



#### Date: 29th September, 2018

To, BSE Limited Department of Corporate Services, 25<sup>th</sup> Floor, PJ Towers, Dalal Street, Mumbai – 400001

Ref: Scrip Code: 538734

Subject: Proceedings and Voting Results of the 20<sup>th</sup> Annual General Meeting of Ceinsys Tech Limited

The 20<sup>th</sup> Annual General Meeting of Ceinsys Tech Limited was held on 29<sup>th</sup> September at 11.30 a.m. at the registered office of the company situated at 10/5, I.T. Park, Nagpur 440022, Maharashtra to transact the businesses as stated in the Notice convening Annual General Meeting dated 4<sup>th</sup> September, 2018.

In this regard, please find enclosed the following:

- Summary of the proceedings of the 20<sup>th</sup> Annual General Meeting of Ceinsys Tech Limited as required under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- Voting results of the business transacted at the 20<sup>th</sup> Annual General Meeting, as required under Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- The Scrutinizer's Report dated 29<sup>th</sup> September, 2018 pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014

Thanking You

For Ceinsys Tech Limited

Dinest Kum ar Singh Director-Fin ance & CFO

Encl: As Above







#### Summary of Proceedings of the 20th Annual General Meeting

The 20<sup>th</sup> Annual General Meeting ("AGM") of Ceinsys Tech Limited ("Company") was held on September 29, 2017 at 11:30 a.m. at 10/5, I.T. Park, Nagpur- 440022, Maharashtra.

Total 48 members were present.

Mr. Sagar Meghe, Chairman & Managing Director, chaired the proceedings of the Meeting. The Chairman called the meeting to order as requisite quorum was present.

Mr. Sagar Meghe, Chairman & Managing Director of the Company welcomed all the members, Directors and invitees present at the 20th Annual General Meeting of the Company.

The Directors sitting on the dais, viz. Mr Satish Wate, Independent Director, Mr Kishore Dewani, Independent Director, Dr Abhay Kimmatkar, Joint Managing Director, Mr Dinesh Kumar Singh, Director-Finance & Chief Financial Officer, and Mr Hemant Thakare, Whole Time Director & COO were introduced.

With the consent of the shareholders present at the meeting, the Notice convening the Annual General Meeting, the Director's Report and the Auditor's Report for the financial year ended March 31, 2018 were taken as read. It was informed that there was no qualification in the Audit Report.

It was informed to the members that as per the provisions of the Companies Act and Listing regulations, the Company has provided to its members facility to exercise their vote by electronic means through remote e-voting facility provided by Central Depository Services (India) Limited (CDSL), on all the items of business as contained in the Notice of 20<sup>th</sup> Annual General Meeting. The remote e-voting was kept open from 10:00 a.m. on September 26, 2018 till 5:00 p.m. on September 28, 2018.

It was further informed that the Company has also arranged for voting through physical ballot papers for those members who had not cast their votes through remote e-voting.

The Company has appointed Mr. Sushil Kawadkar, Company Secretary in practice, as a Scrutinizer for scrutiny of votes cast through remote e-voting and physical ballot process at the meeting in a fair and transparent manner.







Thereafter the Chairman addressed the members.

Further the following resolutions as set out in the Notice calling the Meeting were put for the shareholder's approval:

Sr. No.	Particulars	Type of Resolution	Type of Business
1.	Adoption of Audited Annual Financial Statements and reports thereon for the Financial Year ended March 31, 2018	Ordinary Resolution	Ordinary Business
2.	Confirmation of final dividend declared	Ordinary Resolution	Ordinary Business
3.	Re-appointment of Mr. Abhay Kimmatkar (DIN:01984134) as Director	Ordinary Resolution	Ordinary Business
4.	Appointment of M/s Chaturvedi & Shah, Chartered Accountants, as Statutory Auditors and to fix their remuneration	Special Resolution	Special Business
5.	Appointment of Mr. Kishore Dewani (DIN: 00300636) as an Independent Director	Ordinary Resolution	Special Business
6.	Approval and Ratification of Material Related Party Transactions	Ordinary Resolution	Special Business

The interested Directors did not participate in the respective agenda item. Members present at the Meeting were given an opportunity to ask questions and seek clarifications.

