



Date: September 20, 2024

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

Subject: Submission of Certificate from Statutory Auditors in terms of Regulation 169(5) of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("ICDR Regulations").

Scrip Code: 538734

Dear Sir/Madam,

Pursuant to Regulation 169(5) of the ICDR Regulations, please find enclosed herewith, a certificate issued by M/s Chaturvedi & Shah, LLP, Chartered Accountants (Firm's Registration No: 101720W / W100355) Statutory Auditors of the Company, certifying that Ceinsys Tech Limited ("Issuer" or "Company") is in compliance with Regulation 169(4) of ICDR Regulations and the relevant documents thereof are maintained by the Issuer as on the date of the certificate.

This is for your information and records.

Thanking you,

Yours faithfully,
For Ceinsys Tech Limited

Pooja Karande
Company Secretary
& Compliance Officer
M. No. A54401

Enclosures: as above

To,
The Board of Directors
Ceinsys Tech Limited
10/5, I.T. Park,
Nagpur - 440022
Maharashtra, India

Independent Auditor's certificate - Preferential Issue and Allotment of Equity Shares of Ceinsys Tech Limited ("the Company") and Receipt of 100% Consideration in Cash and Issue and Allotment of share warrants of the Company and Receipt of 25% Consideration in Cash.

1. This certificate is issued in accordance with the terms of request letter dated September 20, 2024 and as per the requirement of sub-regulation 5 of Regulation 169 under Chapter V of the Securities and Exchange Board of India (the 'SEBI') (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the 'ICDR Regulations').
2. The accompanying "Annexure A" ("the Statement") is in respect of preferential issue and allotment of equity shares and share warrants of the Company and receipt of 100% and 25% consideration in cash against equity shares and share warrants of the Company, respectively, duly signed by the authorized signatories of the Company, which we have initialed for identification purpose only.

Management's Responsibility for the Statement

3. The preparation of the accompanying Statement and compliance with the terms and conditions contained in the ICDR Regulations therein is the responsibility of the management of the Company including the preparation and maintenance of all accounting and other relevant supporting records and documents. This responsibility includes the design, implementation and maintenance of internal control relevant to the compliance with the terms and conditions contained in the ICDR Regulations specified therein; and making estimates that are reasonable in the circumstances.
4. The Management is also responsible for ensuring:
 - i. that the Company provides all relevant information to BSE Limited;
 - ii. the consideration of share warrants and equity shares is received from respective allottee's bank account and there is no circulation of funds or mere passing of book entries in this regard;
 - iii. in case of joint holders, the consideration of warrant is received from the bank account of the person whose name appears first in the application;
 - iv. maintenance of relevant above records;
 - v. compliance with the requirements of the ICDR Regulations.
 - vi. ensuring correctness and completeness of the details in the Statement.

Auditor's responsibility

5. Our responsibility is to examine the Annexure A (the Statement) from information and explanation provided to us and from the Minutes of the Meeting of Audit Committee, Board of Directors, Extraordinary General Meeting, unaudited books of account and other relevant records provided to us and to provide reasonable assurance that the details in the Statement have been correctly extracted from these



unaudited books of account and other relevant records of the Company and to confirm whether it is in compliance with the requirements of the Companies Act, 2013, Chapter V of ICDR Regulations including sub-regulation (4) & (5) of Regulation 169 of the ICDR Regulations, sub-section (6) of Section 42 of the Companies Act 2013 and Rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, to the extent applicable.

6. We conducted our examination of the Statement in accordance with the Guidance Note on Reports or Certificates for Special Purpose (Revised 2016) issued by the Institute of Chartered Accountants of India. The Guidance Note requires that we comply with the ethical requirements of the Code of Ethics issued by the Institute of Chartered Accountants of India.
7. We have complied with the relevant applicable requirements of the Standard on Quality Control (SQC) 1, Quality Control for Firms that Perform Audits and Reviews of Historical Financial Information, and Other Assurance and Related Services Engagements.

Conclusion

8. Based on our examination of the Statement, we certify that the information in the Statement is correctly extracted from the unaudited books of account and other relevant records of the Company and it is in compliance with the requirements of sub-regulation 4 of Regulation 169 under Chapter V of ICDR Regulations, section 42(6) of the Companies Act 2013 and rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, as applicable.

