

**Date: June 16, 2026**

**To,**  
**National Stock Exchange of India Limited** Exchange  
Plaza, Plot No. C/1, G-Block Bandra Kurla Complex,  
Bandra (E) Mumbai - 400 051

**To,**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers Dalal Street Mumbai -  
400001

**Trading Symbol: CEINSYS**

**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 Sir/Madam,**

Further to our letter dated May 14, 2026, please find enclosed herewith the copy of Notice of Postal Ballot dated June 16, 2026, seeking approval of the members by way of remote e-voting on following matters:

1. Approval of variation in the objects relating to utilization of funds from preferential issue.
2. Revision in remuneration of Mr. Sagar Meghe, Whole Time Director and Chairman of the Company.
3. Revision in remuneration of Mr. Kaushik Khona, Managing Director, India Operations of the Company.
4. Revision in remuneration of Dr. Abhay Kimmatkar, Managing Director of the Company.
5. Revision in remuneration of Mr. Rohan Singh, Executive Vice President- Strategic Initiatives of the Company, holding office or place of profit.

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, June 12, 2026** ("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 Thursday, June 18, 2026** and ends at **5.00 p.m. (IST) on Friday, July 17, 2026**. The results of the Postal Ballot will be announced on or before **Tuesday, July 21, 2026** at or before **5.00 p.m. (IST)**.

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

Request you to take the same on record.

Thanking you.

**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@cstech.ai](mailto:cs@cstech.ai) Website: [www.cstech.ai](http://www.cstech.ai)**

**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 (“**Act**”) 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, and subsequent circulars issued in this regards, latest circular no. 03/2025, dated 22 September 2025, issued by the Ministry of Corporate Affairs, Government of India (“**MCA Circulars**”) and other applicable provisions of the Companies Act, 2013, if any, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), Secretarial Standard on General Meetings (“**SS-2**”) issued by the Institute of Company Secretaries of India and other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the resolutions appended below be passed by the Members as on the Cut-off date i.e. **Friday, June 12, 2026**, 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 as on **Friday, June 12, 2026**, (“**Cut-Off date**”). 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 resolutions setting out the material facts and reasons thereof, is appended to this Postal Ballot Notice. Pursuant to Rule 22(5) of the Companies (Management and Administration) Rules, 2014, the Board of Directors of your Company at its meeting held on May 14, 2026, has appointed Mr. Sushil Kawadkar (Membership No. FCS 5725) as the Scrutinizer to scrutinize the e-voting process to be in a fair and transparent manner.

The Company has engaged the services of National Securities Depositories Limited (“**NSDL**”) as the agency to provide e-voting facility.

Members are requested to read the instructions given in the Notes to this Postal Ballot Notice so as to cast their vote electronically. The remote e-voting period commences from **9.00 a.m. (IST)** on **Thursday, June 18, 2026**, and ends at **5.00 p.m. (IST)** on **Friday, July 17, 2026**. 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 within stipulated period of time.

The said results along with the Scrutinizer’s Report would be intimated to National Stock Exchange of India Limited and BSE Limited (Stock Exchanges) where the Equity Shares of the Company are listed. Additionally, the results will also be uploaded on the Company’s website: [www.cstech.ai](http://www.cstech.ai) and on the website of National Securities Depository Limited (“**NSDL**”) [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

**SPECIAL BUSINESS:**
**Item No. 1 – Approval of variation in the objects relating to utilization of funds from preferential issue**

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 Sections 23, 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (“**Act**”) and the applicable rules made thereunder (including any amendment(s), statutory modification(s) or re-enactment(s) thereof for the time being in force) subject to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“**Listing Regulations**”), and subject to Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (including any statutory modifications or re-enactments thereof) (“**ICDR Regulations**”) and to other applicable Rules / Regulations / Guidelines / Notifications / Circulars issued thereunder, if any, from time to time by the Government of India, Ministry of Corporate Affairs (“**MCA**”), the Securities and Exchange Board of India (“**SEBI**”), stock exchanges where the equity shares of the Company are listed (“**Stock Exchanges**”), and based on the recommendation of the Audit Committee and approval of the Board of Directors at its meetings held on May 14, 2026, the approval of the members of the Company be and is hereby accorded for variation in the objects relating to utilization of funds from Preferential Issue as approved by the members of the Company by passing Special Resolutions at the Extra Ordinary General Meeting of members of the Company held on April 29, 2024, in the manner as provided below:

(Amount in Rs.)

