

**Vinsys IT Services India Limited**

(Formerly known as Vinsys IT Services India Private Limited)

Registered Office: S. No. 28/11-12 | 'Shivaji Niketan' | CTS No. 458A | Tejas Housing Society | Near Mantri Park | Behind Dhondiba Sutar Bus Stand | Kothrud | Pune - 411 038. Maharashtra, INDIA.

Contact: +91-20-25382807/43 | **Website:** www.vinsys.com

CIN: L72200PN2008PLC131274 | **Email:** vinsys@vinsys.com

Date: August 27, 2024

To,
Listing Compliance Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra East, Mumbai-400051

Respected Sir/Ma'am

Sub.: Submission of Notice of 16th Annual General Meeting.

Ref.: Vinsys IT Services India Limited (Symbol / ISIN: VINSYS / INE00SJ01014)

We wish to inform you that the 16th Annual General Meeting (AGM) of the Company will be held on Wednesday, September 18, 2024 at 11.30 AM. IST through Video Conferencing (VC) or Other Audio Visual Means (OVAM) in compliance with the applicable circulars of Ministry of Corporate Affairs (MCA) and SEBI to transact the businesses mentioned in the Notice of 16th AGM.

We have attached herewith the Notice of 16th AGM of our Company for kind perusal of Stakeholders.

We would further like to inform you that the Company has fixed Thursday, September 12, 2024 as the cut-off date for ascertaining the names of the members holding shares in dematerialised form, who will be entitled to cast their votes electronically in respect of the businesses to be transacted as per the Notice of the AGM and to attend the AGM.

You are requested to take the same on your records.

