



**Date: May 30, 2023**

**To,**  
**The Corporate Relationship Department,**  
BSE Limited,  
25<sup>th</sup> Floor, P.J. Towers,  
Dalal Street, Mumbai- 400001

**Scrip Code: 538734**

**Subject:** Submission of Notice of Postal Ballot - Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")

Dear Madam / Sir,

Further to our letter dated May 29, 2023, please find enclosed herewith the copy of Notice of Postal Ballot dated May 29, 2023, seeking approval of the members by way of remote e-voting on following matters:

1. Re-appointment of Dr. Abhay Kimmatkar (DIN: 01984134) as Managing Director.
2. Re-Appointment of Mr. Rahul Joharapurkar (DIN: 08768899) as Joint Managing Director
3. Approval of Material Related Party Transaction(s).

This Postal Ballot notice is being sent only through electronic mode to those members whose e-mail addresses are registered with the Company/Depositories and whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the **Cut-off date** i.e. **Friday, May 26, 2023** ("Cut-off date"). The Company has engaged the services of National Securities Depository Limited ("NSDL") to provide remote e-voting facility to its Members. The remote e-voting period commences from **9.00 a.m. (IST) on Wednesday, May 31, 2023** and ends at **5.00 p.m. (IST) on Thursday, June 29, 2023**. The results of the Postal Ballot will be announced at or before 5.00 p.m. (IST) on or **before Saturday, July 1, 2023**.

The Postal Ballot Notice is also available on the Company's website at [www.ceinsys.com](http://www.ceinsys.com).

Request you to take the same on record.

Thanking you.  
Yours faithfully,

**For Ceinsys Tech Limited**

**Pooja Karande**  
**Company Secretary**  
**& Compliance Officer**

Enclosure: As above



**CEINSYS TECH LIMITED**  
(CIN: L72300MH1998PLC114790)  
**Registered Office:** 10/5, I.T. Park, Nagpur- Maharashtra- 440022- India  
**Tel No.:** 0712- 2249033/ 358/ 930  
**E-mail:** [cs@ceinsys.com](mailto:cs@ceinsys.com) Website: [www.ceinsys.com](http://www.ceinsys.com)

**NOTICE OF POSTAL BALLOT**

*[Pursuant to Section 110 of the Companies Act, 2013, read with the Rule 20 & 22 of the Companies (Management and Administration Rules, 2014)]*

To

All Members,

**Ceinsys Tech Limited**

**NOTICE** is hereby given that pursuant to the provisions of Section 110 of Companies Act, 2013 read with Rule 20 & 22 of Companies (Management and Administration) Rules, 2014 read with the General Circular No. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 3/2022 dated May 5, 2022 and 11/2022 dated December 28, 2022, issued by the Ministry of Corporate Affairs ("MCA") (hereinafter collectively referred to as "MCA Circulars") and other applicable provisions of the Companies Act, 2013, if any, (including any statutory modification, amendment or re-enactment thereof for the time being in force) and pursuant to other applicable laws and regulations, that the resolutions appended below be passed by the Members (as on the Cut-off date i.e Friday, May 26, 2023) through Postal Ballot only by voting through electronic means ("**remote e-voting**"). Communication of assent or dissent of the Members would take place only through the remote e-voting system.

In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. If your e-mail address is not registered with the Company/Depositories, please follow the process provided in the Notes to receive this Postal Ballot Notice.

An explanatory statement pursuant to Sections 102, 110 and other applicable provisions, if any, of the Act, pertaining to the resolution setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice. Pursuant to Rule 22(5) of the Rules, the Board of Directors of your Company on Monday, May 29, 2023, through circular resolution has appointed Mr. Sushil Kawadkar (Membership No. FCS 5725) as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.

The remote e-voting period commences from 9.00 a.m. (IST) on Wednesday, May 31, 2023 and ends at 5.00 p.m. (IST) on Thursday, June 29, 2023. The Scrutinizer will submit the report to the Chairman of the Company, or any person authorized by him upon completion of the scrutiny of the votes cast through remote e-voting. The results of the Postal Ballot will be announced at or before 5.00 p.m. (IST) on or before Saturday, July 1, 2023.