Original Objects of the Preferential Issue approved by Shareholders at its Extra Ordinary General Meeting of the Company held on April 29, 2024 read with Explanatory Statement thereto and as modified in the proportion to 70:20:10 for the net unutilized amount						
S. No.	Original Objects	Original Objects Plan	Updated Cost based on actual receipt of funds	Amount Utilized till 15-06-2026	Unutilized Balance	Original Tentative timelines for utilization of Issue Proceeds from the date of receipt of funds
1.	Strategic business acquisitions/ investments outside India	1,70,37,87,515	1,64,54,25,610	Nil	1,64,54,25,610	Within 3 years from the receipt of funds received
2.	Expansion of existing business operations and setting up a delivery center of Company in India	48,67,96,433	47,01,21,603	Nil	47,01,21,603	Within 3 years from the receipt of funds
3.	Working Capital Requirement	24,33,98,216	23,50,60,801	1,14,646	23,49,46,155	Within 3 years from the receipt of funds
<b>TOTAL</b>		<b>2,43,39,82,164*</b>	<b>2,35,06,08,014</b>	<b>1,14,646</b>	<b>2,35,04,93,368</b>	

\*considering 100% conversion of warrants into equity shares within the stipulated time.

Proposed Revised Objects of the Preferential Issue			
S. No.	Objects	Amount to be utilized for each of the Objects (Amount in Rs.)	Timelines for utilization of Issue Proceeds
1.	Strategic business acquisitions, investments through equity, debt, or any combination thereof, associations through JV's or in any other form and expansion of existing business and allied activities in and outside India.	2,00,00,00,000.00	Within 3 years from the date of receipt of Shareholder's approval on this change in object
2.	Working Capital and General Corporate Purposes	35,04,93,368.00*	
<b>TOTAL</b>		<b>2,35,04,93,368.00</b>	

\* Any income accrued and accruing on the entire amount will be free cash and shall be used for Working Capital and General Corporate Purposes

**“RESOLVED FURTHER THAT** approval of the members be and is hereby accorded for variation in the unutilized portion of the proceeds of the Preferential Issue for funding abovesaid proposed objects, provided that such variation shall not exceed the overall limit of the unutilized proceeds of the Preferential Issue.”

**“RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorised on behalf of the Company to do all such acts, deeds, matters and things, as it may, in its absolute discretion, deem necessary or desirable or expedient and to settle any question that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the members or otherwise to the end and intent that the members shall be deemed to have given their approval and ratification thereto expressly by the authority of this resolution.”

**“RESOLVED FURTHER THAT** any of the Executive Director and/or Chief Financial Officer and/or Company Secretary of the Company be and are hereby severally authorised to take such steps and do all acts, deeds, matters and things as may be considered necessary, proper and expedient to give effect to this resolution.”

**Item No. 2 – Revision in remuneration of Mr. Sagar Meghe, Whole Time Director and Chairman of the Company.**

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

**“RESOLVED THAT** in furtherance of the resolutions passed by the members of the Company on March 14, 2026, by way of Postal Ballot and pursuant to the provisions of Article of Association of the Company, Section 196, 197, 198, 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 of the Companies Act, 2013, subject to approval of Central Government, if any, and based on the recommendations of the Nomination and Remuneration Committee and Audit Committee and approval of the Board of Directors at its meeting held on May 14, 2026, the consent of the members be and is hereby accorded for revision in the remuneration not exceeding as mentioned below of Mr. Sagar Meghe (DIN- 00127487), Whole Time Director and Chairman of the Company, with effect from April 1, 2026:

**Fixed Pay:** Rs. 4,17,15,000/- (Rupees Four Crores Seventeen Lakh and Fifteen Thousand Only). The Salary will accrue on a day-to-day basis and will be payable by equal monthly instalments in arrears by credit transfer, normally on the first working day of each calendar month, for previous month; and the annual salary may be increased by the Board every financial year. Applicable withholding taxes will be deducted from the payments as and when applicable.

**Gratuity:** Rs. 10,03,248/- (Rupees Ten Lakh Three Thousand Two Hundred and Forty-Eight Only) as per Company Policy.

**Employer Contribution to PF:** Rs. 21,600 /- (Rupees Twenty-One Thousand Six Hundred Only) per annum as per Company Policy.”

**“RESOLVED FURTHER THAT** notwithstanding anything contained above, if in any financial year during the currency of tenure of Mr. Sagar Meghe in the Company, the Company has no profit or its profit is inadequate, the remuneration as mentioned in the above resolution shall continue to be paid to Mr. Sagar Meghe in accordance with the provisions of section 197 and 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) by passing special resolution at a duly conveyed general meeting of Shareholders, wherever required.”

