

**Date: September 3, 2025**

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

**Scrip Code: 538734**

**Subject:** Outcome of the meeting of Board of Directors of the Company held on Wednesday, September 3, 2025.

**Ref.:** Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

**Dear Sir/Madam,**

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we wish to inform you that the Board of Directors of the Company at their meeting held today i.e. Wednesday, September 3, 2025 at 7:35 PM has inter alia:

1. On the recommendation of the Nomination and Remuneration Committee and Audit Committee, the Board has considered and approved appointment of Mr. Surej Kunhithayyil Poyil (DIN: 10999955) as Whole Time Director with nomenclature as the Whole Time Director (WTD) & CEO Designate of the Company for a term of 3 (three) years with effect from September 3, 2025, subject to approval of shareholders of the Company and Central Government. *(Please refer Annexure 1);*
2. Approved "Ceinsys Tech Limited Employee Stock Options Scheme 2025" ("CS Tech ESOS 2025" / "Scheme") subject to approval of shareholders of the Company. *(Please refer Annexure 2);*
3. Approved Grant of Employee Stock Options equal to or more than 1 % of the issued capital of the Company to the identified employee under "Ceinsys Tech Limited Employee Stock Options Scheme 2025" ("CS Tech ESOS 2025" / "Scheme"), subject to approval of shareholders of the Company and Central Government, if required.
4. Approved revised Notice of 27<sup>th</sup> Annual General Meeting (AGM) of the Company.
5. Accepted resignation of Mr. Samir Sabharwal from the post of Chief Financial Officer (CFO) of the Company with effect from September 15, 2025. *(Please refer Annexure 3)*
6. Approved appointment of CA Amita Saxena as Chief Financial Officer (CFO) of the Company with effect from October 1, 2025. *(Please refer Annexure 1)*

7. Authorization to following Key Managerial Personnels to determine and ensure adequate disclosure of material events or information in terms of policy for determination of materiality:

<b>Name</b>	<b>Designation</b>
Mr. Prashant Kamat	Vice Chairman and CEO
Mr. Surej Kunhithayyil Poyil	Whole Time Director and CEO Designate
Mr. Kaushik Khona	Managing Director-India Operations
Dr. Abhay Kimmatkar	Managing Director
Mr. Samir Sabharwal	Chief Financial Officer (up to 15-09-2025)
CA Amita Saxena	Chief Financial Officer (With effect from 01-10-2025)
CS Pooja Karande	Company Secretary and Compliance Officer

Further, the details in respect of above-mentioned items, as required to be disclosed under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, are given in **Annexure 1 to 3** to this letter.

The notice of 27<sup>th</sup> Annual General Meeting (AGM) will be circulated shortly in due course of time.

The above information will also be available on the website of the Company at <https://cstech.ai/>.

The meeting of the Board of Directors of the company commenced at 7:35 PM and concluded at 7:45 PM.

This is for your information and record.