The said results along with the Scrutinizer's Report would be intimated to BSE Limited where the Equity Shares of the Company are listed. Additionally, the results will also be uploaded on the Company's website : [www.ceinsys.com](http://www.ceinsys.com) and on the website of National Securities Depository Limited ("NSDL") [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

#### **SPECIAL BUSINESS:**

##### **Item No. 1 – Re-appointment of Dr. Abhay Kimmatkar (DIN: 01984134) as Managing Director**

To consider and, if thought fit, to pass with or without modification(s) the following resolution as **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and pursuant to Article of Association of the Company, the consent of shareholders of the Company be and is hereby accorded for re-appointment of Dr. Abhay Kimmatkar (DIN: 01984134) as Managing Director of the Company with effect from April 01, 2023 to March 31, 2026 with remuneration not exceeding Rs. 1,11,58,908 /- per annum (Rupees One Crore Eleven Lakhs Fifty-Eight Thousand Nine Hundred Eight) and existing terms of employment with an increment as may be decided by the Board on the recommendation of Nomination and Remuneration Committee subject to ceiling of 30% per annum as mentioned below:

**Fixed Pay:** Rs.1,01,44,462 per annum (Rupees One Crore One Lakh Forty-Four Thousand Four Sixty Two Only)

**Variable Pay:** Dr. Abhay Kimmatkar shall be eligible for variable pay of Rs 10,14,446 (Rupees Ten Lacs Fourteen Thousand Four Hundred and Forty Six Only) which shall be subject to approval of Board based on his performance/key performance indicators (KPIs) as may be decided by Board in consultation with Nomination and Remuneration Committee from time to time.

**Total Pay:** Rs. 1,11,58,908 (Rupees One Crore Eleven Lacs Fifty Eight Thousand Nine Hundred and Eight Only).

The perquisites and allowances shall be evaluated, wherever applicable, as per the provisions of Income Tax Act, 1961 or any rules there under or any statutory modification(s) or re-enactment thereof; in the absence of any such rules, perquisites and allowances shall be evaluated at actual cost.”

**“RESOLVED FURTHER THAT** if Company has no profit or its profit is inadequate in any financial year, the fixed pay will be paid to him as minimum remuneration subject to the



requirements and remuneration limits as prescribed in Schedule V and other applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactment thereof, for the time being in force)."

**"RESOLVED FURTHER THAT** all Executive Directors and Company Secretary of the Company be and are hereby authorized individually to do all such acts, deeds and things as in his absolute discretion it may think necessary, expedient or desirable to give effect to this resolution."

**Item No.2 – Re-Appointment of Mr. Rahul Joharapurkar (DIN: 08768899) as Joint Managing Director**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as **Special Resolution**:

**"RESOLVED THAT** pursuant to the provisions of Section 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 and the rules made there under (including any statutory modification(s) or re-enactment thereof for the time being in force), read with Schedule V to the Companies Act, 2013 and pursuant to Article of Association of the Company, subject to approval of Central Government, if any, the consent of Shareholders of the Company is be and hereby accorded for re-appointment of **Mr. Rahul Joharapurkar (DIN: 08768899)** as Joint Managing Director of the Company with effect from 25<sup>th</sup> June, 2023 to 24<sup>th</sup> June, 2026 with remuneration not exceeding Rs. 75,88,526 per annum (Rupees Seventy Five Lacs Eighty Eight Thousand Five Hundred Twenty Six Only) and existing terms of employment with an increment as may be decided by the Board on the recommendation of Nomination and Remuneration Committee subject to ceiling of 30% per annum as mentioned below:"

**Fixed Pay:** 68,98,660 per annum (Rupees Sixty Eight Lacs Ninety Eight Thousand Six Hundred Sixty Only)

**Variable Pay:** Mr. Rahul Joharapurkar shall be eligible for variable pay of Rs 6,89,866 (Rupees Six Lacs Eighty Nine Thousand Eight Hundred Sixty Six Only) which shall be subject to approval of Board based on his performance/key performance indicators (KPIs) as may be decided by Board in consultation with Nomination and Remuneration Committee from time to time.

**Total Pay:** Rs. 75,88,526 (Rupees Seventy Five Lacs Eighty Eight Thousand Five Hundred Twenty Six Only)

The perquisites and allowances shall be evaluated, wherever applicable, as per the provisions of Income Tax Act, 1961 or any rules there under or any statutory modification(s) or re-enactment thereof; in the absence of any such rules, perquisites and allowances shall be evaluated at actual cost."

**“RESOLVED FURTHER THAT** if Company has no profit or its profit is inadequate in any financial year, the fixed pay will be paid to him as minimum remuneration subject to the requirements and remuneration limits as prescribed in Schedule V and other applicable provisions of the Companies Act, 2013 (including any statutory modification or re-enactment thereof, for the time being in force).”

**“RESOLVED FURTHER THAT** all Executive Directors and Company Secretary of the Company be and are hereby authorized individually to do all such acts, deeds and things as in his absolute discretion it may think necessary, expedient or desirable to give effect to this resolution.”

