

To,

Date: September 7th, 2021

The Manager - Listing Department,
The National Stock Exchange of India Limited - EMERGE,
Exchange Plaza, NSE Building,
Bandra Kurla Complex,
Mumbai - 400 051.

NSE Symbol: CADSYS

ISIN No.: INE090Y01013

Dear Sir/Madam,

Subject: Intimation of 29th Annual General Meeting of Cadsys (India) Limited.

Notice is hereby given that, the 29th Annual General Meeting of the members of Cadsys (India) Limited will be held on **Thrusday, September 30th, 2021 at 9.00 A.M. IST** through Video conferencing and other Audio-Visual means, to transact the business as set out in the Notice.

A copy of the notice approved by the Board of Directors in the Meeting of the Board held on September 7th, 2021 is attached hereunder for your reference.

We request the Stock Exchange and the Shareholders of the Company to kindly take the above information on record.

Thanking You,

For and on behalf of Cadsys (India) Limited



Babladi Shailaja
Company Secretary and Compliance Officer
Membership No. A42918



Enclosed: Notice for AGM of Cadsys (India) Limited for the Financial Year 2020-21.

NOTICE OF 29TH ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 29TH ANNUAL GENERAL MEETING OF THE MEMBERS OF CADSYS (INDIA) LIMITED WILL BE HELD ON THURSDAY THE 30TH DAY OF SEPTEMBER, 2021 AT 09:00 A.M. (IST) THROUGH VIDEO CONFERENCING ("VC") / OTHER AUDIO VISUAL MEANS ("OAVM") TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS

1. Adoption of Financial Statements:

To receive, consider, discuss and adopt –

- a) the Audited Standalone Financial Statements of the Company for the financial year ended 31st March, 2021 together with the Board's Report and Auditor's Report thereon and
- b) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2021 together with the Auditor's Report thereon and in this regard, to consider and if thought fit, to pass the following resolutions as **Ordinary Resolutions:**
 - (a) **"RESOLVED THAT** the Audited Standalone Financial Statements of the Company for the financial year ended on 31st March, 2021, the Board's Report and Auditor's Report thereon placed before this meeting, be and are hereby received, considered and adopted."
 - (b) **"RESOLVED THAT** the Audited Consolidated Financial Statements of the Company for the financial year ended on 31st March, 2021 and Auditor's Report thereon placed before this meeting, be and are hereby received, considered and adopted."

2. Re-appointment of Mrs. Nallani Chakravarthi Madhavi as a Director, liable to retire by rotation:

To appoint a director in place of Mrs. Nallani Chakravarthi Madhavi (DIN: 01067690), who retires by rotation and being eligible, offers herself for re-appointment as a director and in this regard, consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013, the approval of the members of the



Company be and is accorded to re-appoint Mrs. Nallani Chakravarthi Madhavi (DIN: 01067690), as a Director to the extent that she is liable to retire by rotation."

SPECIAL BUSINESS

3. To Consider and approve the managerial remuneration to be paid to Mr. Nallani Chakravarthi Venkata Rangacharya (01067596), Managing Director of the Company:

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and as recommended by Nomination and Remuneration Committee, Approval of the members of the Company be and is hereby accorded to the Board of Directors for the payment of remuneration to Mr. N.C.V Rangacharya (01067596), Managing Director and KMP of the Company, w.e.f 1st April, 2021 for a period of 3 (three) years on the following terms and conditions mentioned below."

A. Salary / Remuneration (₹. / annum):

The maximum amount of remuneration payable is ₹. 84,00,000/- (Rupees Eighty-Four Lakhs Only) Per Annum. Provided, the Company shall fix such amount of remuneration payable per month for the said term that is equal to or less than maximum limit of ₹. 7,00,000/- (Rupees Seven Lakhs Only) payable per month.

B. Commission:

In the year of adequate profits, the commission payable will be in addition to the basic salary, perquisites and allowances, the amount of which, based on the net profits of the company in a particular year, shall be subject to the overall ceilings laid down in Section 197 read with Schedule V of the Companies Act, 2013 and rules made thereunder.