The members then casted their votes on the ballot papers and deposited the same in the ballot box placed at the meeting hall. It was informed to the Members that the voting results will be informed to the Stock Exchanges on which the Company's shares are listed and will also be made available on the website of the Company within 48 hours of the conclusion of the Meeting.

Mr. Sagar Meghe, then thanked the members present and declared the meeting as closed. The meeting concluded at 12:30 p.m.

For Ceinsys Tech Limited

Dinesh Kumar Singh Director-Finance & CFO

L P a Nagpur

#### FORMAT FOR VOTING RESULTS Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015

Date of the AGM/ECM :	29th September, 2018
Total number of shareholders on record date (i.e. September 23, 2018)	369
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	Promoters and Promoter Group: 1 Public : 47
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public	Promoters and Promoter Group: Nil Public : Nil





<b>Resolution re</b>	quired: (Ordinary/Special)		Ordinary	Ordinary						
Whether promoter/promoter group are interested in the agenda/resolution?		NO								
Category			o. of shares held polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled		
	(1)	(1)	(2)	(3)=[(2)/(1)] *100	(4)	(5)	(6)=[(4)/(2)] *100	(7)=[(5)/(2)]*100		
Promoter	E-Voting	62,91,551	59,39,890	94.41%	59,39,890	-	100.00%	-		
and	Poll		-	-		-	-	•		
Promoter	Ballot Forms( if app licable)		-	-		-	-	-		
Group	Total	62,91,551	59,39,890	94.41%	59,39,890	-	100.00%			
Public-	E-Voting		28,73,199	95.02%	28 73,199	-	100.00%	-		
Institution s	Poll	30,23,797	-	-		-	-	•		
	Ballot Forms( if app licable)		-	-		•	-	•		
	Total	30,23,797	28,73 199	95.02%	28,73,199	•	100.00%	•		
Public-	E-Voting		50,700	2:85%	50,700	-	100.00%			
Non	Poll	17,75,092	-	•		-	-	-		
Institution s	Ballot Forms( if app licable)		77,169	4:35%	77,169	4	100.00%	-		
	Total	17,75,092	1,27,869	7.20%	1,27,869	•	100.00%	•		
Total		1,10,90,440	89,40,958	80.62%	89,40,958	-	100.00%	•		

Ag enda No. 1 : To Ada tion of Audited Annual Financial Statements and reports thereon or the Financial Year ended March 31, 2018.





Resolution red	quired: (Ordinary/Special)		Ordinary						
Whether promoter/ promoter group are interested in the agenda/resolution?		NO							
Category	No. of shar held Mode of Voting		eld No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes - in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
	(1)								
Promoter and	E-Voting	62,91,551	59,39,890	94.41%	59,39,890	-	100.00%	-	
	Poll		-	-	-	-	-	-	
Promoter	Ballot Forms( if app licable)			-		-	-	-	
Group	Total	62,91,551	59,39,890	94.41%	59,39,890	-	100.00%		
Public-	E-Voting		28,73,199	95.02%	28,73,199	-	100.00%	-	
Institution s	Poll	30,23,797	-	•	-	-	-	-	
	Ballot Forms( if app licable)		-	-		-	-		
	Total	30,23,797	28,73,199	95.02%	28,73,199	•	100.00%	•	
Public-	E-Voting		50,700	2.85%	50,700		100.00%	•	
Non	Poll	17,75,092	-	-			-	-	
Institution s	Ballot Forms( if app licable)		77,169	4.35%	77,169		100.00%		
	Total	17,75,092	1,27,869	7.20%	1,27,869	-	100.00%		
Total		1,10,90,440	89,40,958	80.62%	89,40,958	-	100.00%	•	

Ag enda No. 2 : Declaration of Final Dividend of Rs.1.25/ · Per Equity Share on Equity Shares of Rs.10/ - each.