### **Item No. 3: Approval of Material Related Party Transaction(s)**

To consider and, if thought fit, to pass with or without modification(s), the following resolution as **Ordinary Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 177, 188 and other applicable provisions of the Companies Act, 2013 and pursuant to Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and all other applicable provisions, if any, of the Companies Act, 2013 and pursuant to the consent of the Audit Committee and Board of Directors of the Company, the consent of the Shareholders of the Company be and is hereby accorded to the Company to enter into arrangements/transactions/contracts with below mentioned related parties (“Related Party”), relating to transactions the details of which are more particularly set out in the explanatory statement of this Notice, provided however that the aggregate amount/value of all such arrangements/transactions/contracts that may be entered into by the Company with the Related Party and remaining outstanding at any one point in time shall not exceed the limits mentioned below during Financial Year 2023-24, provided that the said transactions are entered into/ carried out on arm’s length basis and on such terms and conditions as may be considered appropriate by the Board of Directors (including any authorised Committee thereof);

<b>Name of Related Party</b>	<b>Nature of Relationship</b>	<b>Nature of Transaction</b>	<b>Amount (INR in Cr.)</b>
Allygrow Technologies Pvt Ltd (ATPL), Allygram Systems and Technologies Private Limited (ASTPL) and Grammer AG and group entities of Grammer AG: <ul style="list-style-type: none"> <li>Grammer Interior Components GmbH</li> <li>Grammer Railway Interior GmbH</li> <li>Grammer Interior Changchun Co., Ltd.</li> <li>Grammer Interior Tianjin Co., Ltd.</li> </ul>	Related party as per Companies Act, 2013, Accounting Standards and Listing Regulations	Providing engineering design services and other components of the Joint Venture Agreement	Up to 55.00 (Aggregate)

<ul style="list-style-type: none"> <li>• Grammer Interior (Shanghai) Co., Ltd.</li> <li>• Grammer Seating (Jiangsu) Co., Ltd.</li> <li>• Grammer Seating (Shaanxi) Co., Ltd.</li> <li>• Grammer Interior Beijing Co., Ltd.</li> <li>• Grammer Inc.</li> <li>• Grammer Industries Inc.</li> <li>• Toledo Molding &amp; Die, LLC</li> <li>• Grammer Seating (Ningbo) Co., Ltd.</li> <li>• Grammer Vehicle Parts (Shengyang) Co., Ltd.</li> <li>• Changchun GRAMMER FAWSN Vehicle Parts Co., Ltd.</li> <li>• Grammer Vehicle Parts (Qingdao) Co., Ltd.</li> </ul>			
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**RESOLVED FURTHER THAT** all executive Directors and Company Secretary of the Company be and is hereby authorized individually to do all such acts, deeds and things as in his absolute discretion it may think necessary, expedient or desirable to give effect to this resolution."

By Orders of the Board of Directors for  
CEINSYS TECH LIMITED

Place: Nagpur  
Date: May 29, 2023  
Registered Office:  
10/5, I.T. Park, Nagpur-440022  
Maharashtra, India

SD/-  
Pooja Karande  
Company Secretary and  
Compliance Officer

#### NOTES:

1. The Explanatory Statement pursuant to the provisions of Sections 102 and 110 of the Act read with Rule 22 of the Rules stating material facts and reasons for the proposed resolution is annexed hereto.
2. In compliance with MCA Circulars, this Postal Ballot Notice is being sent only through electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories.





3. Members are requested to register/update their e-mail addresses, in respect of electronic holding with the Depository through the concerned Depository Participants and in respect of physical holdings with the RTA by following the due procedure. Members may note that notice will also be available in on the Company's website [www.ceinsys.com](http://www.ceinsys.com), website of the Stock Exchange i.e; BSE Limited at [www.bseindia.com](http://www.bseindia.com) and on the website of NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

4. The Resolution, if passed by requisite majority, will be deemed to have been passed on the last date of e-voting i.e. Thursday, June 29, 2023.

**5. The instructions for remote e-voting are as under:**

i. In compliance with the provisions of Sections 108 and 110 of the Act, Rules 20 and 22 of the Rules, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), MCA Circulars and SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 in relation to e-voting Facility provided by Listed Entities, the Company has provided the facility of remote e-voting to all Members, to enable them to cast their votes electronically. The Company has engaged the services of NSDL to provide remote e-voting facility to its Members.