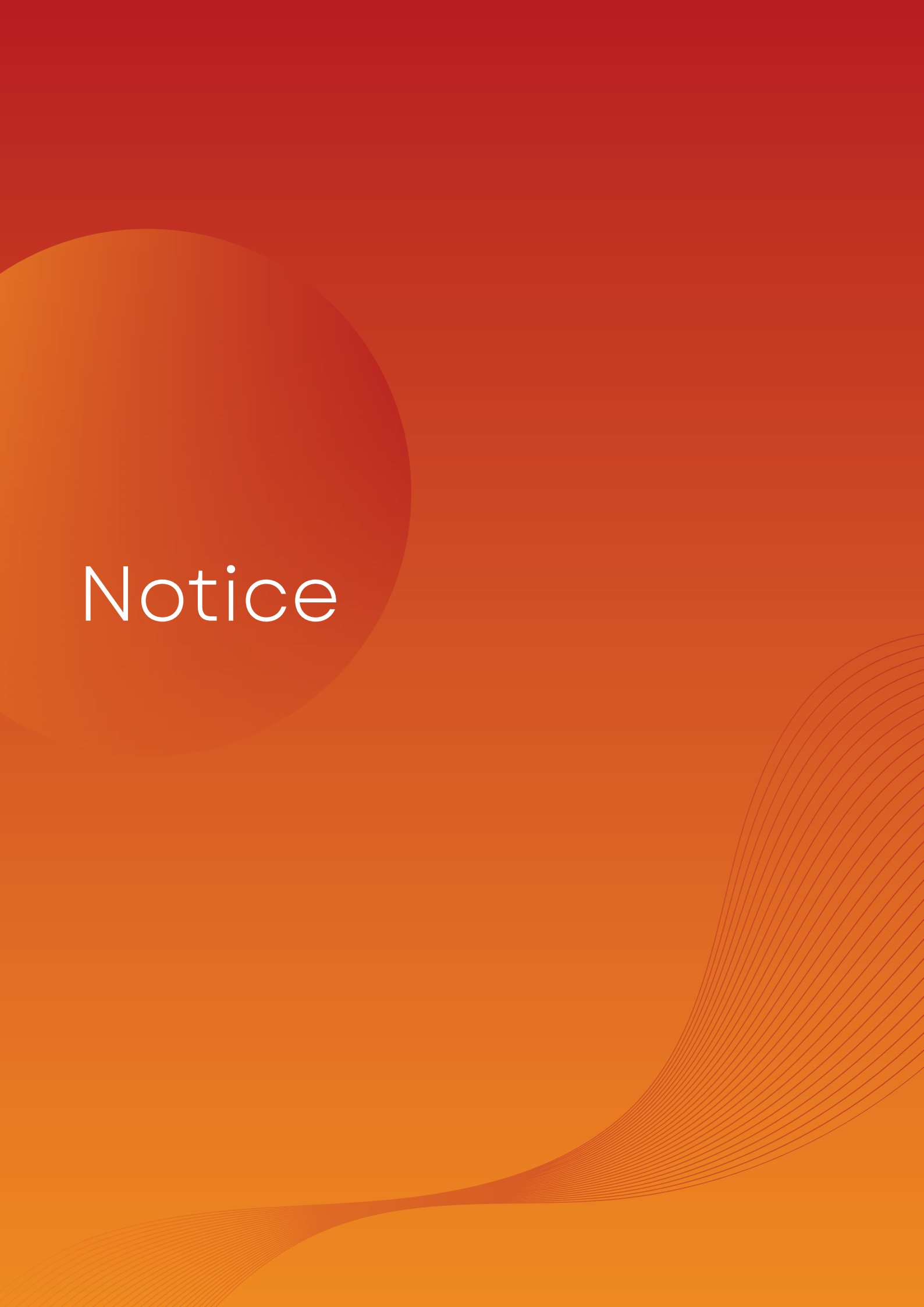
For, Vinsys IT Services India Limited

GAYATREE
NEERAJ
KARANDIKAR
Digitally signed by
GAYATREE NEERAJ
KARANDIKAR
Date: 2024.08.27
19:02:25 +05'30'

Gayatree Karandikar
Company Secretary &
Compliance Officer
M. No. ACS 37827

Place: Pune

Encl: Notice of AGM

The background is a solid orange color. On the left side, there is a large, semi-transparent orange circle. In the bottom right corner, there are several thin, concentric, wavy orange lines that create a sense of motion or a ripple effect.

Notice

NOTICE

Notice is hereby given that the Sixteenth Annual General Meeting of the Members of Vinsys IT Services India Limited will be held on Wednesday, 18 September 2024, at 11.30 a.m. (IST) through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") to transact the following businesses:

ORDINARY BUSINESS

ITEM NO. 1:

To receive, consider and adopt the Audited Financial Statements (including Consolidated Financial Statements) of the Company for the Financial Year ended 31 March 2024 and the Reports of the Board of Directors and Auditors thereon.

ITEM NO. 2:

To appoint a director in place of Mr. Vikrant Patil (holding DIN 00325383), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS

ITEM NO. 3:

Approval For Giving Loans Or Guarantees Or Providing Security Under Section 185 Of The Companies Act, 2013:

To consider and if thought fit, to pass the following resolution, with or without modifications, as Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 185 and other applicable provisions, if any of the Companies Act, 2013 ("Act") (including any statutory modification(s) or re-enactments thereof for the time being in force) and subject to such approvals, consents, sanctions and permissions as may be necessary and in supersession of all the earlier resolutions passed in this regard, if any, the consent of members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any Committee constituted by the Board or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution), for giving loan(s) in one or more tranches including loan represented by way of book debt (the "Loan") to, and/or giving of guarantee(s), and/or providing of security(ies) in connection with any Loan taken/to be taken by any entity which is a Subsidiary or Associate or Joint Venture or group entity of the Company or any other person in which any of the Directors of the Company is deemed to be interested as specified in the explanation to Sub-Section 2 of Section 185 of the Act (collectively referred to as the "Entities"), of an aggregate amount not exceeding Rs. 60.00 Crore (Rupees Sixty Crore Only) during the financial year 2024-25 and onwards, in its absolute discretion as it deems beneficial and in the best interest of the Company.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company (hereinafter referred to as "the Board", which term

shall be deemed to include any committee thereof) be and is hereby authorized to negotiate, finalise and agree to the terms and conditions of the aforesaid Loans/Guarantees/Securities, and to take all necessary steps, to execute all such documents, instruments and writings and to do all necessary acts, deed and things in order to comply with all the legal and procedural formalities and to do all such acts, deeds or things incidental or expedient thereto and as the Board may think fit and suitable.

RESOLVED FURTHER THAT the powers be delegated to the Board of the Company and the Board is hereby authorized to negotiate, finalise agree the terms and conditions of the aforesaid loan/guarantee/security and to do all such acts, deeds and things as may be necessary and incidental including signing and/or execution of any deeds/documents/undertakings/agreements/papers/ writings for giving effect to this Resolution."

ITEM NO. 4:

Approval of Employee Stock Option Scheme 2024 of the Company:

To consider and if thought fit, to pass the following resolution, with or without modifications, as a Special Resolution:

"RESOLVED THAT pursuant to the provisions of Section 62(1) (b) and all other applicable provisions, if any, of the Companies Act, 2013, Regulations 3, 6 and Part C of the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Collectively referred to as **"SEBI Regulations"**"), the Memorandum of Association and Articles of Association of the Company and such other approvals, permissions and sanctions as may be necessary and subject to such conditions and modifications as may be prescribed or imposed while granting such approvals, permissions and sanctions which may be agreed to by the Board of Directors of the Company, the approval and consent of the Members of the Company, be and is hereby accorded to the 'Employee Stock Option Scheme 2024' (hereinafter referred to as the **"Scheme"**) and to the Board of Directors of the Company (hereinafter referred to as **"Board"** which term shall be deemed to include any Committee, including the Nomination and Remuneration Committee, if any, which the Board may constitute to exercise its powers, including the powers, conferred by this resolution) to create, offer, grant, issue, allot and cancel options (**"Options"**), under the Scheme to:

- such employees, who are in permanent employment of the Company, whether working in India or overseas;
- such directors of the Company, including whole-time Director or otherwise including a non-executive director who is not a Promoter or a member of the Promoter Group;

- c. an employee of a group company including Subsidiary company or its associate company, in India or outside India of the Company as defined in (a) and (b) above but excluding: (i) an employee of who is a Promoter or Person belonging to the Promoter Group; (ii) a director who, either by himself or through his relatives or through any body-corporate, directly or indirectly holds more than 10% (ten percent) of the outstanding Equity Shares of the Company; and (iii) an independent director of the Company or its Subsidiary Company or its holding company or its group company.

RESOLVED FURTHER THAT the Options granted under the Scheme to the employees shall be stock-out at the discretion of the Board of the Company pursuant to the terms of the Scheme.

RESOLVED FURTHER THAT the maximum number of Equity Shares to be earmarked under the Scheme shall not exceed 3,00,000 (Three Lakh) Options (as adjusted for any changes in the capital structure, from time to time) (hereinafter referred to as “**Earmarked Shares**”) and the Board be and is hereby authorized to grant Options to employees from time to time not exceeding the Earmarked Shares, at such price, in one or more tranches, and on such terms and conditions as may be fixed or determined by the Board, in accordance with the Scheme, guidelines or other provisions of the law prevailing from time to time.

RESOLVED FURTHER THAT the Board be and is hereby authorized to issue and allot Equity Shares to the eligible employees and Directors of the Company upon exercise of Options from time to time in accordance with Scheme, as per applicable laws.

RESOLVED FURTHER THAT the number of Options that may be granted to any grantee in any financial year and in aggregate under the Scheme shall not exceed 1% (One Percent) of the issued share capital (excluding outstanding warrants and conversions) of the Company unless the issuance of Options exceeding 1% (One Percent) of the issued share capital to any eligible employee has been approved by the shareholders at their meeting.

RESOLVED FURTHER THAT the Equity Shares to be issued and allotted by the Company, to the employees on exercise of the vested Options, in the manner aforesaid shall have no voting rights and in case of any corporate action(s) such as bonus issue, merger and sale of division and others, the Options will be proportionately adjusted and the additional

resulting Options shall also be governed by the terms and conditions of the Scheme and the ceiling of 3,00,000 (Three Lakh) Shares shall be deemed to be increased to the extent of such additional Equity Shares issued.

RESOLVED FURTHER THAT in case the Equity Shares of the Company are either sub-divided or consolidated, then the number of Equity Shares to be allotted and the exercise price payable by the Employees under the Scheme shall automatically stand reduced or augmented, as the case may be, in the same proportion as the present face value of INR 10/- (Indian Rupees Ten) per Equity Share shall bear to the revised face value of the Equity Shares of the Company after such sub-division or consolidation, without affecting any other rights or obligations of the said allottees.

RESOLVED FURTHER THAT subject to applicable law, for the purpose of giving effect to any creation, offer, issue, purchase or transfer of the Securities, the Board or any committees of the Board of Directors, by whatever name called, be and is hereby authorized on behalf of the Company to evolve, decide upon and bring into effect the Scheme and make any modifications, changes, variations, alterations or revisions (“**Variation(s)**”) in the Scheme from time to time or make Variations to the terms of the Options that have been granted/vested pursuant to the Scheme but are not exercised by the Grantees including re-pricing the Options not yet exercised, provided that such Variations are not detrimental to the interests of the Grantees and to suspend, withdraw or revise the Scheme from time to time as may be specified by any statutory authority and to do all such acts, deeds, matters and things as it may in its absolute discretion deem fit or necessary or desirable for such purpose and with power on behalf of the Company to settle any questions, difficulties or doubts that may arise in this regard without requiring the Board to secure any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT for the purpose of bringing into effect and implementing the Scheme, and generally for giving effect to this resolution, the Board be and is hereby authorized, on behalf of the Company, to do all such acts, deeds, matters and things as it may in its absolute discretion deem fit, necessary or desirable for such purpose and with power to settle any issues, questions, difficulties or doubts that may arise in this regard or for the purpose of giving effect to the aforesaid resolution.”

