

**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:** 20 August 2024

**To**  
**National Stock Exchange of India Limited**  
Exchange Plaza,  
Bandra Kurla Complex  
Bandra (East), Mumbai-400051.

**Dear Sir / Madam,**

**Sub.: Outcome of the Board meeting held on Tuesday, 20 August 2024, at the Registered Office of the Company situated at S. No. 28//11-12, Shivaji Niketan, CTS No. 458A, Tejas Housing Society, Near Mantri Park, Behind Dhondiba Sutar Bus Stand, Kothrud, Pune 411038, in terms of the second proviso to Regulation 30(6) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Ref.: Vinsys IT Services India Limited (Symbol / ISIN: VINSYS / INE0OSJ01014)**

In reference to captioned subject, we would like to inform you that the Board of Directors of the Company, in their Board Meeting held on today i.e. on August 20, 2024, which was commenced at 6.00 P.M. and concluded at 6.30 P.M., have; apart from other businesses;

1. Approved Draft Directors' Report for the Financial Year 2023-24 along with its annexures and other reports to be included in the Annual Report 2023-24;
2. Decided to call 16<sup>th</sup> Annual General Meeting of the Company on Wednesday, 18 September 2024, at 11:30 A.M. (IST) through Video Conferencing (VC) or Other Audio-Visual Means (OVAM) in compliance with the applicable circulars of the Ministry of Corporate Affairs (MCA) and SEBI and approved the Draft Notice of 16<sup>th</sup> Annual General Meeting of the Company.

***The copy of Notice of 16<sup>th</sup> Annual General Meeting and Annual Report for the Financial Year 2023-24 will be submitted to exchange as soon as the same be sent to the Shareholders of the Company through Email registered with the Company / Depositories.***

3. Approved Schedule of Annual General Meeting w.r.t. cut-off date for remote e-voting, remote e-voting start date and end date.
4. Approved Appointment of National Securities Depository Limited (NSDL) as Remote E-Voting Agency for resolutions proposed to be passed at the Annual General Meeting.
5. Approved Appointment of M/s SCS & Co. LLP, Practicing Company Secretaries as Scrutinizer for E-Voting Process for the Annual General Meeting.
6. Further, pursuant to Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (Listing Regulations), the Board of Directors of the Company, considered and approved the formulation of Employee Stock Option Plan, viz., "Employee Stock Option Scheme 2024", in terms of the SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 subject to the approval of the members of the Company at the ensuing 16<sup>th</sup> Annual General Meeting ("AGM") of the Company scheduled to be held on Wednesday, 18 September 2024 at 11:30 A.M. (IST) and such other regulatory/statutory approvals as may be necessary.

**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

Details as required under Regulation 30 of the Listing Regulations read with SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023 is attached herewith as Annexure – A.

7. Considered and approved all other business as per the agenda circulated.

You are requested to take the same on your record.

**For Vinsys IT Services India Limited**

**Gayatree Karandikar**  
**Company Secretary &**  
**Compliance Officer**  
**M. No. A37827**  
**Place: Pune**

**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**Annexure – A**

<b>Sr. No.</b>	<b>Particulars</b>	<b>Details</b>
1.	Brief details of options granted	On the recommendations of the Nomination and Remuneration Committee (NRC), the Board of Directors of the Company have approved the formulation of “Employee Stock Option Scheme 2024”, with the authority to grant not exceeding 3,00,000 (Three Lakhs Only) employee stock options to such Eligible Employees of the Company and its subsidiaries as may be determined by the NRC (also designated as Compensation Committee), in one or more tranches, from time to time, which in aggregate shall be exercisable into not more than 3,00,000 (Three Lakhs Only) equity shares of face value of Rs. 10/- (Rupees Ten Only) each fully paid-up, subject to approval of the shareholders at the ensuing 16 <sup>th</sup> Annual General Meeting of the Company and such other regulatory/statutory approvals as may be necessary.
2.	Whether the scheme is in terms of SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (if applicable)	Yes
3.	Total number of shares covered by these options	3,00,000 (Three Lakh) equity shares of the face value of Rs. 10 each fully paid-up 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.
4.	Pricing Formula	Grant Price: Face value of the Equity Shares of the Company, i.e. Rs. 10 Exercise Price: The Grant Price
5.	Options Vested	Nil
6.	Time within which options may be exercised	Minimum 1 (One) year and maximum 4(four) years
7.	Options exercised	Nil
8.	Money realized by exercise of options	Nil
9.	The total number of shares arising as a result of exercise of option	Nil
10.	Options lapsed	Nil

**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

<b>Sr. No.</b>	<b>Particulars</b>	<b>Details</b>
11.	Variation of terms of options	The Compensation Committee shall not vary the terms of the Scheme in any manner, which may be detrimental to the interests of the Grantee
12.	Brief details of significant terms	<ol style="list-style-type: none"><li>1. Grant Price: Face value of the Equity Shares of the Company, i.e. Rs. 10</li><li>2. Exercise Price: The Grant Price</li><li>3. Vesting: Minimum 1 (One) year and maximum 4 (four) years</li><li>4. A Grantee will be required to complete a minimum service period of 3 (Three) years from the date of joining the employment to qualify to Exercise the vested Options and his rights under the Scheme.</li><li>5. Grantee, can Exercise the vested Options upon intimation by the Board within 3 (Three) years, from the date of such intimation.</li><li>6. Options may accelerate as may be determined by the Compensation Committee.</li><li>7. On Exercise of Options by the Grantee, the 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.</li><li>8. Upon Exercise of vested Options by the Employee, the resulting Option Shares can be transferred by the Employee but not earlier than 1 (one) year from the date of exercising such vested Options.</li><li>9. If the Company intends to de-list from all the recognized stock exchanges in accordance with the Applicable Law, then the Board shall have the power to set out terms and conditions for the treatment of vested Options and unvested Options in due compliance of the then prevailing Applicable Laws.</li></ol>
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	Not applicable