ii. Voting rights of the Members shall be in proportion to the shares held by them in the paid-up equity share capital of the Company as on Friday, May 26, 2023 ("Cut-off date"). Only those Members whose names are recorded in the Register of Members of the Company or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date will be entitled to cast their votes by remote e-voting. A person who is not a Member as on the Cut-off date should treat this Postal Ballot Notice for information purposes only. The remote e-voting period commences from 9.00 a.m. (IST) on Wednesday, May 31, 2023 and ends at 5.00 p.m. (IST) on Thursday, June 29, 2023. The e-voting module shall be disabled by NSDL thereafter. Once the vote on the resolution is cast by the Member, he/she shall not be allowed to change it subsequently.

iii. The Board of Directors of your Company on Monday, May 29, 2023, through circular resolution has appointed Mr. Sushil Kawadkar, Practicing Company Secretary (Membership No. FCS 5725 as the Scrutinizer to conduct the Postal Ballot through remote e-voting process in a fair and transparent manner.

iv. The details of the process and manner for remote e-voting are explained herein below:

**How do I vote electronically using NSDL e-Voting system?**

*The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:*

**Step 1: Access to NSDL e-Voting system**

**A) Login method for e-Voting for Individual shareholders holding securities in demat mode**



In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li><li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “<b>Login</b>” which is available under ‘<b>Shareholder/Member</b>’ 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.</li><li>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li></ol>

Ceinsys Tech Ltd.

Registered Office: 10/5, IT Park, Opp. VNIT, Nagpur-440022.





Maharashtra, India | CIN: L72300MH1998PLC114790

info@ceinsys.com | EPABX: +91 712 2249033/358/930

Fax: +91 712 2249605

[www.ceinsys.com](http://www.ceinsys.com)



	<p><b>NSDL Mobile App is available on</b></p> <p>  App Store            Google Play         </p> <div>   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>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 users to login Easi / Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>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. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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.</li> </ol>

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
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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. NSDL and CDSL.

Login type	Helpdesk details
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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022 - 4886 7000 and 022 - 2499 7000
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.  
*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*
4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
  - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
  - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
  - a) Click on “[Forgot User Details/Password?](#)”(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) [Physical User Reset Password?](#)” (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
  - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

**Step 2: Cast your vote electronically on NSDL e-Voting system.**

**How to cast your vote electronically on NSDL e-Voting system?**

1. After successful login at Step 1, you will be able to see all the companies “EVEN” in which you are holding shares and whose voting cycle.
2. Select “EVEN” of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on “Submit” and also “Confirm” when prompted.
5. Upon confirmation, the message “Vote cast successfully” will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### **General Guidelines for shareholders**

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [sushilkawadkar@reddifmail.com](mailto:sushilkawadkar@reddifmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the “[Forgot User Details/Password?](#)” or “[Physical User Reset Password?](#)” option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Mr. Anubhav Saxena at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

### **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [cs@ceinsys.com](mailto:cs@ceinsys.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [cs@ceinsys.com](mailto:cs@ceinsys.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. Login method for e-Voting for Individual shareholders holding securities in demat mode.
3. Alternatively shareholder/ members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

Ceinsys Tech Ltd.

Registered Office: 10/5, IT Park, Opp. VNIT, Nagpur-440022.

Maharashtra, India | CIN: L72300MH1998PLC114790

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## **EXPLANATORY STATEMENT**

### **(Pursuant to Section 102(1) of the Companies Act, 2013)**

In conformity with the provisions of Section 102 of the Companies Act, 2013 the following Explanatory Statement sets out all material facts relating to the business under **Item No. 1** to **3** mentioned in the accompanying Notice

#### **Item No 1:**

The Board of Directors on the recommendation of Nomination and Remuneration Committee, at its meeting held on June 25, 2020, had appointed Dr. Abhay Kimmatkar as Managing Director for a period of Three years with effect from 1<sup>st</sup> April, 2020 to 31<sup>st</sup> March, 2023. Subsequently, at the Annual General Meeting of the Company held on September 30, 2020, the Members had approved the appointment and terms of remuneration of Dr. Abhay Kimmatkar. The Board of Directors at their meeting held on March 26, 2023 on the recommendation of the Nomination & Remuneration Committee has re-appointed Dr. Abhay Kimmatkar (DIN: 01984134) Managing Director for further term of 3 years with effect from 1<sup>st</sup> April, 2023 to 31<sup>st</sup> March, 2026 on terms and conditions including remuneration as mentioned in the resolution at item no. 1, subject to approval of Members.