C. Perquisites / Benefits:

Perquisites (evaluated as per Income Tax Act, 1961 and Rules framed thereunder, where applicable), including but not restricted to the benefits of the Company's furnished accommodation, gas, electricity, water and furnishings, club fees, personal accident insurance, use of car and telephone at residence or reimbursement of expenses in lieu thereof, payment of Income Tax on perquisites by the Company to the extent permissible under the Income Tax Act, 1961 and rules framed thereunder; medical reimbursement, leave and leave travel concession, provident fund, superannuation fund, gratuity and other retirement benefits, in accordance with the schemes and rules applicable from time to time, governing the aforesaid benefits. House Rent Allowance shall be allowed as per the rules of the Company within the overall limit specified above.



D. Other Terms and Conditions:

The total remuneration and perquisites / benefits contemplated as per clause A, B, C above, including contribution towards retirement benefits, leave encashment, home leave expenses for expatriates etc, as per the rules of Company payable to the Managing Director of the Company shall not exceed limits as specified under provisions of section 197, 198 and Schedule V and all other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for time being in force).

The Limits stipulated in this resolution are the maximum limits and the Board may in its absolute discretion pay to Managing Director lower remuneration and revise the same from time to time within the maximum limits stipulated by this resolution.

In the event of loss or in absence or inadequacy of profits in any financial year, the remuneration payable to a Managing Director by way of salary and perquisites shall not exceed the maximum limits prescribed under Section 197 and all other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Schedule V to the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for time being in force)."

"RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary, in the best interests of the Company and sign, execute and submit all necessary documents, applications and returns with the statutory authorities to give effect to the above resolution along with filing of necessary E-Forms with the Registrar of Companies, Telangana, Ministry of Corporate Affairs."

4. To Consider and approve the managerial remuneration to be paid to Mrs. Nallani Chakravarthi Padmaja (DIN: 01173673), Whole-Time Director of the Company:

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and as recommended by Nomination and Remuneration Committee, Approval of the members of the Company be and is hereby accorded to the Board of Directors for the payment of remuneration to Mrs. Nallani Chakravarthi Padmaja, Whole-time Director and CFO(KMP) of the Company, w.e.f 1st April, 2021 for a period of 3 (three) years on the following terms and conditions mentioned below:."



A. Salary / Remuneration (₹ / annum):

The maximum amount of remuneration payable is ₹. 84,00,000/- (Rupees Eighty Four Lakhs Only) Per Annum. Provided, the Company shall fix such amount of remuneration payable per month for the said term that is equal to or less than maximum limit of ₹. 7,00,000/- (Rupees Seven Lakhs Only) payable per month.

B. Commission:

In the year of adequate profits, the commission payable will be in addition to the basic salary, perquisites and allowances, the amount of which, based on the net profits of the company in a particular year, shall be subject to the overall ceilings laid down in Section 197 read with Schedule V of the Companies Act, 2013 and rules made thereunder.

C. Perquisites / Benefits:

Perquisites (evaluated as per Income Tax Act, 1961 and Rules framed thereunder, where applicable), including but not restricted to the benefits of the Company's furnished accommodation, gas, electricity, water and furnishings, club fees, personal accident insurance, use of car and telephone at residence or reimbursement of expenses in lieu thereof, payment of Income Tax on perquisites by the Company to the extent permissible under the Income Tax Act, 1961 and rules framed thereunder; medical reimbursement, leave and leave travel concession, provident fund, superannuation fund, gratuity and other retirement benefits, in accordance with the schemes and rules applicable from time to time, governing the aforesaid benefits. House Rent Allowance shall be allowed as per the rules of the Company within the overall limit specified above.

D. Other Terms and Conditions:

The total remuneration and perquisites / benefits contemplated as per clause A, B, C above, including contribution towards retirement benefits, leave encashment, home leave expenses for expatriates etc, as per the rules of Company payable to the Whole-Time Director of the Company shall not exceed limits as specified under provisions of section 197, 198 and Schedule V and all other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for time being in force).