Thanking you,  
Yours faithfully,

**For Ceinsys Tech Limited**

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

**Encl.: As above**

*Annexure 1*

<b>Name of the Director/KMP/Senior Management</b>	Mr. Surej Kunhithayyil Poyil	Ms. Amita Saxena
<b>Reason for change viz. appointment, Re-appointment, resignation, removal, death or otherwise</b>	Appointment of Mr. Surej Kunhithayyil Poyil as Whole Time Director of the Company	Appointment of Ms. Amita Saxena as Chief Financial Officer
<b>Date of appointment/cessation (as applicable) &amp; term of appointment</b>	Appointed for the term of 3 (three) years effective from September 3, 2025	Appointed with effect from October 1, 2025
<b>Brief Profile</b>	<p>Mr. Surej Kunthithayyil Poyil is a B Tech (Honors), Electronics from National Institute of Technology Calicut. He has successfully completed Executive Leadership Development Program from Harvard in the year 2002.</p> <p>He has substantial experience in Technology, Business, Product Engineering, Data and AI outsourcing supporting enterprises in strategy, sales, operations and executive management roles across industries.</p> <p>He has wide experience in Managing large clients, large businesses and pool of people. He brings high integrity, tremendous credibility and an extreme sense of partnership to client engagements with a focus on customer satisfaction and keeping and growing client relations. In his last assignment Mr. Surej was CEO of Intelliswift at USA. Prior to this he was CTO of UST Global, USA and Vice President at Cognizant Technology Solutions, USA. He also had huge exposure with Tata Consultancy Services at India and USA.</p>	<p>CA Amita Saxena is a Chartered Accountant and accomplished finance and strategy leader with 18+ years of experience across infrastructure, real estate, education, healthcare, and technology sectors. She has held senior leadership roles including Director of Finance &amp; Chief Strategy Officer at DMIHER and Chief Financial Officer at Ceinsys Tech Ltd., in addition to finance leadership positions at Godrej Properties and SMS Group.</p> <p>She has successfully led M&amp;A transactions, joint ventures – including a landmark collaboration between DMIHER and the Adani Foundation – ERP implementations, and compliance initiatives. Ms. Saxena is widely recognized for her expertise in treasury management, strategic planning, regulatory compliance, and corporate finance, with a strong track record of aligning financial strategy with growth objectives, strengthening governance frameworks, and leading high-performing teams.</p> <p>Her previous experience with Ceinsys Tech Ltd. gives her deep familiarity with the company’s business, environment, and leadership team, ensuring a seamless induction and immediate contribution in her role.</p>
<b>Disclosure of relationship between Directors inter-se</b>	Not related to any of the Directors of the Company.	Not related to any of the Directors of the Company.

*Annexure 2*

**Brief details of “Ceinsys Tech Limited Employee Stock Options Scheme 2025” (“CS Tech ESOS 2025” / “Scheme”)**

1.	Brief details of the scheme	This proposed plan called the Ceinsys Tech Limited Employee Stock Options Scheme 2025 (“CS Tech ESOS 2025” / “Scheme”) has been designed to retain and reward the talented and key eligible Employees of the Company, its subsidiaries, associate and group Companies in the competitive environment and encourage them to align individual performance with the Company’s objectives
2.	Whether the scheme is in terms of SEBI (Share Based Employee Benefit and Sweat Equity) Regulations, 2021	Yes
3.	Total number of shares covered by the options under the ESOP scheme	The total number of Options to be granted under the plan shall not exceed 8,70,000 [Eight Lakhs Seventy Thousand]. Each Option when exercised would be converted into one equity share of INR 10/- each fully paid-up.
4.	Pricing Formula/ Exercise price	The Exercise Price per Option shall not be less than face value per Share determined with reference to Grant Date. The exact Exercise Price shall be mentioned in the individual Grant Letter.
5.	Option Vested	NIL
6.	Time limit within which option may be exercised	The Exercise Period in respect of a Vested Options shall be maximum of 3 (Three) months from the date of Vesting of such Options. The time limits in respect of exercise of Options shall be specified in the letter of grant issued at the time of grant by the Committee.
7.	Options exercised	NIL
8.	Money realised by exercise of Options	NIL
9.	The total number of shares arising as a result of exercise of Option	NIL
10.	Options lapsed	NIL
11.	variation of terms of options	The Nomination and Remuneration Committee may from time to time amend or modify terms of the Scheme including certain details related to eligibility criteria, terms of grant, vesting, termination of previous grant etc. subject to the prior approval of the shareholders’ by way of a special resolution
12.	Brief details of significant terms	The total number of Options to be granted under the plan shall not exceed 8,70,000 [Eight Lakhs Seventy Thousand]. Each Option when exercised would be converted into one equity share of INR 10/- each fully paid-up. The vesting schedule, vesting conditions subject to which vesting would take place along with exercise price shall be specified in the letter issued at the time of grant.
13.	Subsequent changes or cancellation or exercise of such options	Not Applicable
14.	Diluted earnings per share pursuant to issue of equity shares on exercise of options	No exercise has taken place till now.

*Annexure 3*

<b>Name of the Director/KMP/Senior Management</b>	Mr. Samir Sabharwal
<b>Reason for change viz. <del>appointment, Re-appointment, resignation, removal, death or otherwise</del></b>	Resignation from the post of Chief Financial Officer of the Company
<b>Date of appointment/ cessation (as applicable) &amp; term of appointment</b>	Closure of business hours on September 15, 2025.
<b>Brief Profile</b>	Not Applicable
<b>Disclosure of relationship between Directors inter-se</b>	Not related to any of the Directors of the Company.