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<b>Resolution</b> red	quired: (Ordinary/Special)		Ordinary	Ordinary					
Whether promoter/ promoter group are interested in the agenda/resolution?		NO							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]*100	
Promoter	P. Madler	62,91,551	50 20 000	*100	FO 20 800		100.000/		
	E-Voting		59,39,890	94.41%	59,39,890		100.00%		
and	Poll		•	· · ·		-	-		
Promoter	Ballot Forms( if app licable)		-			-		*	
Group	Total	62,91,551	59 39,890	94.41%	59,39,890		100.00%		
Public-	E-Voting		28 73,199	95.02%	28,73,199		100.00%		
Institution s	Poll	30,23,797	-		-	-	~		
	Ballot Forms( if app licable)		-			-	-		
	Total	30,23,797	28,73 199	95.02%	28,73,199	-	100.00%		
Public-	E-Voting		50,700	2.85%	50,700	-	100.00%		
Non	Poll	17,75,092	1.*.	-	• •	-	-		
Institution s	Ballot Forms( if app licable)		72,369	4.07%	72,369		100.00%		
	Total	17,75,092	1,23,069	6.92%	1,23,069	-	100.00%		
Total		1,10,90,440	89,36,158	80.57%	89,36,158	-	100.00%		

Ag enda No. 3 : To re-app oint Dr. Abhay Kimmatkar (DIN: 01984134), who retires by rotation and being eligible, offers himseff or re-app ointment.





Resolution rea	quired: (Ordinary/ Special)		Special					
Whether promoter/ promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and	E-Voting	62,91,551	59,39,890	94.41%	59,39,890		100.00%	
	Poll							
Promoter	Ballot Forms (if applicable)			•		-	-	
Group	Total	62,91,551	59, 39, 890	94.41%	59, 39, 890		100.00%	
Public-	E-Voting		28,73,199	95,02%	28,73,199	-	100.00%	
Institution s	Poll	30,23,797					-	
	Ballot Forms (if applicable)				-	-		
	Total	30,23,797	28,73,199	95.02%	28,73,199	-	100.00%	-
Public-	E-Voting		50,700	2.85%	50,700	~	100.00%	
Non	Poll	17,75,092	-			-		
Institution s	Ballot Forms (if applicable)		77,169	4.35%	77,169		100.00%	
	Total	17,75,092	1,27,869	7.20%	1,27,869	-	100.00%	•
Total		1,10,90,440	89,40,958	80.62%	89,40,958		100.00%	





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Ag enda No. 4 : App ointment of Statutory Auditor.

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<b>Resolution</b> red	quired: (Ordinary/Special)		Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?		NO						
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and	E-Voting	62,91,551	59,39,890	94.41%	59,39,890		100.00%	-
	Poll							-
Promoter	Ballot Forms (if applicable)		-				-	•
Group	Total	62,91,551	59,39,890	94.41%	59,39,890	-	100.00%	•
Public-	E-Voting		28,73,199	95.02%	28,73,199	-	100.00%	
Institution s	Poll	30,23,797	-				-	
	Ballot Forms (if applicable)		-			-		
	Total	30,23,797	28,73,199	95.02%	28,73,199	-	100.00%	-
Public-	E-Voting		50,700	2.85%	50,700	-	100.00%	
Non	Poll	17,75,092	~	w		-		
Institution s	Ballot Forms (if applicable)		77,169	4.35%	77,169	-	100.00%	
	Total	17,75,092	1,27,869	7.20%	1,27,869	-	100.00%	
Total		1,10,90,440	89,40,958	80.62%	89,40,958	-	100.00%	-

Agenda No. 5: App ointment of Mr. Kishore Dewani, as Independent Director (DIN 00300636).





<b>Resolution</b> re	quired: (Ordinary/Special)		Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?		YES						
Category	Mode of Voting	No. of shares held (1)	No: of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] * 100	No. of Votes – in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and	E-Voting		-			-		•
	Poll	62,91,551	-	-	-	•	5	
Promoter	Ballot Forms( if app licable		-	-	-	-	-	•
Group	Total	62,91,551	-	-		-	•	•
Public-	E-Voting		28 73 199	95.02%	28,73,199	-	100.00%	and a second
Institution s	Poll	30,23,797	-	-	-	-		
	Ballot Forms if app licable					-		-
	Total	30,23,797	28 73 199	95.02%	28 73 199	-	100.00%	
Public-	E-Voting		50,700	2.85%	50,700	-	100.00%	
Non	Poll	17,75,092	-			-	-	
Institution s	Ballot Forms( if app licable	1	77,169	4.35%	77,169	-	100.00%	
	Total .	17,75,092	1,27,869	7.20%	1,27,869	-	100.00%	
Total		1,10,90,440	30,01,068	27.06%	30,01,068	-	100.00%	-

Ag enda No. 6: App royal and Rati ication q Material Related Pary Transaction.





