

NOTICE OF BOARD MEETING

SHORTER NOTICE IS HEREBY GIVEN THAT MEETING OF BOARD OF DIRECTORS OF MAESTROS ELECTRONICS & TELECOMMUNICATIONS SYSTEMS LIMITED WILL BE HELD ON FRIDAY, OCTOBER 25, 2024, AT 03:00P.M. THROUGH VIDEO CONFERENCING MODE DEEMED TO BE HELD AT THE REGISTERED OFFICE OF THE COMPANY SITUATED AT PLOT NO. EL/66, TTC INDUSTRIAL AREA, ELECTRONIC ZONE, MAHAPE, NAVI MUMBAI, THANE, MAHARASHTRA INDIA-400701.

To,

Mr. Balkrishna Kamalakar Tendulkar	Managing Director & Chairman
Mr. Narendra Prabhakar Mahajani	Non-Executive Director
Mr. SujayKulkarni	Non-Executive Director
Ms. Swati Manis Thanawala	Non-Executive Independent Director
Mr.Sudhir Bapat	Non-Executive Independent Director
CA Prakash Vithal Page	Non-Executive Independent Director

Subject: Shorter Notice of the 03rd Board Meeting of the financial year 2024-2025 scheduled to be held on Friday, October 25, 2024:

Dear Sir / Ma'am,

Shorter Notice is hereby given that a meeting of the Board of Directors (BM 03/2024-2025) of Maestros Electronics & Telecommunications Systems Limited will be held on, at 03:00p.m. through video conferencing mode deemed to be held at the registered office of the Company situated at Plot No. EL/66, TTC Industrial Area, Electronic Zone, Mahape, Navi Mumbai Thane MH 400701 India to transact the business as set out in the enclosed agenda.

The Members of the Board are requested to make it convenient to attend the Board Meeting to transact the business items listed in the agenda.

Maestros Electronics & Telecommunications Systems Limited

EL-66, TTC Industrial Area, Electronic Zone, Mahape, Navi Mumbai – 400701 Maharashtra, India
Tel: +91-22-2761 11 93 Website: www.metsl.in www.maestroselectronics.com Email ID: cs@metsl.in

CIN: L74900MH2010PLC200254



FOR MAESTROS ELECTRONICS & TELECOMMUNICATIONS SYSTEMS LIMITED

SD/-

Balkrishna Kamalakar Tendulkar

Managing Director

DIN: 02448116

Address:Plot No. EL/66, TTC Industrial Area, Electronic Zone, Mahape Navi Mumbai,
Thane MH 400701 IN

Date:October 21, 2024

Place:NaviMumbai



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Agenda Items:

Sr. No.	Particulars
1.	To grant leave of absence, if any.
2.	To take note of the circulation of the notice and ascertain the quorum for the meeting.
3.	To take note of the minutes of the previous Board Meeting held on Thursday, July 18, 2024.
4.	To take a note of the previous minutes of the Audit Committee Meeting held on Thursday, July 18, 2024.
5.	To take note of Related Party Transactions entered by the Company for the quarter and ended September 30, 2024, and sign the Register of Contracts and Arrangements under Section 189 of the Companies Act, 2013.
6.	To take note of closure of Trading Window as per SEBI (Prohibition of Insider Trading) (Second Amendment) Regulations, 2019.
7.	To take on note of the Investors Grievances Report, Shareholding pattern & various other compliances pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable circulars issued thereunder for the quarter ended September 30, 2024.
8.	To take on note of the various compliances pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable circulars issued thereunder for the quarter and year ended March 31, 2024.
9.	To review, consider and approve the Un-Audited Financial Results along with Limited review report for the quarter ended September 30, 2024, pursuant to Regulation 33 of the SEBI (LODR) Regulations, 2015.
10.	To review and take note of CEO/CFO Certificate pursuant to Regulation 33 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.
11.	To take note of Incorporation of subsidiary company “Carebridge technologies India Pvt ltd.”
12.	To Review the Progress of the Company.
13.	To discuss any other matter with the permission of the chair.

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NOTES TO AGENDA

Item No. 1:

To grant a leave of absence, if any:

Leave of Absence may be granted to any member of the Board who conveys his/her inability to attend the meeting.

Formal letter or intimation via email by any Director to Chairman, prior to the date of the Meeting will be taken into consideration.

The Board is requested to kindly consider and grant a leave of absence to the Director(s) who have requested for the same.