**“RESOLVED FURTHER THAT** except for revision in remuneration of Mr. Sagar Meghe as mentioned above all other terms and conditions of his appointment remains same.”

**“RESOLVED FURTHER THAT** any of the Executive Directors and/or Chief Financial Officer and/or Company Secretary of the Company, be and are hereby severally authorised to do all acts, deeds, matters and things as may be

deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution and including filing of necessary forms with the Registrar of Companies and to do all such acts and deeds as may be required to give effect to this resolution.”

**Item No. 3 - Revision in remuneration of Mr. Kaushik Khona, Managing Director, India Operations of the Company.**

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

“**RESOLVED THAT** in furtherance of the resolutions passed by the members of the Company on September 29, 2025, at 27<sup>th</sup> Annual General Meeting and pursuant to the provisions of Article of Association of the Company, Section 196, 197, 198, 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 of the Companies Act, 2013, subject to approval of Central Government, if any, and based on the recommendations of the Nomination and Remuneration Committee and Audit Committee and approval of the Board of Directors at its meeting held on May 14, 2026, the consent of the members be and is hereby accorded for revision in the remuneration not exceeding as mentioned below of Mr. Kaushik Khona (DIN: 00026597), Managing Director, India Operations of the Company with effect from April 1, 2026:

- A. Fixed Pay:** Rs. 3,15,00,000/- per annum (Rupees Three Crore Fifteen Lakhs Only), which shall be subject to deductions for Income Tax in accordance with applicable laws; The salary will accrue on a day-to-day basis and will be payable by equal monthly instalments in arrears by credit transfer, normally on the first working day of each calendar month for previous month; and the salary will be reviewed by the Board every financial year based on the performance of the Company.
- B. Variable Pay:** Mr. Kaushik Khona shall be eligible for Variable Pay of Rs. 31,50,000/- (Rupees Thirty-One Lakh Fifty Thousand Only) which shall be subject to approval of the 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.
- C. Total Pay:** Rs. 3,46,50,000 /- (Rupees Three Crore Forty-Six Lakhs and Fifty Thousand only).

**D. Perquisites, Benefits and Amenities:**

**1. Car:**

The Company shall provide a Company owned SUV car and a driver during the period of employment of Mr. Kaushik Khona, for which the cost of car, the driver salary, the fuel and the maintenance will be paid by the Company as per agreed limits per annum in addition to the Annual Salary as mentioned in point no. A above.

**2. Medical Expenses:**

Mr. Kaushik Khona and his direct family members will also be covered under the Company Mediclaim policies as per Company policy.

**3. Gratuity:**

Rs. 7,57,572/- (Rupees Seven Lakh Fifty-Seven Thousand Five Hundred and Seventy-Two only) as per Company policy.

**4. Employer Contribution to Provident Fund:**

Rs. 21,600/- (Rupees Twenty-One Thousand Six Hundred Only) per annum as per Company policy."

"**RESOLVED FURTHER THAT** notwithstanding anything contained above, if in any financial year during the currency of tenure of Mr. Kaushik Khona in the Company, the Company has no profit or its profit are inadequate, the Salary as mentioned in the above resolution shall continue to be paid to Mr. Kaushik Khona in accordance with the provisions of section 197 and 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) by passing special resolution at a duly conveyed general meeting of Shareholders, wherever required."

"**RESOLVED FURTHER THAT** except for revision in remuneration of Mr. Kaushik Khona as mentioned above all other terms and conditions of his appointment remain same."

"**RESOLVED FURTHER THAT** any of the Executive Directors and/or Chief Financial Officer and/or 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. 4- Revision in remuneration of Dr. Abhay Kimmatkar Managing Director of the Company.**

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

"**RESOLVED THAT** in furtherance of the resolution passed by the members on March 14, 2026 and pursuant to the provisions of Section 196, 197, 198, 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 of the Companies Act, 2013, , and subject to approval of Central Government, if any, and based on the recommendations of the Nomination and Remuneration Committee and Audit Committee and approval of the Board of Directors at its meeting held on May 14, 2026, the consent of the members be and is hereby accorded for revision in the remuneration, as mentioned below of Dr. Abhay Kimmatkar (DIN: 01984134), Managing Director of the Company, with effect from April 1, 2026:

- A. Fixed Pay:** Rs. 1,26,77,212/- per annum (Rupees One Crore Twenty-Six Lakh Seventy-Seven Thousand Two Hundred and Twelve only).
- B. Variable Pay:** Dr. Abhay Kimmatkar shall be eligible for Variable Pay of Rs. 39,23,229/- (Rupees Thirty-Nine Lakh Twenty-Three Thousand Two Hundred and Twenty-Nine Only) which shall be subject to approval of the 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.
- C. Total Pay:** 1,66,00,441/- (Rupees One Crore Sixty-Six Lakh Four Hundred and Forty-One Only).