The Limits stipulated in this resolution are the maximum limits and the Board may in its absolute discretion pay to Whole-Time Director lower remuneration and revise the same from time to time within the maximum limits stipulated by this resolution.

In the event of loss or in absence or inadequacy of profits in any financial year, the remuneration payable to a Whole Time-Director by way of salary and perquisites shall not



exceed the maximum limits prescribed under Section 197 and all other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Schedule V to the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for time being in force)."

"RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary, in the best interests of the Company and sign, execute and submit all necessary documents, applications and returns with the statutory authorities to give effect to the above resolution along with filing of necessary E-Forms with the Registrar of Companies, Telangana, Ministry of Corporate Affairs."

5. To Consider and approve the remuneration to be paid to Mr. Sripadarajan Nagarajan, Non-Executive 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 supersession of resolution passed earlier in this regard and pursuant to the provisions of Sections 197 and 198 read with Schedule V and all other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) and in pursuant to the MCA Notification dated 18th March, 2021 and as recommended by Nomination and Remuneration Committee, approval of members be and is hereby granted to the Board of Directors of Company that Mr. Sripadarajan Nagarajan, the Non-Executive Director of the Company be paid Remuneration of an amount not exceeding ₹ 5 lakhs (Rupees Five Lakhs only) per month in addition to the fees for attending the meetings of the Board and its Committees w.e.f 1st April, 2021 for a period of 3 (three) years on the following terms and conditions mentioned below.

In the event of loss or in absence or inadequacy of profits in any financial year, the remuneration payable to Mr. Sripadarajan Nagarajan by way of salary shall not exceed the maximum limits prescribed under Section 197 and all other applicable provisions of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Schedule V to the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof, for time being in force)."



"RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to do all such acts, deeds, matters and things as may be necessary, in the best interests of the Company and sign, execute and submit all necessary documents, applications and returns with the statutory authorities to give effect to the above resolution along with filing of necessary E-Forms with the Registrar of Companies, Telangana, Ministry of Corporate Affairs."

Date: 7th September 2021

Place: Hyderabad

Cadsys (India) Limited



Sd/-

N.C.Padmaja

Whole-Time Director

DIN: 01173673

EXPLANATORY STATEMENT

(Pursuant to the provisions of Section 102 of Companies Act, 2013)

Item No. 3 & 4:

It is proposed to seek the members' approval for the payment of managerial remuneration to Mr. Nallani Chakravarthi Venkata Rangacharya (01067596), Managing Director of the Company, in terms of the applicable provisions of the Companies Act, 2013 (Hereinafter referred as ("The Act"))

Broad particulars of the payment of managerial remuneration to Shri N.C.V Rangacharya are as under:

Brief resume of Mr. N.C.V Rangacharya:

Mr. N.C.V Rangacharya has been in the office as Managing Director since the inception of the Company. During the term of Mr. N.C.V Rangacharya as Managing Director, the Company has made considerable progress in all the spheres and is optimistic on the future progress of the Company.

Mr. Rangacharya is the Promoter and Founder of Cadsys (India) Limited. He is an M. Tech graduate from India Institute of Technology (IIT), Chennai, India and has vast experience in Software Development, CAD, Marketing, Outsourcing, Operations, Program Management and Project Management. He is also an expert in workflow design and process re-engineering an essential requirement for ITES industry. Ever since the inception of the company, he has built up a team of professionals in every major area of Business namely R&D, Marketing and Technical services.

Under the Leadership of Mr. Rangacharya, the sales and the profit of the company have been registering a consistent growth. He has created a vision and path for the growth of the Company and has immensely contributed for the growth of the Company through his skills, talent and commitment. The Company has made remarkable progress under his guidance and supervision and has embarked upon the expansion and diversification activities to achieve a much higher growth rate.