#### **Brief Profile of Dr. Abhay Kimmatkar**

Dr. Abhay Kimmatkar is an accomplished engineering professional with MBA and holding a Doctorate in Management Research with rich experience in diverse technical, commercial, operations and corporate roles in the Information Technology sector. He is a versatile leader with an ability to connect people and businesses and forming long term collaboration and alliances with a strong belief that flexibility and interpersonal skills are critical for the business of the future due to multiculturalism and globalism. At Ceinsys Tech Limited, Dr. Abhay Kimmatkar empowers, initiates and leads strategies in Business Development, Operations along with successful project deliveries. His leadership has expanded beyond the boundaries of traditional business and has led many strategic initiatives that have had positive impact on multiple business areas, driving down costs, increasing revenues and improving the overall performance of various business units. He has also launched client-focused business plans and territory development roadmaps, forged alliances with new technology partners to provide enterprise level solutions in the domains of Water, Transportation, Geospatial domains to build new business verticals.

Dr. Abhay Kimmatkar is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. The Company has received from Dr. Abhay Kimmatkar (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 pursuant to Rule 14(1) of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub section (2) of Section 164 of the Companies Act, 2013, and (iii) Notice of

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interest in Form MBP-1 in terms of section 184 (1), Pursuant to Rule 9(1) of companies (Meeting of Board and its Power) Rules, 2014 and other applicable provisions of the Companies Act, 2013.

The Board recommends the resolution for re-appointment of Dr. Abhay Kimmatkar as Managing Director on terms and conditions including remuneration as mentioned in the resolution at item no. 1, subject to approval of Members.

Except Dr. Abhay Kimmatkar and his relatives, none of the other Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise in the Resolution set out in the Notice.

#### **Item No 2:**

The Board of Directors on the recommendation of Nomination and Remuneration Committee, at its meeting held on 25<sup>th</sup> June, 2020, had appointed Mr. Rahul Joharapurkar as Joint Managing Director for a period of Three years with effect from 25<sup>th</sup> June, 2020 to 24<sup>th</sup> June, 2023. Subsequently, at the Annual General Meeting of the Company held on September 30, 2020, the Members had approved the appointment and terms of remuneration of Mr. Rahul Joharapurkar. The Board of Directors at their meeting held on 25<sup>th</sup> May, 2023 on the recommendation of the Nomination & Remuneration Committee has re-appointed Mr. Rahul Joharapurkar as Joint Managing Director for further term of 3 years with effect from 25<sup>th</sup> June, 2023 to 24<sup>th</sup> June, 2026 on terms and conditions including remuneration as mentioned in the resolution at item no. 2, subject to approval of Members.

#### **Brief Profile of Mr. Rahul Joharapurkar**

Mr. Rahul Joharapurkar is an Instrumentation and Control Engineering graduate from the prestigious College of Engineering, Pune. He was ranked 2nd in the University (batch of 1992). He has an overall rich experience of more than 29 years in the field of Project Management covering both IT services and Control Systems. He has been instrumental in adopting and implementing various main stream technologies within the Company. Prior to joining Ceinsys he was associated with Honeywell, a global leader in Technology and Automation, and worked with them for over a decade in different roles and capacities spread across the globe including India, USA, UAE, Qatar, Kuwait and South Korea.

Mr. Rahul Joharapurkar is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. The Company has received from Mr. Rahul Joharapurkar (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 pursuant to Rule 14(1) of Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under sub section (2) of Section 164 of the Companies Act, 2013, and (iii) Notice of interest in Form MBP-1 in terms of section 184 (1), Pursuant to Rule 9(1) of companies (Meeting of Board and its Power) Rules, 2014 and other applicable provisions of the Companies Act, 2013.

The Board recommends the resolution for re-appointment of Mr. Rahul Joharapurkar as Joint Managing Director on terms and conditions including remuneration as mentioned in the resolution at item no. 2, subject to approval of Members.

Except Mr. Rahul Joharapurkar and his relatives, none of the other Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise in the Resolution set out in the Notice.

**ADDITIONAL INFORMATION ON DIRECTORS RECOMMENDED FOR RE-APPOINTMENT AS REQUIRED UNDER REGULATION 36(3) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND APPLICABLE SECRETARIAL STANDARDS FOR ITEM NO. 1 & 2**

Sr. No	Particulars	Dr. Abhay Kimmatkar	Mr. Rahul Joharapurkar
1.	DIN	01984134	08768899
2.	Date of Birth (DOB) and Age	06-10-1970 52 yrs.	30-10-1970 52 yrs.
3.	Date of Re-Appointment	01-04-2023	25-06-2023
4.	Qualifications	B.E., MBA, PhD	B.E- Instrumentation and Control Engineering
5.	Nature of Expertise in specific functional areas	IT & ITES Services & Business Development	IT & ITES Services & Business Development
6.	Experience	Over 25 years	Over 25 years
7.	Directorship held in other listed entities	NIL	NIL
8.	Number of Board Meeting attended during the year (FY 2023-24)	1	1
9.	Terms and Conditions of re-appointment	As per resolution at <b>Item no. 1</b> of this notice	As per resolution at <b>Item no. 2</b> of this notice
10.	Sitting Fees/Commission	Not Applicable	Not Applicable
10.	Other Directorships	<b><u>Director in 4 Companies:</u></b> 1. ADCC Infocom Private Limited 2. Allygrow Technologies Private Limited 3. Technology Associates Inc. 4. YCCE Alumni Association	<b><u>Director in 2 Companies:</u></b> 1. Allygrow Technologies Private Limited 2. Allygrow Engineering Services Private Limited