**D. Perquisites, Benefits and Amenities:**

**1. Car:**

The Company shall provide a Company owned SUV car upto and a driver during the period of employment of Dr. Abhay Kimmatkar, for which the cost of car, the driver salary and the fuel and the maintenance expenses upto Rs. 15,000/- per month will be paid by the Company in addition to the Annual Salary as mentioned in point no. A above.

2. **Medical Expenses:**

Dr. Abhay Kimmatkar and his direct family members will also be covered under the Company Mediclaim policies as per Company policy.

3. **Gratuity:**

Rs. 3,04,884/- (Rupees Three Lakh Four Thousand Eight Hundred and Eighty-Four Only) as per Company Policy.

4. **Employer Contribution to Provident Fund:**

Rs. 21,600/- (Rupees Twenty-One Thousand Six Hundred Only) per annum as per Company policy."

**"RESOLVED FURTHER THAT** notwithstanding anything contained above, if in any financial year during the currency of tenure of Dr. Abhay Kimmatkar in the Company, the Company has no profit or its profit is inadequate, the Salary as mentioned in the above resolution shall continue to be paid to Dr. Abhay Kimmatkar in accordance with the provisions of section 197 and 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) by passing special resolutions at a duly conveyed general meeting of Shareholders, wherever required."

**"RESOLVED FURTHER THAT** except for revision in remuneration of Dr. Abhay Kimmatkar as mentioned above all other terms and conditions of his appointment remain same."

**"RESOLVED FURTHER THAT** any of the Executive Directors and/or Chief Financial Officer and/or 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. 5 - Revision in remuneration of Mr. Rohan Singh, Executive Vice President- Strategic Initiatives of the Company, holding office or place of profit.**

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

**"RESOLVED THAT** in furtherance of the resolutions passed by the members on March 22, 2025, by way of Postal Ballot and pursuant to the provisions of Article of Association of the Company, Section 188(1) (f) of the Companies Act, 2013 read with Rule 15(3) of the Companies (Meeting of Board and its Powers) Rules, 2014, 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), , if any, and based on the recommendations of the Nomination and Remuneration Committee and Audit Committee and approval of the Board of Directors at its meeting held on May 14, 2026, the consent of the members be and is hereby accorded for revision in the remuneration not exceeding as mentioned below of Mr. Rohan Singh, Executive Vice President of the Company, with effect from April 1, 2026:

- A. **Fixed Pay:** Rs. 2,00,00,000/- per annum (Rupees Two Crore only) payable in AED subject to the applicable withholding tax.
- A. **Variable Pay:** Mr. Rohan Singh shall be eligible for Variable Pay of Rs. 10,00,000/- (Rupees Ten Lakh Only) which shall be subject to approval of the 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 and will be payable in AED subject to the applicable withholding tax.

**B. Total Pay:** 2,10,00,000/- (Rupees Two Crore Ten Lakh only) per annum payable in AED subject to the applicable withholding tax.

**C. Perquisites, Benefits and Amenities**

**1. Gratuity:**

Rs. 4,80,996/- (Rupees Four Lakhs Eighty Thousand Nine Hundred and Ninety-Six Only) as per Company Policy.

**2. Employer Contribution to Provident Fund:**

Rs. 15,55,608/- (Rupees Fifteen Lakh Fifty-Five Thousand Six Hundred and Eight Only) per annum as per Company policy.”

“**RESOLVED FURTHER THAT** except for revision in remuneration of Mr. Rohan Singh as mentioned above all other terms and conditions of his appointment remain same.”

“**RESOLVED FURTHER THAT** any of the Executive Directors and/or Chief Financial Officer and/or Company Secretary of the Company, be and are hereby severally authorised to do all acts, deeds, matters and things as may be deemed necessary and/or expedient in connection therewith or incidental thereto, to give effect to the foregoing resolution and including filing of necessary forms with the Registrar of Companies and to do all such acts and deeds as may be required to give effect to this resolution.”