Restriction on Use

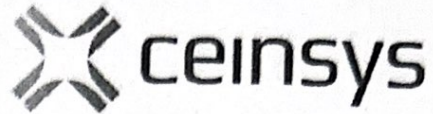
9. This report is intended solely for the use of the Management for the purpose of submission to the BSE Limited in connection with the receipt of consideration by the Company pursuant to the allotment of share warrants and equity shares on preferential basis to the allottees under the ICDR Regulations and is not to be used for any other purpose or distributed to any other person without our prior written consent. Accordingly, we do not accept or assume any liability or any duty of care for any other purpose or to any other person to whom this report is shown or into whose hands it may come without our prior written consent. We have no responsibility to update this certificate.

For Chaturvedi & Shah LLP
Chartered Accountants
(Firm Reg. No. 101720W / W100355)

R. Shah
Rupesh Shah
Partner
Membership No. 117964
UDIN: 24117964BKFYEL5823



Place: Mumbai
Date: September 20, 2024



Annexure A

STATEMENT OF PREFERENTIAL ISSUE AND ALLOTMENT OF EQUITY SHARES OF CEINSYS TECH LIMITED ("THE COMPANY") AND RECEIPT OF 100% CONSIDERATION IN CASH AND ISSUE AND ALLOTMENT OF SHARE WARRANTS OF THE COMPANY AND RECEIPT OF 25% CONSIDERATION IN CASH.

A. Statement of funds received on issue of equity shares on preferential basis:

Sr. No.	Name of the Allottee	No. of Equity shares	Amount Received (In Rs.) #
1.	Rare CP Fund I LP (Refer note 1)	7,44,543	41,68,69,626
2.	Raisoni Capital Finance Private Limited	1,78,603	9,99,99,820
3.	Treble Trading And Investment Company Private Limited	1,78,603	9,99,99,820
TOTAL		11,01,749	61,68,69,265

100% of the amount on issuance of equity shares of INR 10/- each of the Company on preferential basis at an issue price of INR 559.90/- per equity share to certain identified persons/ entities.

B. Statement of funds received on issue of convertible share warrants on preferential basis:

Sr. No.	Name of the Allottee	No. of share warrants	Amount Received (In Rs.) *
1.	Rare CP Fund I LP (Refer note 1)	14,89,086	20,84,34,813
2.	Mr. Sagar Dattatraya Meghe	7,14,413	9,99,99,960
3.	Mrs. Devika Sagar Meghe	7,14,413	9,99,99,960
4.	Mr. Raghav Sameer Meghe	1,78,603	2,49,99,955
TOTAL		30,96,515	43,34,34,687

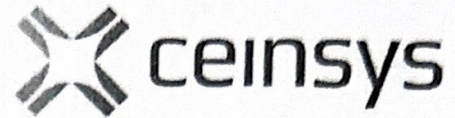
* 25% of the amount on issuance of share warrants, each convertible into the equity shares of INR 10/- each of the Company at an issue price of INR 559.90/- per share warrant to the promoter / promoter group of the Company and certain identified entities.

Note 1: Rs. 8,320 and Rs. 62,74,54,814 was credited in the bank statement on September 19, 2024 and September 20, 2024 respectively, as against the preferential issue of Equity shares amounting to Rs. 41,68,69,626 and 25% of upfront money requirement in case of share warrant of Rs. 20,84,34,813. The Company shall refund back the excess amount received amounting to Rs. 21,58,695 after deducting the bank charges if any.



Ceinsys Tech Ltd.
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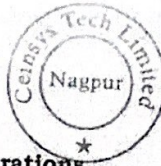
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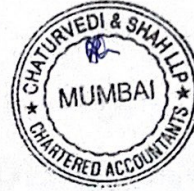
We confirm that the company is in compliance with the requirements of the Companies Act, 2013, as applicable and of sub-regulation 4 and 5 of Regulation 169 under Chapter V of the Securities and Exchange Board of India (the 'SEBI') (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended (the 'ICDR Regulations'), Section 42(6) of the Companies Act 2013 and rule 14 of the Companies (Prospectus and Allotment of Securities) Rules, 2014, as applicable. We further confirm that the above information is as per the unaudited books of account and other relevant records of the Company and it is the Company's responsibility to maintain the proper books of account and to account for all the relevant transactions in the books of account.

For Ceinsys Tech Limited

A handwritten signature in black ink, appearing to read 'Kaushik Khona'.



Kaushik Khona
Managing Director, India Operations
DIN: 00026597



Place: Nagpur
Date: September 20, 2024

Ceinsys Tech Ltd.
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