11.	Membership/Chairmanship of Committees of Board of Directors of other listed entities in which he is a director (excluding in foreign companies)	NIL	NIL
12.	Number of Shares held in the Company	6300 Equity Shares of Rs. 10/- each.	6300 Equity Shares of Rs. 10/- each.
13.	Relationship with other directors, manager and other Key Managerial Personnel of the Company	NIL	NIL

**Item No 3:**

Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, defines term Material Related Party Transaction. It provides that all related party transactions shall be considered as “Material” if the transaction entered with or transactions to be entered individually or taken together with a Related Party along with previous transactions during a Financial Year exceeds 10% of the Annual Consolidated Turnover of the company as per the last Audited Financial Statement of the Company. Regulation 23 (2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 further states that a related party to which the subsidiary of a listed entity is a party but listed entity is not a party, shall also require prior approval of the audit committee of listed entity if the value of such transaction entered with or transactions to be entered individually or taken together with a related party along with previous transactions during a Financial Year exceeds 10% of the Annual Consolidated Turnover of the company as per the last Audited Financial Statement of the Company. The Audit Committee provided its prior omnibus approval for financial year 2023-24 for this related party transaction at its meeting held on 26<sup>th</sup> March, 2023 which was also approved by Board at its meeting held on 26<sup>th</sup> March, 2023. The Audit Committee while considering this related party transaction considered last annual consolidated turnover of the Company for i.e. financial year 2021-22 which was coming to is ₹ 20,288.64 lacs. Accordingly, any transaction(s) by the Company with its related party exceeding ₹ 2,028.864 (10% of the Company’s annual consolidated turnover) shall be considered as material transaction and hence, the prior approval of the Members will be required for the same.

Members may please note that based on the criteria as mentioned above pursuant to the SEBI (LODR), Regulations, 2015, transactions with such related party as mentioned in Item No. 3 will become “Material” and therefore requires approval of the shareholders Company by Ordinary Resolution and in respect of voting on such resolution(s), all the related parties shall abstain from voting, irrespective of whether the entity or person is a party to the particular transaction or not, pursuant to Regulation 23 of SEBI (LODR), Regulations, 2015.

**Particulars of Material Related Part Transactions:**

Name of Related Party	Nature of Relationship	Nature of Transaction	Amount (INR in Cr.)*
Allygrow Technologies Pvt Ltd (ATPL), Allygram Systems and Technologies Private Limited (ASTPL) and Grammer AG and group entities of Grammer AG: <ul style="list-style-type: none"> <li>Grammer Interior Components GmbH</li> <li>Grammer Railway Interior GmbH</li> <li>Grammer Interior Changchun Co., Ltd.</li> <li>Grammer Interior (Shanghai) Co., Ltd.</li> <li>Grammer Seating (Jiangsu) Co., Ltd.</li> <li>Grammer Seating (Shaanxi) Co., Ltd.</li> <li>Grammer Interior Beijing Co., Ltd.</li> <li>Grammer Inc.</li> <li>Grammer Industries Inc.</li> <li>Toledo Molding &amp; Die, LLC</li> <li>Grammer Seating (Ningbo) Co., Ltd.</li> <li>Grammer Vehicle Parts (Shengyang) Co., Ltd.</li> <li>Changchun GRAMMER FAWSN Vehicle Parts Co., Ltd</li> <li>Grammer Vehicle Parts (Qingdao) Co., Ltd</li> </ul>	Related party as per Companies Act, 2013, Accounting Standards and Listing Regulations	Providing engineering design services and other components of the Joint Venture Agreement	Upto 55.00

**Note:** \*Revenue may accrue from one or more of the above-mentioned entities either individually or in aggregate.

The aforesaid Related Party Transactions do not fall under the purview of Section 188 of the Companies Act, 2013 being in the ordinary course of business and at arms' length. The Company has relied upon the transfer pricing report provided by E &Y to Allygram Systems and Technologies Private Limited (ASTPL) on the appropriateness of arm's length pricing. However, as the above transaction is covered under the provisions of Regulation 23 of the SEBI Listing Regulations and accordingly the approval of the Shareholders is sought by way of Ordinary Resolution.