**By Orders of the Board of Directors for  
CEINSYS TECH LIMITED**

**Place:** Nagpur  
**Date:** June 16, 2026  
**Registered Office:** 10/5, I.T. Park,  
Nagpur-440022, Maharashtra, India

Sd/-  
**Pooja Karande**  
**Company Secretary and  
Compliance Officer**

**NOTES:**

1. An 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 resolutions are 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 Bigshare Services Private Limited, Registrar and Share Transfer Agent of the Company ("RTA") by following the due procedure. Members may note that this notice will also be available at the Company's website [www.cstech.ai](http://www.cstech.ai), website of the Stock Exchanges i.e. National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com); 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 Resolutions, if passed by requisite majority, will be deemed to have been passed on the last date of e-voting i.e. on **Friday, July 17, 2026**.
5. **The instructions for remote e-voting are as under:**

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


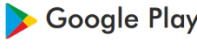


The way to vote electronically on NSDL e-Voting system consists of "Two Steps" which are mentioned below:

**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>1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. 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>2. 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> </ol>

	<ol style="list-style-type: none"> <li>3. 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 “Register Online for IDeAS Portal” or click at <a href="https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nSDL.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>4. 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 “Login” which is available under ‘Shareholder/Member’ 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>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</li> </ol> <div style="text-align: center; border: 1px solid black; padding: 5px; margin-top: 10px;"> <p><b>NSDL Mobile App is available on</b></p> <div style="display: flex; justify-content: space-around; align-items: center;"> <div style="text-align: center;">  </div> <div style="text-align: center;">  </div> </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div> </div>
<p>Individual Shareholders holding securities in demat mode with CDSL</p>	<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>
<p>Individual Shareholders (holding securities in demat mode) login through their depository participants</p>	<p>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.</p>

**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.com">evoting@nsdl.com</a> or call at 022 - 4886 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. 1800-21-09911

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

**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.com](mailto:evoting@nsdl.com) 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.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
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 : 022 - 4886 7000 or send a request to Ms. Rimpa Bag at [evoting@nsdl.com](mailto:evoting@nsdl.com)

#### **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@cstech.ai](mailto:cs@cstech.ai).
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@cstech.ai](mailto:cs@cstech.ai). 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.com](mailto:evoting@nsdl.com) 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.

### 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 5** mentioned in the accompanying Notice

#### Item No. 1:

Pursuant to the approval of the members by passing Special Resolutions through Extra Ordinary General Meeting of the Company (EGM) on April 29, 2024, and in accordance with the applicable provisions of the Companies Act, 2013, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (including any statutory modifications or re-enactments thereof) and other applicable rules, regulations, guidelines and other statutory provisions for the time being in force, the Company had issued 12,50,658 Equity Shares and 30,96,515 Convertible Warrants each carrying a right to subscribe to 1 (One) Equity Share of the Company on Preferential Issue basis (“Preferential Issue”) at an issue price of Rs. 559.90/- to the proposed allottees as mentioned below for a total amount not exceeding INR 2,43,39,82,164/-.

Name of Allottee	Category of Investor	Type of Securities	No of Securities allotted
Rare CP Fund I LP	Non-Promoter	Equity Shares	7,44,543
		Convertible share warrants	14,89,086
JNRD-SPV LLC*	Non-Promoter	Equity Shares	1,48,909
Raisoni Capital Finance Private Limited	Non-Promoter	Equity Shares	1,78,603
Treble Trading And Investment Company Private Limited	Non-Promoter	Equity Shares	1,78,603
Mr. Sagar Dattatraya Meghe	Promoter	Convertible share warrants	7,14,413
Mrs. Devika Sagar Meghe	Promoter	Convertible share warrants	7,14,413
Mr. Raghav Sameer Meghe	Promoter Group	Convertible share warrants	1,78,603

\* JNRD-SPV LLC did not subscribe to 1,78,603 Equity shares offered by the Company.

The members are hereby informed that pursuant to the Special Resolutions passed by the members of the Company at the Extra Ordinary General Meeting (EGM) of the Company held on April 29, 2024, read with the explanatory statement thereto, the Company had proposed utilization of proceeds towards the objects as mentioned below:

S. No.	Particulars	Total estimated amount to be utilised for each of the Objects* (Amount in Rs.)	Tentative timelines for utilization of Issue Proceeds from the date of receipt of funds
1.	Strategic business acquisitions/ investments outside India	1,70,37,87,515	Within 3 years from the receipt of funds received
2.	Expansion of existing business operations and setting up a delivery center of Company in India	48,67,96,433	Within 3 years from the receipt of funds
3.	Working Capital Requirement	24,33,98,216	Within 3 years from the receipt of funds
<b>TOTAL</b>		<b>2,43,39,82,164</b>	

\*Considering 100% conversion of warrants into equity shares within the stipulated time.