Keeping in view the contributions made by him, the Board of Directors and based on the recommendation of Nomination and Remuneration Committee, believes that the Company should continue to avail the services of Mr. N.C.V Rangacharya. Hence the Board of Directors at their meeting held on June 4th, 2021 has considered it necessary to fix remuneration to be paid to Mr. N.C.V Rangacharya, Managing Director of the Company for further period of 3 (Three) years with effect from April 01st, 2021, subject to the approval of members of the Company.

The Nomination & Remuneration Committee has determined the remuneration payable to Mr. N.C.V Rangacharya with a view to align the package with the best corporate practices prevailing in the industry. After considering the various factors and keeping in view of his contributions and responsibilities, the Committee has recommended the terms of remuneration as mentioned at Item no.3 of this Notice to be paid to Mr. N.C.V Rangacharya.

It is proposed to seek the members' approval for the payment of managerial remuneration to Mrs. Nallani Chakravarthi Padmaja (DIN: 01173673), Whole-Time Director of the



Company, in terms of the applicable provisions of the Companies Act, 2013 (Hereinafter referred as ("The Act"))

Broad particulars of the payment of managerial remuneration to Mrs. Nallani Chakravarthi Padmaja are as under:

Brief resume of Mrs. Nallani Chakravarthi Padmaja:

Mrs. N.C Padmaja is the Whole Time Director and co-founder of Cadsys (India) Limited. She handles the department of Administrative and Financial Affairs of the Company. Before joining Cadsys (India) Limited, she was one of the leading members of Hyderabad Stock Exchange with over 2 decades of experience in the fields of Finance, Administration and General Management of the Company Affairs.

Mrs. Padmaja has been in the office as Whole-Time Director since 1995. During the tenure of Mrs. Padmaja as Whole Time Director, the Company has made considerable progress in all the spheres and is optimistic on the future progress.

Keeping in view the contributions made by her, the Board of Directors and based on the recommendation of Nomination and Remuneration Committee, believes that the Company should continue to avail the services of Mrs. Padmaja. Hence the Board of Directors at their meeting held on June 4th, 2021 has considered it necessary to fix remuneration to be paid to Mrs. Padmaja as Whole Time Director of the Company for further period of 3 (Three) years with effect from April 01st, 2021 subject to the approval of members of the Company.

The Nomination & Remuneration Committee has determined the remuneration payable to Mrs. N.C Padmaja with a view to align the package with the best corporate practices prevailing in the industry. After considering various factors and keeping in view of her contributions and responsibilities, the Committee has recommended the terms of remuneration as mentioned at Item no.4 of this Notice to be paid to Mrs. N.C Padmaja.

All other necessary disclosures including the elements of remuneration package such as salary are mentioned in this Annual Report.

Except Mr N.C.V Rangacharya & Mrs. N.C Padmaja in their respective resolutions and Mrs. N.C. Madhavi, CS B. Shailaja, being relative of the first mentioned persons, none of the other Directors/ Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolution set out at Item Nos. 3 & 4.

The Directors recommends the resolutions as set out at Item Nos. 3 & 4 for your approval as Ordinary Resolutions.

Item No. 5:

It is proposed to seek the members' approval for the payment of remuneration to Mr. Sripadarajan Nagarajan (05262644), Non-Executive Director of the Company, in terms of the applicable provisions of the Companies Act, 2013 (Hereinafter referred as ("The Act"))

Broad particulars of the payment of remuneration to Mr. Sripadarajan Nagarajan are as under:



Brief resume of Mr. Sripadarajan Nagarajan:

Mr. Nagarajan holds a bachelor's degree in Science from Osmania University and a bachelor's degree of Technology in Engineering (Computer Science) from University of Hyderabad. He has over twenty-five years of experience in software industry which includes a seven-year stint at USA. Prior to joining Cadsys, Nagarajan headed software product development at GE Power Control. Mr. Nagarajan started his career as a software engineer at TCS and later had rich experience managing IT and software development projects at top tier companies such as Pfizer, Marsh & McLennan in NY, Dun & Bradstreet NJ, Hyperion Financials CT. He has been associated with the Company in the capacity of a director since 30th April 2012.