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## CS.SUSHIL KAWADKAR

Ph. No. 2228206 Mobile No. 9422106889

B.Com., FCS Mot Practicing Company Secretary 63, Income Tax Colony, Pratap Nagar, NAGPUR - 440 022

To, The Chairman, Board of Directors, **CEINSYS TECH LIMITED** (Formerly known as ADCC Infocad Limited) 10/5, I.T. Park, NAGPUR-440022

Dear Sir,

I am submitting herewith the Report of voting received by way of Ballot Forms and Evoting in respect of passing of the resolutions in the 20<sup>th</sup> Annual General Meeting held on 29<sup>th</sup> September, 2018.

Thanking you.

**Yours Sincerely** 

SUSHIL KAWADKAR Practicing Company Secretary

Nagpur Dated : 29/09/2018



## CS.SUSHIL KAWADKAR

Ph. No. 2228206 Mobile No. 9422106889

B.Com., FCS Practicing Company Secretary 63, Income Tax Colony, Pratap Nagar, NAGPUR - 440 022

#### Scrutinizer(s) Report

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xi) of the Companies [Management and Administration] Rules, 2013 and as per the Listing Agreement with the Stock Exchanges)

#### To, The Chairman **CEINSYS TECH LIMITED** (Formerly known as ADCC Infocad Limited)

Scrutinizer Report of Ballot Forms and e-voting in respect of passing of the resolution in the 20<sup>th</sup> Annual General Meeting held on 29<sup>th</sup> September, 2018.

Dear Sir,

I, Sushil Kawadkar, Practicing Company Secretary, having office at 63, Income Tax Colony, Pratap Nagar, Nagpur- 440 022, have been appointed as Srutinizer of Ceinsys Tech Limited ("the company') for the purpose of scrutinizing e-voting process together with ballot forms at 20<sup>th</sup> Annual General Meeting held on 29<sup>th</sup> September, 2018.

The management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the rules made thereunder and (ii) the Listing Agreement with the Stock Exchange, relating to ballot forms including e-voting. My responsibility as a scrutinizer is restricted to making a Scrutinizer Report of the votes cast by the members for the resolution contained in the Notice dated 4th September, 2018, based on the reports generated from the e-voting systems received till the time fixed for closing process i.e. till 5 P.M. on September 28, 2018 and scrutiny of the physical ballot forms received.

I submit my report as under:

- 1. After the time fixed for closing of the e-voting i.e. 28th September, 2018 (05:00 p.m.) a final report of the e-voting was generated by me from e-voting systems. Data regarding the e-votes was diligently scrutinized.
- 2. The shareholders holding shares as on the "cut off" date i.e. 23rd September, 2018 were entitled to vote on the proposed resolutions (item no. 1 to item no. 6 as set out in the Notice of AGM of **CEINSYS TECH LIMITED.**
- 3. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from the e-voting website of <u>www.evotingindia.com</u>.
- 4. The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized and reconciled with the records.



5. The result of the scrutiny of the above ballot forms including e-voting in respect of passing of the resolutions prescribed in the Notice dated 4th September, 2018, are as under:

## a) Resolution 1-

## (i) Voted in favour of the resolution.

Total Voting	Number of members	Number of	votes	% of total number	r of
14	voted	cast by them		valid votes d	cast
				(rounded off)	
Physical Ballot	46	77169		00.86	
e-voting	20	8863789		99.14	_

#### (ii) Voted against of the resolution.

Total Voting	Number of members voted	Number of cast by them	votes	% of total number of valid votes cast (rounded off)
Physical Ballot	0	0		0
e-voting	Ö	0		0

### (iii) Invalid Votes.

Total Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Physical Ballot	0	0	0
e-voting	0	0	0

### (iv) Total Votes.

Total Voting	Number of members voted	Number of cast by them	% of total number of valid votes cast (rounded off)
Physical Ballot	46	77169	00.86
e-voting	20	8863789	99.14

The resolution is passed by Unanimously.