By order of the Board of Directors
of **Vinsys IT Services India Limited**

Sd/-
Gayatree Karandikar
Company Secretary & Compliance Officer
ACS 37827

Date: 20.08.2024
Place: Pune

Registered Office
28/11+12, Shivaji Niketan,
CTS No. 458A, Tejas Housing Society,
Near Mantri Park, Kothrud,
Pune 411038
+91-20-25382807/43
compliance@vinsys.com

NOTES

1. The Government of India, Ministry of Corporate Affairs has allowed conducting Annual General Meeting through Video Conferencing (VC) or Other Audio-Visual Means (OAVM) and dispensed the personal presence of the members at the meeting. Accordingly, the Ministry of Corporate Affairs issued Circular No. 14/2020 dated April 08, 2020, Circular No. 17/2020 dated April 13, 2020 and Circular No. 20/2020 dated May 05, 2020 and Circular No. 02/2021 dated January 13, 2021 and Circular No. 21/2021 dated December 14, 2021 and 02/2022 dated May 05, 2022, 10/2022 dated December 28, 2022 and latest being 09/2023 dated September 25, 2023 ("MCA Circulars") and Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CRD/PoD-2/P/CIR/2023/4 dated January 05, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 issued by the Securities Exchange Board of India ("SEBI Circular") prescribing the procedures and manner of conducting the Annual General Meeting through VC/OAVM. In terms of the said circulars, the 16th Annual General Meeting ("AGM") of the Members will be held through VC/OAVM. Hence, Members can attend and participate in the AGM through VC/ OAVM only. The detailed procedure for participation in the meeting through VC/OAVM is as per note below and available at the Company's website www.vinsys.com.
2. Information regarding appointment/re-appointment of Director(s) and Explanatory Statement in respect of special businesses to be transacted pursuant to Section 102 of the Companies Act, 2013 and/or Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard II is annexed hereto.
3. In view of the 'Green Initiatives in Corporate Governance' introduced by MCA and in terms of the provisions of the Companies Act, 2013, members who are holding shares of the Company in physical mode, are required to register their email addresses, so as to enable the Company to send all notices/reports/documents/intimations and other correspondences, etc., through emails in the electronic mode instead of receiving physical copies of the same. Members holding shares in dematerialized form, who have not registered their email addresses with Depository Participant(s), are requested to register/ update their email addresses with their Depository Participant(s).
4. Pursuant to the Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the Members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/ OAVM and participate thereat and cast their votes through e-voting.
5. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. In accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI"), as revised with effect from April 01, 2024, read with Clarification/Guidance on applicability of Secretarial Standards 2 dated April 15, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.
7. Pursuant to the MCA Circulars read with SEBI Circular dated 5th January, 2023 and SEBI Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 ("SEBI Circular"), the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. Hence, the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate there at and cast their votes through e-voting. Institutional/Corporate Shareholders are required to send a scanned copy (PDF/JPG format) of its Board or governing body resolution/ authorization etc., authorising its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said resolution/ authorization shall be sent to the Company Secretary by email to compliance@vinsys.com with a copy marked to evoting@nsdl.com and scrutinizer at scsandcollp@gmail.com, at least 48 hours before the commencement of AGM.
8. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
9. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended), the MCA Circulars and SEBI

Circulars, the Company is providing facility of remote e-Voting to its Members in respect of the businesses to be transacted at the AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-Voting system as well as venue voting on the date of the AGM will be provided by NSDL.

10. Electronic dispatch of Notice and Annual Report in accordance with the MCA General Circular Nos. 20/2020 dated 5th May, 2020 and 10/2022 dated 28th December, 2022 and SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 5th January, 2023, the Financial Statements (including Board's Report, Auditors' Report or other documents required to be attached therewith) for the Financial Year ended 31st March 2024 pursuant to Section 136 of the Companies Act, 2013 and Notice calling the AGM pursuant to section 101 of the Companies Act, 2013, read with the Rules framed thereunder, such statements including the Notice of AGM are being sent only in electronic mode to those Members whose email addresses are registered with the Company / Link Intime India Private Limited or the Depository Participant(s). The physical copies of such statements and Notice of AGM will be dispatched only to those shareholders who request for the same.
11. The Notice has also been uploaded on the website of the Company at www.vinsys.com and the website of the Stock Exchange i.e. NSE Limited at www.nseindia.com and is also made available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. www.evoting.nsdl.com.
12. Members are requested to intimate changes, if any, pertaining to their name, postal address, email address, telephone / mobile numbers, Permanent Account Number (PAN), mandates, nominations, power of attorney, bank details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc. to their respective Depository Participants.
13. Members seeking clarifications on the Annual Report are requested to send in written queries to the Company at least one week before the date of the meeting. This would enable the Company to compile the information and provide the replies at the Meeting.
14. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
15. The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM, i.e. September 18, 2024. Members seeking to inspect such documents can send an email to compliance@vinsys.com.
16. Pursuant to regulation 44(6) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, the Company is providing VC/OAVM facility to its members to attend the AGM.
17. There being no physical shareholders in the Company, the Register of members and share transfer books of the Company will not be closed. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Thursday, September 12, 2024, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
18. The members who have cast their vote by remote e-voting prior to AGM may also attend the AGM but shall not be entitled to cast their vote again.
19. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://smartodr.in/login>) and the same can also be accessed through the website <https://on.tcs.com/ODRPortal>.
20. Process and manner for Members opting for voting through Electronic means:
 - i. Pursuant to the provisions of Section 108 of the Companies Act, 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (as amended), and the MCA Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an

agreement with National Securities Depository Limited ("NSDL"), as the Authorised e-Voting agency for facilitating voting through electronic means, as the authorized e-Voting agency. The facility of casting votes by Members using remote e-voting as well as e-voting system on the date of the AGM will be provided by NSDL.

