions, subject to the approval of the shareholders of the Company.

Further, the Board deferred the agenda item for the matter relating to making investment in excess of the prescribed limit as stated under Section 186 of the Companies Act, 2013.

The disclosure pursuant to Regulation 30 of the Listing Regulations and Part A of Schedule III of the aforesaid regulations, is attached as an 'Annexure A'.

Further, the Board have decided to seek the consent of the shareholders of the Company by way of Ordinary/Special Resolution(s) through Postal Ballot process for the aforesaid matters as well as other matters. The Notice of Postal Ballot shall be circulated in due course of time.

The above information will also available on the website of the Company at www.ceinsys.com

The meeting of Board of Directors of the company commenced at 4:45 PM and concluded at 7:00 PM.

This is for your information and records.

Thanking you.

Yours faithfully,
For Ceinsys Tech Limited



CS Pooja Karande
Company Secretary
& Compliance Officer



Annexure A

Brief details of Ceinsys Employee Stock Option Scheme 2022

PARTICULARS	PLAN 1	PLAN 2
Name of the Scheme	Ceinsys Employee Stock Option Scheme 2022 - Plan 1	Ceinsys Employee Stock Option Scheme 2022 - Plan 2
Rationale	Plan 1 is intended to motivate the key work force seeking their contribution to the corporate growth, to create an employee ownership culture, to attract new talents and to retain them for ensuring sustained growth. It has been designed to reward, attract, motivate and retain eligible employees and directors of the Company, for their high level of individual performance and for their efforts to improve the financial performance and achieve sustained growth of the Company and creation of shareholders' value by aligning the interests of the eligible employees with the long-term interests of the Company.	Plan 2 has been designed to provide incentives to Mr. Prashant Kamat Vice Chairman & Chief Executive Officer ("CEO") of the Company whose contribution (previous, present and / or potential) is important to the success of the Company, by offering him an opportunity to participate in the Company's future performance, through award of employee stock options in relation to the Shares of the Company. The Company envisages that Plan 2 will, apart from serving the purpose of rewarding the CEO for his contribution to the Company, also enable the Company to remain competitive in the talent market by strengthening the interdependence between the CEO and the Company for mutual prosperity.
Brief details of options to be of granted and number of shares covered by the options under the ESOP Scheme	The eligible employees shall be granted employee stock options in the form of options which will be exercisable into equity shares of Rs. 10/- each of the Company (the "Equity Shares"). The maximum number of Equity Shares to be issued and allotted under the Plan 1 shall be limited to 1,96,188 (One Lakh Ninety Six Thousand One Hundred and Eighty Eight) Equity Shares of the Company.	The CEO shall be granted employee stock options in the form of options which will be exercisable into equity shares of Rs. 10/- each of the Company (the "Equity Shares"). The maximum number of Equity Shares to be issued and allotted under the Plan 2 shall be limited to 23,41,812 (Twenty Three Lakhs Forty One Thousand Eight Hundred and Twelve) Equity Shares of the Company.
Whether the scheme is in terms of SEBI (Share Based Employee Benefit and Sweat Equity) Regulations, 2021	Yes	Yes
Eligibility	Following classes of employees, shall be eligible to participate in Plan 1: (a) All permanent employees of the Company, working in India or outside India;	Mr. Prashant Kamat, Vice Chairman, WTD & CEO of the Company

	(b) Directors of the Company whether whole time or not but excluding an Independent Director; or (c) an employee as defined in (a) or (b) above of a subsidiary and associate (future subsidiary & associate, if any), in India or outside India.	
Pricing formula	The Exercise Price of the Options granted under the Plan 1 shall be Rs.10/-.	The Exercise Price of the Options granted under the Plan 2 shall be Rs.10/-
Vesting Period	100% of the Options Granted shall vest at the end of 1 (one) year from the Date of Grant.	Under Plan 2, CEO shall be eligible for fixed Options of 7,41,812 vesting at the end of 1 year and performance based options of 16,00,000. These 16,00,000 options will be vested over a period of not exceeding 10 years, in not more than 4 tranches.
Time within which option may be exercised	The options must be Exercised by the Option holder within 5 years from the date of vesting.	The options must be Exercised by the Option holder within 5 years from the date of vesting.
Implementation of the ESOP Scheme	The ESOP Scheme shall be directly implemented and administered by the Company through its Nomination and Remuneration Committee.	The ESOP Scheme shall be directly implemented and administered by the Company through its Nomination and Remuneration Committee.
Valuation	The Company shall use such valuation method(s) as may be prescribed from time to time in accordance with applicable laws for valuation of the Options granted, to calculate the employee compensation cost.	The Company shall use such valuation method(s) as may be prescribed from time to time in accordance with applicable laws for valuation of the Options granted, to calculate the employee compensation cost.
Brief details of significant terms	The grant of options is based on the eligibility criteria as decided by the Board/ Nomination and Remuneration Committee.	The grant of options is based on the eligibility criteria as decided by the Board/Nomination and Remuneration Committee.