The Audit Committee and Board have approved the aforesaid Related Party Transactions at their meetings held on March 26, 2023, in terms of Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and noted that these transactions shall be in the



Ordinary Course of Business and at arm's length basis. With respect to the above matter, the Shareholders/Members are requested to note following disclosures of Interest:

Name of Related Party	Nature of Concern or Interest
<p>Allygrow Technologies Private Limited Allygram Systems and Technologies Private Limited (ASTPL) and Grammer AG and group entities of Grammer AG:</p> <ul style="list-style-type: none"> <li>Grammer Interior Components GmbH</li> <li>Grammer Railway Interior GmbH</li> <li>Grammer Interior Changchun Co., Ltd.</li> <li>Grammer Interior (Shanghai) Co., Ltd.</li> <li>Grammer Seating (Jiangsu) Co., Ltd.</li> <li>Grammer Seating (Shaanxi) Co., Ltd.</li> <li>Grammer Interior Beijing Co., Ltd.</li> <li>Grammer Inc.</li> <li>Grammer Industries Inc.</li> <li>Toledo Molding &amp; Die, LLC</li> <li>Grammer Seating (Ningbo) Co., Ltd.</li> <li>Grammer Vehicle Parts (Shengyang) Co., Ltd.</li> <li>Changchun GRAMMER FAWSN Vehicle Parts Co., Ltd</li> <li>Grammer Vehicle Parts (Qingdao) Co., Ltd</li> </ul>	<p>Allygram Systems and Technologies Private Limited (ASTPL) is stepdown subsidiary of the Company and Grammar AG has 30% Shareholding in ASTPL.</p> <p>A Joint Venture Agreement (JVA) is entered into among Allygrow Technologies Private Limited (ATPL), Allygram Systems and Technologies Private Limited (ASTPL) and Grammer AG for Providing engineering design services to Grammer AG and its group entities as mentioned herein.</p>

Further, in terms of applicable SEBI Circulars the members are requested to take note of the following:

Sr. No.	Particulars	Details
a.	A summary of the information provided by the management to the Audit Committee	The details of the proposed transactions including the nature, terms, value percentage of the Company's annual consolidated turnover, tenure and proposed limits etc. were placed in the Audit Committee at its meeting held on March 26, 2023.
b.	Justification for why the proposed transactions is in the interest of the Company	The transaction is a Joint Venture Agreement with Grammer AG, who is one of the world's leading Tier-1 automotive manufacturer. Hence, the JVA enhances the credibility of the Company/its Subsidiaries and augments its brand value.

## ADDITIONAL INFORMATION FOR AGENDA ITEM NO. 1 & 2.

### STATEMENT CONTAINING REQUIRED INFORMATION AS PER SECTION II OF PART II OF SCHEDULE V OF THE COMPANIES ACT, 2013

#### I. General Information:

- 1) **Nature of Industry:** The Company is into Information Technology and Enabled Services.
- 2) **Date of commencement of commercial production/Services:** May 05, 1998 and various expansions thereafter.
- 3) **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not Applicable

#### 4) Financial performance based on given indicators (Amount in Lakhs)

Particulars	2021	2022	2023
Net Sales	18,523.19	19,619.55	16,704.41
Other Income	217.77	131.03	106.49
<b>Total Income</b>	<b>18,740.96</b>	<b>19,750.58</b>	<b>16,810.90</b>
Expenditure	16,910.52	17,422.95	14,809.89
Depreciation and amortization expenses	337.20	291.11	287.31
Finance Cost	1,172.39	922.63	835.42
<b>Profit/ (Loss) before tax</b>	<b>320.85</b>	<b>1,113.89</b>	<b>878.28</b>
Exceptional Item	-	-	-
Provision for taxation (including DeferredTax)	44.21	346.89	242.27
<b>Profit/ (Loss) after tax</b>	<b>276.64</b>	<b>767.00</b>	<b>636.01</b>

- 5) **Foreign investments or collaborators, if any:** As on 31<sup>st</sup> March, 2023, the Company has following:  
 Foreign investments in the Company – 12,63,647 shares of ₹ 10/- each  
 Promoter Category (Foreign) - NIL  
 Public Category (Foreign) - 12,63,647 shares of ₹ 10/- each  
 The Company has no foreign collaborations as on 31<sup>st</sup> March, 2023.