- ii. Members whose names are recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories as on the Cut-off date i.e. Thursday, September 12, 2024, shall be entitled to avail the facility of remote e-voting as well as e-voting system on the date of the AGM. Any recipient of the Notice, who has no voting rights as on the Cut-off date, shall treat this Notice as intimation only.
- iii. A person who has acquired the shares and has become a Member of the Company after the dispatch of the Notice of the AGM and prior to the Cut-off date i.e. Thursday, September 12, 2024, shall be entitled to exercise his / her vote either electronically i.e. remote e-voting or e-voting system on the date of the AGM by following the procedure mentioned in this part.
- iv. The e-voting period commences on Sunday, September 15, 2024 at 09:00 A.M. (IST) and ends on Tuesday, September 17, 2024 at 05:00 P.M. (IST). During this period, members holding shares in dematerialised form, as on cut-off date, i.e. as on Thursday, September 12, 2024 may cast their votes electronically. The e-voting module will be disabled by NSDL for voting thereafter. A member will not be allowed to vote again on any resolution on which vote has already been cast.
- v. The voting rights of the Members shall be in proportion to their share in the paid-up equity share capital of the Company as on the Cut-off date i.e. Thursday, September 12, 2024.

- vi. The Company has appointed SCS AND CO. LLP (Firm Registration Number: - L2020GJ008700), to act as the Scrutinizer for remote e-voting as well as the e-voting on the date of the AGM, in a fair and transparent manner.

INSTRUCTIONS FOR CASTING VOTES BY REMOTE E-VOTING

The remote e-voting period begins on Sunday, 15 September 2024 at 09:00 A.M. (IST) and ends on Tuesday, 17 September 2024 at 05:00 P.M. (IST). The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (cut-off date) i.e. on Thursday, September 12, 2024, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being i.e. on Thursday, September 12, 2024.

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 and joining virtual meeting 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.	- Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' 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 "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. - If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

Type of shareholders	Login Method
	3. 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. 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 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 or joining virtual meeting & voting during the meeting. 4. Shareholders / Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on  App Store  Google Play  
Individual Shareholders holding securities in demat mode with CDSL	- 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 www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password. - 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 or joining virtual meeting & voting during the meeting. 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. - If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. - Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & 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.
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 or joining virtual meeting & voting during the meeting.

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 evoting@nsdl.com 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 helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting 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.
 - b) **Physical User Reset Password?"** (If you are holding shares in physical mode) option available on 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 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 and join General Meeting on NSDL e-Voting system.

How to cast your vote electronically and join General Meeting 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 and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
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 resolutions, 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 scsandcollp@gmail.com with a copy marked to 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 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 or call on.: 022 - 4886 7000 or send a request at 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 compliance@vinsys.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 compliance@vinsys.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 and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to 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.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE EGM / AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the EGM/ AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the EGM/AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the EGM/AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM / AGM THROUGH VC / OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the EGM/AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login,

you can see link of "VC/OAVM" placed under "Join meeting" menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.

2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. For ease of conduct, Members who would like to ask questions may send their questions in advance at least seven (7) days before AGM mentioning their name, demat account number/folio number, email id, mobile number at compliance@vinsys.com and register themselves as a speaker. Those Members who have registered themselves as a speaker will only be allowed to express their views/ ask questions during the AGM.
6. Since the AGM will be held through VC/OAVM, the Route Map is not annexed in this Notice.

The Scrutinizer shall, after the conclusion of voting at the AGM, unblock the votes cast through remote e-Voting and count the same, and count the votes cast during the AGM, and shall make, not later than 48 hours from the conclusion of the AGM, a consolidated Scrutinizer's Report of the total votes cast in favour or against, if any, to the Chairman or a person authorised by him in writing, who shall countersign the same and declare the result of the voting forthwith. The Scrutinizer's decision on the validity of the votes shall be final.

The results declared along with the Scrutinizer's Report shall be placed on the Company's website, viz., www.vinsys.com and on the website of NSDL www.evoting.nsdl.com within two days of the passing of the Resolutions at the 16th Annual General Meeting of the Company and shall also be communicated to the Stock Exchanges where the shares of the Company are listed.