Mr. Nagarajan has expressed his willingness to provide his expertise knowledge in the matters related to Project management and operations. Mr. Nagarajan has been associated with the Company in the capacity of a director since 30th April 2012.

Keeping in view the contributions made by him, the Board of Directors and based on the recommendation of Nomination and Remuneration Committee, believes that the Company should continue to avail the services of Mr. Sripadarajan Nagarajan. Earlier, the aforesaid services were availed in the nature of professional capacity but since pursuant to MCA notification dated 18th March, 2021, it is allowed to pay remuneration in the capacity of Non Executive Director subject to the Compliance of the applicable provisions of the Companies Act, 2013, Hence the Board of Directors at their meeting held on June 4th, 2021 has considered it necessary to fix the remuneration to be paid to Mr. Sripadarajan Nagarajan, Director of the Company for further period of 3 (Three) years with effect from April 01st, 2021, subject to the approval of members of the Company.

The Nomination & Remuneration Committee has determined the remuneration payable to Mr. Sripadarajan Nagarajan with a view to align the package with the best corporate practices prevailing in the industry. After considering the various factors and keeping in view of his contributions and responsibilities, the Committee has recommended the terms of remuneration as mentioned at Item No.5 of this Notice to be paid to Mr. Nagarajan.

All other necessary disclosures including the elements of remuneration package such as salary is mentioned in this Annual Report.

Except Mr. Sripadarajan Nagarajan none of the Directors/ KMPs or their relatives is concerned or interested in this Resolution.

The Directors recommend the resolution for your approval as a Special Resolution.



STATEMENT OF INFORMATION PURSUANT TO SCHEDULE V OF COMPANIES ACT, 2013

General Information:

- (1) **Nature of industry:** Information Technology (IT) & IT Enabled Services (ITES)
- (2) **Date or expected date of commencement of commercial production:** In operations since 1992
- (3) **In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus:** Not Applicable
- (4) **Financial performance based on given indicators:**

Particulars	For the Financial Year Rs. in Lakhs	
	2020-21	2019-20
Revenue from operations	1090.54	1643.70
Profit after the tax	23.73	210.26
Rate of dividend declared	0%	0%
Basic earnings per share (EPS)	0.32	2.80

- (5) **Foreign Investments/collaborations, if any:** NIL

I. Information about the appointee - Mr. N.C.V Rangacharya, Managing Director:

- a) **Background details / Job Profile and his suitability:** Mr. N.C.V Rangacharya aged 55 years and is associated with the Company since its inception. He is M.Tech from IIT, Chennai and has wide-ranging experience in Software Development, CAD and Marketing. He is also an expert in workflow design and process re-engineering an essential requirement for IT & ITES industry. Ever since the inception of the company he has built up a team of professionals in every Major Area of Business, Namely R&D, Marketing and Technical service.
- b) **Past remuneration:** INR 84,00,000/- (Rupees Eighty Four Lakhs only)
- c) **Recognition or awards:** Recognizing his Entrepreneurial Capabilities, Entrepreneurship Development Institute, a Government of India undertaking has given him the Award of Entrepreneur of The Year award for the year 2004. He is also the member on the Board of Governors at Tiruchirappalli Regional Engineering College (TREC), Science and Technology Entrepreneurs Park (STEP).
- d) **Remuneration proposed:** Based on the recommendation of Nomination and Remuneration committee, the Board of Directors of the Company proposed INR 84,00,000/- (Rupees Eighty Four Lakhs Only) Per Annum subject to approval of members.



- e) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin): Taking into consideration of the size of the Company, the profile of Mr. N.C.V Rangacharya and the responsibilities shouldered on him, the aforesaid remuneration package is considered.
- f) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any: Brother of N.C Padmaja, Whole Time Director

Information about the appointee - Mrs. N.C Padmaja, Whole Time Director:

- a) Background details / Job Profile and his suitability: Mrs. N.C. Padmaja aged 58 years and is associated with the Company since 1995. She is also a co-founder of Cadsys (India) Limited. She handles the Administrative and Financial Affairs of the Company.
- b) Past remuneration: INR 84,00,000/- (Rupees Eighty Four Lakhs only)
- c) Recognition or awards: Mrs. Padmaja was one of the leading members of Hyderabad Stock Exchange with over 20 years of experience in the fields of Finance, Administration and General Management of the Company Affairs.
- d) Remuneration proposed: Based on the recommendation of Nomination and Remuneration committee, the Board of Directors of the Company proposed INR 84,00,000/- (Rupees Eighty Four Lakhs Only) Per Annum subject to approval of members.
- e) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin): Taking into consideration of the size of the Company, the profile of Mrs. N.C Padmaja and the responsibilities shouldered on her, the aforesaid remuneration package is considered.
- f) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any: Sister of N.C.V Rangacharya, Managing Director.

II. Information about the appointee - Mr. Sripadarajan Nagarajan, Director:

- a) Background details / Job Profile and his suitability: Mr. Nagarajan holds a bachelor's degree in Science from Osmania University and a bachelor's degree of Technology in Engineering (Computer Science) from University of Hyderabad. Prior to joining Cadsys, Nagarajan headed software product development at GE Power Control. Mr. Nagarajan started his career as a software engineer at TCS and later had rich experience managing IT and software development projects at top tier companies such as Pfizer, Marsh & McLennan in NY, Dun & Bradstreet NJ, Hyperion Financials CT



- b) Past remuneration: Nil
- c) Recognition or awards: Mr. Nagarajan has over twenty-five years of experience in software industry which includes a seven-year stint at USA.
- d) Remuneration proposed: Based on the recommendation of Nomination and Remuneration committee, the Board of Directors of the Company proposed remuneration of an amount not exceeding ₹ 5 lakhs (Rupees Five Lakhs only) per month subject to approval of members.
- e) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be w.r.t. the country of his origin): Taking into consideration of the size of the Company, the profile of Mr. Sripadarajan Nagarajan and the responsibilities shouldered on him, the aforesaid remuneration package is considered.
- f) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any: Nil

III. Other information:

- a) Reasons for loss or inadequate profits: The economic slowdown, global recession and the COVID Pandemic affected the software industry consequent to which the profits were reduced.
- b) Steps taken or proposed to be taken for improvement: The following are the steps taken for improvement:
- Setting up of Software facility
 - Control of all wastages
 - Setting up various projects across different areas.
- c) Expected increase in productivity and profits in measurable terms: Approx in next 2-5 years.

Date: 7th September 2021

Place: Hyderabad

Cadsys (India) Limited

Sd/-

N.C.Padmaja

Whole-Time Director

DIN: 01173673



NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, ('the Act') relating to the Special Business to be transacted at the Annual General Meeting ('AGM') is annexed hereto and forms part of this notice. The Board of Directors have considered and decided to include the Items mentioned under Special Business in the forthcoming AGM, as they are unavoidable in nature.
2. In view of the continuing restrictions on the movement of people at several places in the country, due to outbreak of COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") vide its General Circular No. 20/2020 dated 5th May, 2020 in relation to 'Clarification on holding of Annual General Meeting ('AGM') through video conferencing ('VC') or other audio visual means ('OAVM') read with General Circular No. 14/2020 dated 8th April, 2020 and General Circular No. 17/2020 dated 13th April, 2020 and Circular number SEBI/HO/CFD/CMD1/CIR/P/2020/79 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars") permitted the holding of the AGM through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Act SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and Circulars, the 29th AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM will be the place from where the Chairman of the Board conducts the AGM.
3. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the proxy form, attendance slip, and 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.
4. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
5. Members of the Company under the category of Institutional Investors are encouraged to attend and vote at the AGM through VC. Institutional / Corporate Shareholders (i.e., other than individuals / HUF, NRI, etc.) pursuant to Section 113 of the Companies Act, 2013 are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative together with the respective specimen signatures of those representative(s) authorized under the said Resolution to attend the AGM through VC / OAVM on its behalf and to vote thereof. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to consult@ranjcs.com with a copy marked to cs@cadssystem.com.