However, as one of the proposed allottees- JNRD-SPV LLC did not avail of the offer of preferential issue worth Rs. 8,33,74,149/-, the Company allotted 11,01,749 equity shares and 30,96,515 share warrants to the applicants as mentioned in table 1 above aggregating to Rs. 2,35,06,08,014/-. As on June 15, 2026, the Company has utilized Rs. 1,14,646/- towards Working Capital Requirement and an amount of Rs. 2,35,04,93,368/- remains unutilized.

Considering the business requirements and operational priorities of the Company, it is proposed to amend the object of utilization of the proceeds of the preferential issue as per the details mentioned in resolution at item no.1 of this notice and as mentioned below, to align with the current funding requirement and business plans of the Company, subject to the approval of the members of the Company and subject to such approvals as may be required under Companies Act, 2013, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 and other laws as may be applicable.

Proposed Revised Objects of the Preferential Issue			
S. No.	Objects	Amount to be utilized for each of the Objects (Amount in Rs.)	Timelines for utilization of Issue Proceeds
1.	Strategic business acquisitions, investments through equity, debt, or any combination thereof, associations through JV's or in any other form and expansion of existing business and allied activities in and outside India.	2,00,00,00,000.00	Within 3 years from the date of receipt of Shareholder's approval on this change in object
2.	Working Capital and General Corporate Purposes	35,04,93,368.00*	
<b>TOTAL</b>		<b>2,35,04,93,368.00</b>	

\* Any income accrued and accruing on the entire amount will be free cash and shall be used for Working Capital and General Corporate Purposes

The proposed Variation would enable the Company to:

- Optimize utilization of available funds
- Address evolving business requirements and growth opportunities
- Enhance long-term shareholder value

Additional details are as follows:

- All the decimals have been rounded off to the nearest Rupee.
- In terms of the terms of NSE Circular No. NSE/CML/2022/56 and BSE Circular No. 20221213-47 dated 13 December, 2022, the amount specified for the aforementioned objects may deviate +/- 10% depending upon the future circumstances, given that the objects are based on management estimates and other commercial and technical factors. Accordingly, the same is dependent on a variety of factors such as financial, market and sectoral conditions, business performance and strategy, competition and other external factors, which may not be within the control of the Company and may result in modifications to the proposed schedule for

utilization of the issue proceeds at the discretion of the Board, subject to compliance with applicable laws. If the issue proceeds are not utilised (in full or in part) for the objects during the period stated above due to any such factors, the remaining issue proceeds shall be utilised in subsequent periods in such manner as may be determined by the Board, in accordance with applicable laws. This may entail rescheduling and revising the planned expenditure and funding requirements and increasing or decreasing the expenditure for a particular purpose from the planned expenditure as may be determined by the Board, subject to compliance with applicable laws.

- c. Our Company will have flexibility to deploy the said Pending utilization of the proceeds from the Preferential Issue. The Company may invest the funds in fixed deposits, inter-corporate deposits, mutual funds, equity shares or any other suitable investment avenue as deemed fit by the board or by the office authorized by Board for the period where the funds are idle and not invested for aforesaid purposes as permitted under applicable laws.
- d. Notwithstanding the variation in objects proposed herein, in terms of Regulation 32 of SEBI (LODR) Regulations, 2015, the mandate and obligations of the Monitoring Agency shall continue in full force and effect in respect of the entire unutilized balance of the Preferential Issue proceeds of Rs. 2,35,04,93,368/- proposed to be deployed under the revised object as mentioned above and the Company shall continue to disclose the status of utilization of issue proceeds including deviation / variations , if any, in prescribed format to Stock Exchanges until the proceeds are fully utilized.

The Audit Committee and the Board of Directors at their respective meetings held on May 14, 2026, reviewed and approved the proposed variation in utilization of issue proceeds, subject to approval of members.