CONTACT DETAILS:

Particulars	Details
Company	Vinsys IT Services India Limited S. No 28/11-12, Shivaji Niketan, CTS No. 458A, Tejas Housing Society, Near Mantri Park, Behind Dhondiba Sutar Bus Stand, Kothurd, Pune 411038 Tel No. +91-20-25382807/43 Email: compliance@vinsys.com Web: www.vinsys.com
Registrar and Transfer Agent	Link Intime India Private Limited Block No 202, 2nd Floor, Akshay Complex, Off Dhole Patil Road, Pune - 411001 E-mail: sandip.pawar@linkintime.co.in Website: linkintime.co.in Tel no.: 91-20-26160084
e-Voting Agency & VC / OAVM	Email: evoting@nsdl.com NSDL help desk 1800-222-990
Scrutinizer	M/s SCS and Co LLP, Anjali Sangtani (Membership No. A41942 COP No.: 23630) Partner Email: scsandcollp@gmail.com ; Mo No: +91 8128156833

ANNEXURE TO THE NOTICE

(Pursuant to Section 102 (1) of the Companies Act, 2013 and Secretary Standard 2 on General Meetings)

Item No. 3

Approval For Giving Loans Or Guarantees Or Providing Security Under Section 185 Of The Companies Act, 2013: Special Resolution

Pursuant to Section 185 of the Companies Act, 2013 ("the Act"), a company may advance any loan including any loan represented by book debt, or give any guarantee or provide any security in connection with any loan taken by any entity (said entity(ies)) covered under the category of 'a person in whom any of the director of the Company is interested' as specified in the explanation to Section 185(2)(b) of the Companies Act, 2013, after passing a Special Resolution in the general meeting.

It is proposed to make loan(s) including loan represented by way of Book Debt to, and/or give guarantee(s) and/or provide security(ies) in connection with any loan taken/to be taken by the Subsidiary Companies or Associate or Joint Venture or group entity or any other person in whom any of the Director of the Company is deemed to be interested as specified in the explanation to Section 185(2)(b) of the Act (collectively referred to as the "Entities"), from time to time, for the purpose of capital expenditure of the projects and/or working capital requirements including purchase of fixed assets as may be required from time to time for its principal business activities and other matters connected and incidental thereto, within the limits as mentioned in the Item No. 03 of the notice.

The members may note that Board of Directors would carefully evaluate the proposals and provide such loan, guarantee or security through deployment of funds out of internal resources/accruals and/or any other appropriate sources, from time to time, and the proposed loan shall be at such rate of interest as agreed by the parties in the best interest of the Company and shall be used by the borrowing Company for its principal business activities only.

None of the Directors or Key Managerial Personnel or their relatives are in any way concerned with or interested, financially or otherwise in the said resolution except to the extent of their shareholding in the Company, if any.

The Board recommends the passing of Special Resolution as set out at Item No. 03 of the Notice by the members.

Item No. 4

Approval of Employees Stock Option Scheme 2024 of the Company

Your Company believes in rewarding its employees including the Directors for their continuous hard work, dedication, and support, which has led the Company on the growth path. Equity based compensation is considered to be an integral part of employee compensation across sectors which enables alignment of personal goals of the employees with organizational objectives by participating in the ownership of the Company through stock-out compensation scheme.

The objective of the Employee Stock Option Scheme 2024 ("Scheme") is to provide an incentive, in the form of options ("Options"), to attract and retain the key employees by way of rewarding their performance and motivate them to contribute to the corporate growth and profitability.

The main features of the Scheme are as under:

Total number of Options to be granted: The Company has decided to reserve/earmark equivalent to 3,00,000 (Three Lakh) Options of its total number of Equity Shares as adjusted by the Compensation Committee, from time to time, subject to the approval of members and such other approvals, permissions and sanctions as may be necessary under the Applicable Law.

If the Options expire, lapse, or become un-exercisable due to any reason, they shall be added back to the Options Pool and shall become available for future Grants, subject to compliance with the Applicable Laws.

Identification of classes of persons entitled to participate in the Scheme: Following classes of persons are entitled to participate in the Scheme:

- (i) such employees, who are in permanent employment of the Company, whether working in India or overseas;
- (ii) such directors of the Company, including whole-time Director or otherwise including a non-executive director who is not a Promoter or a member of the Promoter Group;

- (iii) an employee of a group company including Subsidiary company or its associate company, in India or outside India of the Company as defined in (a) and (b) above but excluding: (i) an employee of who is a Promoter or Person belonging to the Promoter Group; (ii) a director who, either by himself or through his relatives or through any body-corporate, directly or indirectly holds more than 10% (ten percent) of the outstanding Equity Shares of the Company; and (iii) an independent director of the Company or its Subsidiary Company or its holding company or its group company.