#### II. Information about Dr. Abhay Kimmatkar and Mr. Rahul Joharapurkar

- 1) **Background Details, Recognition or Awards:** The brief background details and recognition of Dr. Abhay Kimmatkar and Mr. Rahul Joharapurkar forms part of this Notice under the head 'Statement of Material Facts pursuant to Section 102 of the Companies Act, 2013 And Regulation 36 (3) of The Securities Exchange Board of India (SEBI) (Listing Obligations and Disclosure Requirements) Regulations, 2015.

- 2) **Past Remuneration:** Details of Remuneration paid to **Dr. Abhay Kimmatkar and Mr. Rahul Joharapurkar** in Financial Year 2022- 23 are as below –

Sr No.	Name	Remuneration Paid for FY 2022-23* (Amount in ₹)
1.	Dr. Abhay Kimmatkar	97,16,987
2.	Mr. Rahul Joharapurkar	65,93,517

\*Remuneration referred above is Gross remuneration

### **3) Job Profile and Suitability**

#### **Dr. Abhay Kimmatkar**

Dr. Abhay Kimmatkar is responsible for Business development. Having immense experience for over 2 decades, Dr. Abhay has been showcasing his exceptional skills in networking with people and clients across the globe. Since his joining in the year 2007, Dr. Abhay has been constantly expanding the business through various partnerships, acquisitions and developmental plans. He has been a great contributor in creating the Company Road Map. The Board is confident that Dr. Abhay Kimmatkar's management capabilities will continue the Company to cross new milestones.

#### **Mr. Rahul Joharapurkar**

Mr. Rahul Joharapurkar's rich experience in the Turnkey Project Management Execution, Procurement, Outsourcing, budgeting and costing and many more such skillset has brought laurel of success to the Company. He has been instrumental in adopting and implementing various mainstream technologies within the Company. The Board is confident that Mr. Rahul Joharapurkar's technical expertise and overall execution and management capabilities will enable the Company progress further.

### **4) Remuneration Proposed:**

The remuneration proposed for Dr. Abhay Kimmatkar and Mr. Rahul Joharapurkar are detailed in the Special resolution under **Item No. 1 and 2.**

### **5) Comparative remuneration Profile with respect to Industry, size of the Company, profile of the position and person**

The proposed remunerations are commensurate with the size of the Company and nature of the industry. The salary structures of the managerial personnel has gone through major change in the industry in the recent past. Keeping in view the type of the industry, size and internal functioning of the Company, the responsibilities, and capabilities of Dr. Abhay Kimmatkar and Mr. Rahul Joharapurkar, the proposed remuneration is competitive with the remuneration paid by other companies to such similar positions in the same industry

### **6) Pecuniary relationship directly or indirectly with the Company, or relationship with the managerial personnel, if any.**

#### **Dr. Abhay Kimmatkar**

Dr. Abhay Kimmatkar is Managing Director of the Company and holds 6300 (0.04%) shares in his individual capacity. Apart from receiving remuneration and dividend, he does not receive any emoluments from the Company and is also not related to any managerial personnel of the Company.

#### **Mr. Rahul Joharapurkar**

Mr. Rahul Joharapurkar is Joint Managing Director of the Company and holds 6300 (0.04%) shares in his individual capacity. Apart from receiving remuneration and dividend, he does not receive any emoluments from the Company and is also not related to any managerial personnel of the Company.

### III. OTHER INFORMATION:

#### 1) Reasons of ~~loss or~~ inadequate profits

- Slack in demand due to lack of sufficient fund allocation for GIS related projects;
- Increased Establishment cost, Selling, General & Administrative Expenses as company ventured into new business segments;
- Pressure on pricing;
- High Interest rates.
- Slow debtor recovery
- During the financial year 2022-23 Employee Benefit expense which includes Share based payment has been charged to Profit and Loss Account.

#### 2) Steps taken or proposed to be taken for improvement and expected increase in productivity and profit in measurable terms.

- Reduce break-even;
- Enhance performance;
- Sustain the business ecosystem;
- Strengthening Leadership and outsourcing;
- Specialization and focused business Drive.

The Company through concerted marketing efforts has managed not only to hold but actually increase the market share. To create additional hold in the market, the Company has adopted latest technology and Driving business initiatives in newer domains such as transportation and software development and the company is also looking for organic as well inorganic growth.

#### 3) Expected increase in productivity and profit in measurable terms.

Though the Geospatial Industry and general economic conditions is unpredictable, in anticipation of revival of the market in the near future, the above steps are expected to increase the productivity and profits of the Company.

Place: Nagpur  
Date: May 29, 2023  
Registered Office:  
10/5, I.T. Park, Nagpur-440022  
Maharashtra, India

By Orders of the Board of Directors for  
CEINSYS TECH LIMITED

SD/-  
Pooja Karande  
Company Secretary and  
Compliance Officer