The members are further informed that, till the approval of Shareholders is sought and is received on the proposed amendment in the objects as mentioned above the Company will utilize the issue proceeds in the same proportion as was originally approved by the Shareholder at its meeting held on April 29, 2024, as mentioned below:

<b>Original Objects of the Preferential Issue approved by Shareholders at its Extra Ordinary General Meeting of the Company held on April 29, 2024 read with Explanatory Statement thereto and as modified in the proportion to 70:20:10 for the net unutilized amount</b>						
S. No.	Original Objects	Original Objects Plan	Updated Cost based on actual receipt of funds	Amount Utilized till 15-06-2026	Unutilized Balance	Original Tentative timelines for utilization of Issue Proceeds from the date of receipt of funds
1.	Strategic business acquisitions/ investments outside India	1,70,37,87,515	1,64,54,25,610	Nil	1,64,54,25,610	Within 3 years from the receipt of funds received
2.	Expansion of existing business operations and setting up a delivery center of Company in India	48,67,96,433	47,01,21,603	Nil	47,01,21,603	Within 3 years from the receipt of funds
3.	Working Capital Requirement	24,33,98,216	23,50,60,801	1,14,646	23,49,46,155	Within 3 years from the receipt of funds
<b>TOTAL</b>		<b>2,43,39,82,164</b>	<b>2,35,06,08,014</b>	<b>1,14,646</b>	<b>2,35,04,93,368</b>	

None of the Directors or, Key Managerial Personnel, including their relatives, are, in any way, concerned or interested, financially or otherwise, in the proposed Resolution except to their directorship or shareholding interest, if any, in the Company.

The Members are requested to consider passing of the proposed Resolution as set out at **Item no. 1** by way of a Special Resolution.

**Item No. 2:**

The Members of the Company on March 14, 2026, by way of Postal Ballot had approved the Change in designation of Mr. Sagar Meghe as Whole Time Director and Chairman for a term of three years with effect from December 16, 2025.

Based on the recommendation of the Nomination and Remuneration Committee and Audit Committee, the Board of Directors, at its meeting held on May 14, 2026, considered the proposal for revision in the remuneration payable to Mr. Sagar Meghe as Whole Time Director and Chairman with effect from April 1, 2026.

The proposed revised remuneration payable to Mr. Sagar Meghe as Whole Time Director and Chairman is in line with the Industrial Standards for managerial personnel belonging to the same cadre. Keeping in view the size and internal functioning of the Company and the responsibilities and capabilities of Mr. Sagar Meghe, the proposed remuneration would be commensurate with the remuneration paid by other companies to similar positions in the same industry.

Further considering the Company's performance and the progress made by the Company in FY 2025-26, the Board of Directors at their meeting held on May 14, 2026, and on recommendation of the Nomination and Remuneration Committee and Audit Committee have decided to revise the remuneration of Mr. Sagar Meghe, subject to approval of members of the Company with effect from April 1, 2026.

Pursuant to Section 197 read with Schedule V of the Companies Act, 2013, the revision in remuneration is required to be approved by the Members at their meeting. Thus, the Members are requested to consider revision in remuneration of Mr. Sagar Meghe, Whole Time Director and Chairman of the Company.

Mr. Sagar Meghe, including his relatives, may be deemed to be concerned or interested in the Special Resolution at **Item No. 2** of this Notice. Save as aforesaid, none of the Directors/ Key Managerial Personnel of the Company/their relatives are in any way concerned or interested, financially or otherwise, in the said Special Resolution.

The Members are requested to consider passing the proposed Resolution as set out at **Item no. 2** by way of a Special Resolution.

**Item No. 3:**

The Members of the Company at an Extra Ordinary General Meeting on April 29, 2024, had approved the appointment of Mr. Kaushik Khona as Managing Director, India Operations for a period of three (3) years with effect from March 30, 2024, to March 29, 2027. Further, the Members of the Company at the 26<sup>th</sup> Annual General Meeting of the Company approved revision in remuneration of Mr. Kaushik Khona.

Based on the recommendation of the Nomination and Remuneration Committee and Audit Committee, the Board of Directors, at its meeting held on May 14, 2026, considered the proposal for revision in the remuneration payable to Mr. Kaushik Khona as Managing Director, India Operations with effect from April 1, 2026.

The proposed revised remuneration payable to Mr. Kaushik Khona as Managing Director, India Operations is in line with the Industrial Standards for managerial personnel belonging to the same cadre. Moreover, salary structures of managerial personnel in the industry have undergone major changes in the recent past. Keeping in view the size and internal functioning of the Company and the responsibilities and capabilities of Mr. Kaushik Khona, the proposed remuneration would be commensurate with the remuneration paid by other companies to such similar positions in the same industry.

Further, considering the Company's performance and the progress made by the Company in FY 2025-26, the Board of Directors at their meeting held on May 14, 2026, and on recommendation of the Nomination and Remuneration Committee has decided to revise the remuneration of Mr. Kaushik Khona, subject to approval of members of the Company.