Transferability of Options: The Options granted to the grantee shall not be transferable to any person and shall not be pledged, hypothecated, mortgaged, or otherwise alienated in any manner. However, in the event of the death of the grantee, the right to exercise all the Options granted to him till such date shall be transferred to his legal heirs or nominees.

The appraisal process for determining the eligibility of the employees to the Employee Stock Incentive Scheme 2024: As determined by the management from time to time.

Requirements of Vesting and period of Vesting: The Options granted shall vest so long as the Grantee continues to be in employment with the Company, as the case may be, through each vesting period as in accordance with the Scheme.

The Compensation Committee may opt for different vesting period for different grantees, which shall be detailed in the Options Grant Letter of the respective grantee. The vesting of Options may be in accordance with the indicative vesting schedule as specified hereinbelow:

Period in Effective years from the Date of Grant of Options	Percentage of Granted Options that will Vest	Cumulative Vesting of Granted Options
Year 1	25%	25%
Year 2	25%	50%
Year 3	25%	75%
Year 4	25%	100%

Maximum period within which the Options shall be vested: The Options granted under Scheme would vest subject to maximum period of 4 (Four) years from the date of grant of such Options. The vesting period shall not be less than 1 (One) year from the date of grant.

The Compensation Committee may, at its sole discretion, accelerate the vesting of the unvested Options on intimation by the Company, of the occurrence of change of control, as defined in the Scheme.

Exercise price or pricing formula: "Exercise Price" shall mean the Grant Price (as defined in the Scheme) payable by the grantee on of stock-out of Options.

Exercise period and the process of Exercise:

- (i) A Grantee can Exercise the vested Options by making a payment to the Company on the date of Exercise equal to the Exercise Price (as may be applicable) and the applicable perquisite tax. Payment of the Exercise Price shall be made by a crossed cheque, or a demand draft drawn in favour of the Company or in such other manner as may be determined by the Compensation Committee from time to time.
- (ii) Unless otherwise determined by the Compensation Committee on case-to-case basis, the Grantee, can Exercise the vested Options upon intimation by the Board within 3 (Three) years, from the date of such intimation, as may be determined by the Board and intimated to the Grantees in writing.

(iii) In the event of separation of the Grantee from the Company due to any of the reasons as mentioned hereinbelow, the vested Options can be exercised by such Grantee as under:

Sr. No.	Event of separation	Vested Options	Unvested Options
a)	Resignation / Voluntary termination of engagement (Other than due to Cause)	All the vested Options as on the date of resignation shall be exercised by the Grantee on or before the last date of employment.	All the unvested Options as on the date of resignation shall be cancelled with effect from the date of such resignation.
b)	Termination due to Cause	All the vested Options at the time of such termination shall stand cancelled with effect from the date of such termination.	All the unvested Options at the time of such termination shall stand cancelled with effect from the date of such termination.
c)	Retirement	All the vested Options as on the date of retirement shall be exercised by the Grantee within a period of 3 (three) months from the date of retirement unless otherwise determined by the Compensation Committee.	All the unvested Options on the date of retirement shall stand cancelled with effect from date of retirement, unless otherwise determined by the Compensation Committee.
d)	Death	All the vested Options as on the date of death shall be exercised by the Grantee's nominee, on the basis of documentary proof of death as well as the bona fides of the nominee, within a period of 6 (Six) months from the date of death unless otherwise determined by the Compensation Committee.	All the unvested Options as on the date of death shall be deemed to vest immediately and may be exercised as per provisions applicable for vested Options.
e)	Permanent Disability	All the vested Options as on the date of Permanent Disability shall be exercised by the Grantee within a period of 6 (Six) months from the date of Permanent Disability unless otherwise determined by the Compensation Committee.	All the unvested Options as on the date of incurring such Permanent Disability shall be deemed to vest immediately and may be exercised as per provisions applicable for vested Options.
f)	Abandonment of employment / engagement	All the vested Options shall stand cancelled with effect from such date as may be determined by the Compensation Committee.	All the unvested Options shall stand cancelled with effect from such date as determined by the Compensation Committee.
g)	Termination due to reasons other than Cause and apart from those mentioned above but including Constructive Termination	All the vested Options as on the date of termination shall be exercised by the Grantee within a period of 3 (three) months from the date of termination unless otherwise determined by the Compensation Committee.	All unvested Options shall stand cancelled with effect from such termination unless otherwise determined by the Compensation Committee.

