



CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT 2023 – 24/6TH MEETING OF THE BOARD OF DIRECTORS OF CAMBRIDGE TECHNOLOGY ENTERPRISES LIMITED HELD ON FRIDAY, THE 10TH DAY OF NOVEMBER, 2023 AT 2.00 PM IST AT REGISTERED OFFICE OF THE COMPANY AT CAPITAL PARK, 4TH FLOOR, UNIT NO. 403B & 404, PLOT NO. 1-98/4/1-13, 28 & 29, SURVEY NO.72, IMAGE GARDENS ROAD, MADHAPUR, HYDERABAD - 500 081, TELANGANA, INDIA.

ITEM No. 11.B: Appointment of Mr. Purnayya Puppala as CFO & Key Managerial Personnel of the Company

“RESOLVED THAT pursuant to the provisions of Section 203 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 and Rule 8A of (Appointment and remuneration of managerial personnel) Rules, 2014 and amendments thereto and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and as recommended by Nomination and Remuneration Committee of the Board, Mr. Purnayya Puppala, a Qualified Chartered Accountant from the Institute of Chartered Accountants of India, CWA/CMA who possess the requisite qualifications and experience, be and is hereby appointed as Chief Financial Officer & Key Managerial Personnel of the Company with effect from 10th November, 2023 on the terms and conditions and remuneration as stated below and / or as may be decided by the Board of Directors from time to time.”

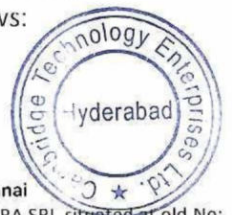
Terms and Conditions of appointment:

1. Terms of appointment as stated in his appointment letter.
2. To perform the roles, functions and duties of a Chief Financial Officer as required under the Companies Act, 2013 read with the rules made there under, SEBI Regulations, FEMA, any other laws, acts, rules, regulations, bye-laws and policies applicable to the company and/or employees of the company and to do all such other duties, acts, deeds and things ancillary and also in addition to the aforesaid as may be delegated by the Board of Directors/Management from time to time.
3. His roles and responsibilities are as applicable to a Key Managerial Personnel/Chief Financial Officer under Companies Act, 2013 read with the rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, FEMA, any other laws, acts, rules, regulations, bye-laws and policies applicable to the company and/or employees of the company.

B. Remuneration

4. Total cost to the company (CTC) is Rupees 45,00,000/- per annum (whether by way of salary, perquisites, variable pay or any other means including provident fund and group medical insurance but excluding gratuity fund or leave encashment).
5. Tax deduction is as applicable.
6. Group personal accident insurance and group term life insurance benefits are as applicable to employees of the company and as per policy of the company.

“RESOLVED FURTHER THAT Mr. Purnayya Puppala subsequent to his appointment as Chief Financial Officer additionally be authorized to do the following, if required and subject to applicable laws:



Registered & Corporate Office:
Cambridge Technology Enterprises Limited
Capital Park, 4th Floor, Unit No.403 B & 404,
Plot No. 1-98/4/1-13, 28 & 29, Survey No.
72, Image Gardens Road, Madhapur,
Hyderabad – 500 081, Telangana.
Tel: +91-40-67234400, Fax: +91-40-67234800
Email id: investors@ctepl.com

Bengaluru
91 Springboard Business Hub Pvt Ltd, 4th
Floor, #175 & #176, Dollars Colony, Phase 4,
JP Nagar, Bannerghatta Main Road,
Bengaluru - 560 076, Karnataka, India.
Tel: +91-80-4633 4400
Fax: +91-80-4299 5779

Mumbai
Level 4, A Wing, Dynasty Business
Park Andheri Kurla Road, Andheri
(E) Mumbai - 400 059,
Maharashtra, India.
Tel: + 91-22-6786 9410
Fax: + 91-22-6786 9199

Chennai
AMARA SRI, situated at old No:
313, New No: 455, Block No: 75,
7th floor, Anna Salai Teynampet,
Chennai 600 018, Tamilnadu,
India
Tel: + 91-40-6723 4400
Fax: + 91-40-6723 4800



CAMBRIDGE
TECHNOLOGY

7. Signing & filing necessary forms with the Registrar of Companies, Income Tax Authorities, GST Department, EPFO, ESI Authority, Professional Tax Authorities, GST Council, CBEC, STPI, Reserve Bank of India, Authorised Dealers from time to time.
8. Liaisoning with the Securities Exchange Board of India, Stock Exchanges, Registrar of Companies, investors, Income Tax Authorities, GST Departments, GST Council, CBEC, EPFO, ESI Authority, Professional Tax Authorities, STPI, Reserve Bank of India, Authorised Dealers as required from time to time.
9. Providing information, explanations and documents as may be required by the above said Authorities.
10. Such other duties, acts, deeds and things ancillary to the above.

“RESOLVED FURTHER THAT Mr. Dharani Raghurama Swaroop, Whole-Time Director or Mrs. K Jayalakshmi Kumari, Independent Director of the Company be and is hereby authorised to sign and submit requisite forms with the Registrar of Companies, Telangana, Stock Exchanges, Statutory bodies and do all such acts, deeds and things as may be necessary to give effect to the above resolution and to settle any questions, difficulties or doubts that may arise in this regard.”

“RESOLVED FURTHER THAT Mr. Dharani Raghurama Swaroop, Whole – time Director be and is hereby authorized to fix or revise his remuneration and / or to change his salary structure and/or compensation plan from time to time as he deems fit.

//Certified True Copy//

For Cambridge Technology Enterprises Ltd

Dharani Raghurama Swaroop
Whole-Time Director
(DIN:00453250)



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Chennai
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India
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