Pursuant to Section 197 read with Schedule V of the Companies Act, 2013, the revision in remuneration is required to be approved by the Members. Thus, the Members are requested to consider revision in remuneration of Mr. Kaushik Khona, Managing Director, India Operations as detailed in the resolution.

Mr. Kaushik Khona, including his relatives, may be deemed to be concerned with or interested in the Special Resolution at **Item No. 3** of this Notice. Save as aforesaid, none of the Directors/Key Managerial Personnel of the Company/their relatives are in any way concerned or interested, financially or otherwise, in the said Special Resolution.

The Members are requested to consider passing the proposed Resolution as set out at **Item no. 3** by way of a Special Resolution.

**Item No. 4:**

The Members of the Company on March 14, 2026, by way of Postal Ballot had approved revision in remuneration of Dr. Abhay Kimmatkar. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors, at its meeting held on May 14, 2026, considered the proposal for revision in the remuneration payable of Dr. Abhay Kimmatkar, Managing Director with effect from April 1, 2026.

The proposed revised remuneration payable to Dr. Abhay Kimmatkar, Managing Director, is in line with the Industrial Standards for managerial personnel belonging to the same cadre. Moreover, salary structures of managerial personnel in the industry have undergone major change in the recent past Keeping in view the size and internal functioning of the Company and the responsibilities and capabilities of Dr. Abhay Kimmatkar, the proposed remuneration would be commensurate with the remuneration paid by other companies to such similar positions in the same industry.

Further considering the Company's performance and the progress made by the Company in FY 2025-26, the Board of Directors at their meeting held on May 14, 2026, and on recommendation of the Nomination and Remuneration Committee has decided to revise the remuneration of Dr. Abhay Kimmatkar, subject to approval of members of the Company.

Pursuant to Section 197 read with Schedule V of the Companies Act, 2013, the revision in remuneration is required to be approved by the Members at their meeting. Thus, the Members are requested to consider revision in remuneration of Dr. Abhay Kimmatkar, Managing Director.

Dr. Abhay Kimmatkar, Managing Director of the Company, including his relatives may be deemed to be concerned with or interested in the Special Resolution at **Item No. 4** of this Notice. Save as aforesaid, none of the Directors/Key Managerial Personnel of the Company/ their relatives are in any way, concerned or interested, financially or otherwise, in the said Special Resolution.

The Members are requested to consider passing of the proposed Resolution as set out at **Item no. 4** by way of a Special Resolution.

**Item No. 5:**

The Members of the Company by way of Postal Ballot passed on March 22, 2025, had approved the appointment of Mr. Rohan Singh as an Executive Vice President- Strategic Initiatives of the Company with effect from March 22, 2025, at a remuneration of Rs. 2,00,00,000/- (Rupees Two Crore only) per annum payable in AED subject to the applicable withholding tax, effective from March 22, 2025, with an increment as may be decided by the Board on the recommendation of Nomination and Remuneration Committee subject to ceiling of 10% per annum.

Mr. Rohan Singh is Son in Law of Mr. Sagar Dattatraya Meghe, Promoter and Whole Time Director and Chairman of the Company and currently he is holding office or place of profit in the Company.

Based on the recommendation of the Nomination and Remuneration Committee and Audit Committee, the Board of Directors, at its meeting held on May 14, 2026, considered the proposal for revision in the remuneration payable to Mr. Rohan Singh with effect from April 1, 2026, which is within the 10% ceiling per annum as previously approved by the Shareholders as mentioned above.

Considering the annual performance of Mr. Rohan Singh and his contributions to the Company, the Board of Directors based on the recommendation of the Nomination and Remuneration Committee and Audit Committee at its meeting held on May 14, 2026, recommended revision in remuneration of Mr. Rohan Singh as detailed in resolution at **item no.5** of this notice.

Mr. Sagar Meghe, including his relatives, may be deemed to be concerned or interested in the Ordinary Resolution at **Item No. 5** of this Notice. Save as aforesaid, none of the Directors/Key Managerial Personnel of the Company/their relatives are in any way concerned or interested, financially or otherwise, in the said Ordinary Resolution.

The Members are requested to consider passing the proposed Resolution as set out at **Item no. 5** by way of an Ordinary Resolution.

**By Order of the Board of Directors for  
CEINSYS TECH LIMITED**

**Place:** Nagpur  
**Date:** June 16, 2026  
**Registered Office:** 10/5, I.T. Park,  
Nagpur-440022, Maharashtra, India

Sd/-  
**Pooja Karande**  
**Company Secretary and  
Compliance Officer**