- (iv) It is hereby clarified that, upon death of a Grantee, where the Grantee does not have any nominee or legal heir, the Options vested in such Grantee and that have not been exercised by the Grantee on the date of death will lapse and be added back to the Options Pool. In the event that the Options have been exercised by the Grantee and the Grantee has been issued Shares of the Company, such Shares will be dealt with in the manner stated under the SEBI Regulations.
- (v) Notwithstanding anything contained in the Scheme, on intimation, by the Company, of occurrence of Change in Control, such percentage of Options may accelerate as may be determined by the Compensation Committee and the Grantee will have the option of exercising the vested Options within the time period as may be prescribed by the Compensation Committee. Should the Grantee opt not to Exercise the vested Options within the time period prescribed by the Board, such Options shall expire.
- (vi) On Exercise of Options by the Grantee, Company shall issue and allot Equity Shares with no voting rights by the Company to the Grantee in the ratio of 1 (one) Equity Share for every 1 (one) unit of Option held by the Grantee
- (vii) The Grantee can Exercise the Options by filling up an Exercise Letter.

Maximum number of Options to be issued per employee and in aggregate:

The Board may Grant Options to the Grantee exceeding or equal to 1% (one percent) of the outstanding issued Share Capital of the Company as on the date of the Grant, with prior approval by the Shareholders of the Company.

Disclosure and Accounting Policies:

In the implementation of the Scheme, the Company shall conform to the disclosure and accounting policies specified under the SEBI Regulations, as may be applicable from time to time.

As the Scheme provides for issue of shares to be offered to persons other than existing shareholders of the Company, consent of the members is being sought pursuant to Section 62(1)(b) and all other applicable provisions, if any, of the Companies Act, 2013 and the SEBI Regulations.

None of the Directors, Key Managerial Person or their relatives are concerned or interested, financially or otherwise, in the resolution.

Accordingly, the Board of Directors recommends the Special Resolution set forth in Item no. 4 of the Notice for the approval of the Members.

By order of the Board of Directors
of **Vinsys IT Services India Limited**

Sd/-
Gayatree Karandikar
Company Secretary & Compliance Officer
ACS 37827

Date: 20.08.2024
Place: Pune

Registered Office

28/11+12, Shivaji Niketan,
CTS No. 458A, Tejas Housing Society,
Near Mantri Park, Kothrud,
Pune 411038
+91-20-25382807/43
compliance@vinsys.com

Details of the Director(s) seeking Appointment / Re-appointment at the 16th Annual General Meeting in pursuance of the Secretarial Standard 2 on General Meetings)

Sr. No.	Particulars	
1.	Name of Director	Mr. Vikrant Shivajirao Patil
2.	DIN	00325383
3.	Age and Date of Birth	55 years and 01.07.1969
4.	Nationality	Indian
5.	Date of first appointment on the Board	11 January 2008
6.	Date of Current Designation	May 15, 2023
7.	Relationship with other Directors	Spouse of Mrs. Vinaya Vikrant Patil, Whole Time Director of the Company.
8.	Qualifications	Bachelor of Engineering in Production from the university of Shivaji, Kolhapur, Maharashtra.
9.	Profile	Mr. Vikrant Patil (aged 55 years) founded Vinsys IT Services in 1999 as a one-stop training provider that catered to the growing demand of corporate training and workforce development. Under his dynamic leadership, the Company has diversified into corporate training and consulting across the learning and development spectrum with a strong presence across technology training, IT service management, IT governance and project management training and consulting: foreign languages and behavioural and management solutions. With his relentless efforts, a passionate and focused outlook towards customer satisfaction and employee growth and an uncompromising commitment to quality and service, the Company has established long term symbiotic associations with most of its customers, including Fortune 500 MNCs. He started his career in technology sales with a MNC in Dubai, UAE. He developed and honed his entrepreneurial skills by creating and managing a successful Aptech Franchise for seven years in Pune and sensing the need for quality training for MNCs in the late 90s involved himself with enterprise technology training programs. He drives the Company with his personal motto of “valuing values” and not only knowing the right thing to do but acting on it and doing what is right.
10.	Board Membership in other Companies as on 31 March 2024	1. Vikvins Consultants Private Limited
11.	Chairman / Member of the Committee* of the Board of directors in other companies as on 31 March 2024	Nil
12.	Number of Shares held in the Company as on 31 March 2024	34,30,000
13.	Number of Meetings of the Board attended during the year	15
14.	Details of Remuneration	To be paid: 3.50 Lakhs per month
		Last Drawn: NIL
15.	Inter-se relationship with other Directors [^]	Husband of Mrs. Vinaya Vikrant Patil
16.	Terms and conditions of appointment or re-appointment	Appointment w.e.f. May 14, 2023 for a term of 5 years liable to retire by rotation.
17.	Information as required pursuant to BSE Circular No. LIST/COMP/14/2018-19 June 20, 2018 dated June 20, 2018	The Director being re- appointed is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

* Includes only Audit Committee and Stakeholders' Relationship Committee.

[^]In accordance with SEBI (ICDR) Regulations, 2018 and the Companies Act, 2013.