6. 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. Members will be able to view the proceedings on e-voting website of National Securities Depository Limited ('NSDL') at www.evoting.nsdl.com. The facility of participation at the AGM through VC/OAVM will be made available for 500 (Five Hundred) 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.
7. In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.cadsysstech.com. The Notice can also be accessed from the websites of National Stock Exchange of India Limited at www.nseindia.com and on NSE Emerge platform at https://www1.nseindia.com/emerge/index_sme.htm. The AGM Notice is also disseminated on the website of the company at www.cadsysstech.com. Members who have any other queries, may write to us at cs@cadsysstech.com.
8. The members who have cast their vote through e-voting may attend the meeting but shall not be entitled to cast their vote again.
9. The Registers of Directors, Key Managerial Personnel, and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, 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. Members seeking to inspect such documents can send an email to cs@cadsysstech.com.
10. 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 and update bank account details such as, name of the bank and branch details, bank account number, MICR code, IFSC code, etc., to their respective Depository Participant(s).
11. Members are requested to note that, dividends if not encashed for a consecutive period of 7 years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ("IEPF"). The shares in respect of such unclaimed dividends are also liable to be transferred to the demat account of the IEPF Authority. In view of this, Members are requested to claim their dividends from the Company, within the stipulated timeline. The Members, whose unclaimed dividends/shares have been transferred to IEPF, may claim the same by making an online application to the IEPF Authority in web Form No. IEPF-5 available on www.iepf.gov.in.



12. As per the provisions of Section 72 of the Act, the facility for making nomination is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. Members are requested to submit the said details to their Depository Participants.
13. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.
14. Members seeking any information with regard to the accounts or any other matter to be placed at the AGM, are requested to write to the Company from their registered e-mail address, mentioning their name, DP ID and Client ID number/folio number and mobile number, to reach the Company's e-mail address at cs@cadssystech.com on or before 7 days of the Annual General Meeting i.e., before **05.00 P.M. IST on 24th September 2021**. Queries that remain unanswered at the AGM will be appropriately responded by the Company at the earliest post the conclusion of the AGM.
15. In compliance with the aforesaid MCA Circulars and SEBI Circular dated 12th May 2020, Notice of the AGM along with the Annual Report for the FY 2020-21 (Financial Statement viz. Balance Sheet, Profit & Loss Statement, Directors' Report and Auditor's Report etc.) will be sent only through electronic mode to those Members whose email addresses are registered with the Company/Depository Participants unless a member has requested for a hard copy of the same. Members are requested to support the "Green Initiative" and get their email addresses registered with their Depository Participants in case of shares held in Demat form for future correspondences with the Company.
16. The Register of Members and Share Transfer Books of the Company will remain closed from **24th September 2021 to 30th September 2021** (both days inclusive).
17. Members are requested to quote their Registered Folio Number or Demat Account Number & Depository Participant (DP) ID number on all correspondences with the Company. The transfer deeds, communication for change of address, bank details, ECS details, mandates (if any), should be lodged with the Registrar & Share Transfer Agents (RTA) of the Company, Bigshare Services Private Limited. Members whose shares are held in the electronic mode are requested to intimate the same to their respective Depository Participants.
18. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of the SEBI Listing Regulations (as amended), MCA Circulars and the SEBI Circular, the Company is providing its members the facility to exercise their right to vote on resolutions proposed to be considered at the AGM by electronic means (by using the electronic voting system provided by NSDL). The manner of voting remotely by members holding shares in



dematerialized mode is provided in the instructions for e-voting section which forms part of this Notice.