## b) Resolution 2-

### (i) Voted **in favour** of the resolution.

Total Voting	Number of members	Number of	votes	% of total number of
	voted	cast by them		valid votes cast
				(rounded off)
Physical Ballot	46	77169		00.86
e-voting	20	8863789		99.14

#### (ii) Voted against of the resolution.

Total Voting	Number of members	Number of votes	% of total number of
	voted	cast by them	valid votes cast
			(rounded off)
Physical Ballot	0	0	0
e-voting	0	0	0

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(iii) In	valid Votes.		
Total Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Physical Ballot	0	0	0
e-voting	0	0	0

### (iv) Total Votes.

Total Voting	Number of members voted	Number of vote cast by them	s % of total number of valid votes cast
			(rounded off)
Physical Ballot	46	77169	00.86
e-voting	20	8863789	99.14

# The resolution is passed by Unanimously.

# c) Resolution 3-

## (i) Voted in favour of the resolution.

Total Voting	Number of members	Number of	votes	% of total number of
	voted	cast by them		valid votes cast
				(rounded off)
Physical Ballot	45	72369		00.81
e-voting	20	8863789		99.19

### (ii) Voted **against** of the resolution.

Total Voting	Number of members	Number of	votes	% of total number of
	voted	cast by them		valid votes cast
				(rounded off)
Physical Ballot	0	0		0
e-voting	0	0		0

#### (iii) Invalid Votes.

(11) 11	valia voles.			
Total Voting	Number of members	Number of v	votes	% of total number of
	voted	cast by them		valid votes cast (rounded off)
Physical Ballot	0	0		0
e-voting	0	0		0

#### (iv) Total Votes.

Total Voting	Number of members voted	Number of cast by them	votes	% of total number of valid votes cast (rounded off)
Physical Ballot	45	72369		00.81
e-voting	20	8863789		99.19

The resolution is passed by Unanimously.

## d) Resolution 4-

(i) Voted **in favour** of the resolution.



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Total Voting	Number of members	Number of	votes	% of total number
	voted	cast by them		valid votes ca
				(rounded off)
Physical Ballot	46	77169		00.86
e-voting	20	8863789		99.14

### (ii) Voted **against** of the resolution.

Total Voting	Number of members voted	Number of vote cast by them	s % of total number of valid votes cast (rounded off)
Physical Ballot	0	0	0
e-voting	0	0	0

### (iii) Invalid Votes.

Total Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Physical Ballot	0	0.	0
e-voting	0	0	0

## (iv) Total Votes.

Total Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Physical Ballot	46	77169	00.86
e-voting	20	8863789	99.14

The resolution is passed by Unanimously.

# e) Resolution 5-

## (i) Voted in favour of the resolution.

Total Voting	Number of members	Number of	votes	% of total number of
	voted	cast by them		valid votes cast
				(rounded off)
Physical Ballot	46	77169		00.86
e-voting	20	8863789		99.14

## (ii) Voted against of the resolution.

Total Voting	Number of members		% of total number of
	voted	cast by them	valid votes cast
			(rounded off)
Physical Ballot	0	0	0
e-voting	0	0	0

## (iii) Invalid Votes.

Total Voting	Number of members	Number of	Votes	% of total number of
	voted	cast by them	VULES	valid votes cast
				(rounded off)
Physical Ballot	0	0		0
e-voting	0	0 .		0



(iv) Total Votes.

Total Voting	Number of members	Number of	votes	% of total number of
	voted	cast by them		valid votes cast
		•		(rounded off)
Physical Ballot	46	77169		00.86
e-voting	20	8863789		99.14

#### The resolution is passed by Unanimously.

## f) Resolution 6-

#### (i) Voted in favour of the resolution.

Total Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast
		•	(rounded off)
Physical Ballot	46	77169	02.57
e-voting	7	2923899	97.43

## (ii) Voted against of the resolution.

Total Voting	Number of members voted	Number of v cast by them	votes	% of total number of valid votes cast (rounded off)
Physical Ballot	0	0		0
e-voting	0	0		0

## (iii) Invalid Votes.

Total Voting	Number of members voted	Number of votes cast by them	% of total number of valid votes cast (rounded off)
Physical Ballot	0	0	0
e-voting	0	0	0

#### (iv) Total Votes.

Total Voting	Number of members	Number of	votes	% of total number of
	voted	cast by them		valid votes cast (rounded off)
Physical Ballot	46	77169		02.57
e-voting	7	2923899		97.43

#### The resolution is passed by Unanimously.

6. The register, all other papers and relevant records relating electronic voting and the Ballot Forms received shall remain in my safe custody until the Chairman considers, approves, signs the Minutes and the same are handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

CS. SUSHIL KAWADKAR FCS - 5725 C. P. No 5565 Place: Nagpur Date: 29th September, 2018

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