19. The members can opt for only one mode of remote e-voting i.e. either prior to the AGM or during the AGM. The members present at the Meeting through VC/OAVM who have not already cast their vote by remote e-voting prior to the Meeting shall be able to exercise their right to cast their vote by remote e-voting during the Meeting. The members who have cast their vote by remote e-voting prior to the AGM are eligible to attend the Meeting but shall not be entitled to cast their vote again.
20. The e-voting period commences on **27th September 2021 at 09.00 A.M. IST and ends on 29th September 2021 at 05:00 P.M. IST**. During this period, members holding shares, as on cut-off date, i.e., as on **23rd September 2021** 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. The voting rights of members shall be proportionate to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e., as on **23rd September 2021**.
21. The facility for voting during the AGM will also be made available. Members present in the AGM through VC and who have not cast their vote on the resolutions through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system during the AGM.
22. Any person who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at evoting@nsdl.co.in. However, if he / she is already registered with NSDL for remote e-voting then he / she can use his / her existing user ID and password for casting the vote.
23. SEBI has mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their depository participant(s). Members holding shares in physical form are required to submit their PAN details to the RTA.
24. The Company has appointed CS Nitesh Agarwal, Partner at M/s. RANJ & Associates, Company Secretaries to act as the Scrutinizer & shall scrutinize the entire voting process to be conducted through VC/OAVM. The Scrutinizer, Email ID: is consult@ranjcs.com, who shall scrutinize the process in fair and transparent manner.



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

1. The Members will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system and they may access the same at **<https://www.evoting.nsdl.com>** under the Shareholders/ Members login by using the remote e-Voting credentials, where the EVEN of the Company will be displayed. On clicking this link, the Members will be able to attend and participate in the proceedings of the AGM through a live webcast of the meeting and submit votes on announcement by the Chairman. 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. Further, Members may also use the OTP based login for logging into the e-Voting system of NSDL.
2. Members may join the AGM through laptops, smartphones, tablets and iPads for better experience. Further, Members will be required to use Internet with a good speed to avoid any disturbance during the Meeting. Members will need the latest version of Chrome, Safari, Internet Explorer 11, MS Edge or Firefox. Please note that participants connecting from mobile devices or tablets or through laptops 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 glitches.
3. Members who would like to express their views/ask questions as a Speaker at the AGM may pre-register themselves by sending a request from their registered e-mail address mentioning their names, DP ID and Client ID/ folio number, PAN and mobile number to **cs@cadssys.com** between **19th September 2021 (09:00 a.m. IST) and 23rd September 2021 (05.00 p.m. IST)**. Only those Members who have pre-registered themselves as speakers will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.
4. Members who need assistance before or during the AGM, can contact NSDL on **evoting@nsdl.co.in** or call on toll free no.:1800-222-990.



THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING ARE AS UNDER:

The remote e-voting period begins on **27th September 2021 at 09:00 A.M.** and ends on **29th September 2021 at 05:00 P.M.** 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. **23rd September 2021**, 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 **23rd September 2021**.

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

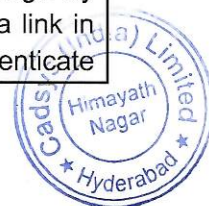
A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode

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 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">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



	<p>Online for IDeAS Portal” or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <ol style="list-style-type: none"> 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. <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: center; align-items: center;">  App Store  Google Play </div> <div style="display: flex; justify-content: center; align-items: center; margin-top: 10px;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> 1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or www.cdslindia.com and click on New System Myeasi. 2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of e-Voting service provider i.e. NSDL. Click on NSDL to cast your vote. 3. If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration 4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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 provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
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.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 022-23058738 or 022-23058542-43

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: Log-in to NSDL e-Voting system at <https://www.evoting.nsdl.com/>

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



Details on Step 1 is mentioned below:

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.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address.
- 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 on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see the Home page of e-Voting. Click on e-Voting. Then, click on Active Voting Cycles.
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 General 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 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 consult@ranjcs.com with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com 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 toll free no.: 1800-1020 990 and 1800 22 44 30 or send a request to NSDL Official at evoting@nsdl.co.in.



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

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to – cs@cadsvstech.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self- attested scanned copy of Aadhar Card) to cs@cadsvstech.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**.attested scanned copy of Aadhar Card) to
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

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

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the 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 AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the 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 AGM shall be the same person mentioned for Remote e-voting.



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

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see link of "VC/OAVM link" placed under. **"Join General meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join General 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. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at cs@cadssystech.com. The same will be replied by the company suitably.