Item No. 2:

To take note of the circulation of the notice and ascertain the quorum for the meeting:

The Chairman is requested to take note of proper circulation of the notice along with all the supporting documents, if any convening the board meeting and to ascertain the quorum of the meeting.

Item No. 3:

To take note of the minutes of the previous Board Meeting held on Thursday, July 18, 2024:

The minutes of the previous meeting of the Board of Directors held on Thursday, July 18, 2024, will be placed before the board for their reference.

The Board is requested to note the minutes of the meeting and thereafter the minutes shall be signed by the Chairman of the meeting.

Item No. 4:

To take note of the previous minutes of the Audit Committee Meeting held on Thursday, July 18, 2024:

The minutes of the previous Audit Committee meeting held on Thursday, July 18, 2024, will be placed before the Board.

The Board is requested to peruse and take note of the same.

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Item No. 05:

To take note of Related Party Transactions entered by the Company for the quarter and ended September 30, 2024, and sign the Register of Contracts and Arrangements under Section 189 of the Companies Act, 2013.

The details of the Related Party Transactions carried out during the quarter ended September 30, 2024, and as approved by the audit committee will be placed before the Board for their deliberation, consideration and noting.

The Board is further informed that pursuant to Section 189 of the Companies Act, 2013; the relevant applicable entries are entered in the Register of Contracts and the same will be placed before the Board for their deliberation and consideration and thereafter the same shall be signed by all the Directors present at the meeting.

The Board is requested to take note of the same.

Item No. 06:

To take note of closure of Trading Window as per SEBI (Prohibition of Insider Trading) (Second Amendment) Regulations, 2019.

The Board is hereby informed that as per the SEBI (Prohibition of Insider Trading) (Second Amendment) Regulations, 2018, the Trading Window of the company is closed from closure of trading hours of BSE dated September 30, 2024, and shall remain closed till 48 hours after the declaration of financial statements for the quarter ended September 30, 2024.

The Board is requested to take note of the same.

Item No. 07:

To take on note of the Investors Grievances Report, Shareholding pattern & various other compliances pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable circulars issued thereunder for the quarter ended September 30, 2024.

The Board is hereby informed that the Company has complied with the Compliance related to Investor Grievance report and Shareholding pattern to be filed with stock exchange under Regulation 13(3) and 31 of SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015, for the quarter ended September 30, 2024.

The necessary reports and acknowledgements will be placed before the Board for its reference and consideration.

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The Board is requested to take note of the same.

Item No. 08:

To take on note of the various compliances pursuant to the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable circulars issued thereunder for the quarter ended September 30, 2024.

The Board is hereby informed that the Company has complied with all the applicable compliances for the quarter ended September 30, 2024, as mentioned below under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (herein after referred as SEBI (LODR) Regulations, 2015.

Sr. No.	Particulars
1	Corporate Governance Report under Regulation 27(2) of SEBI (LODR) Regulations, 2015.
2	Certificate under Regulation 74(5) of SEBI (Depositories & Participants) Regulations 2018.
3	Structural digital database (SDD) Compliance certificate under Regulation 3(5) and 3(6) of SEBI (PIT) Regulations, 2015.

The necessary reports and acknowledgements will be placed before the Board for its consideration. The Board is requested to take note of the above Compliances.

Item No. 09:

To review, consider and approve the Un-Audited Financial Results along with Limited review report for the quarter ended September 30, 2024, pursuant to Regulation 33 of the SEBI (LODR) Regulations, 2015.

The Board is hereby informed that Pursuant to Regulation 33 of Securities Exchange and Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015; the Un-Audited Financial Results for the quarter ended September 30, 2024, are required to be approved by the Board once the same are reviewed, approved, and recommended by the Audit Committee.

Accordingly, the Un-Audited Financial Results along with Limited review report of the Company for the quarter ended September 30, 2024, as furnished by the Statutory Auditors of the Company, and as recommended and approved by the Audit Committee will be placed before the Board of Directors for their consideration, deliberation, and approval.

Accordingly, the Board of Directors of the Company are requested to pass the following resolution with or without modification(s):

“RESOLVED THAT the Un-Audited financial results along with Limited review report of the Company as required under Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations,

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2015 for the quarter ended on September 30, 2024, as approved and recommended by Audit Committee and placed before the Board, be and are hereby approved.

“RESOLVED FURTHER THAT Mr. Balkrishna Kamalakar Tendulkar, as the Managing Director, Mr. Sanjeev Vijayan as the Chief Financial Officer, of the Company be and are hereby authorized to sign the said Un-audited financial results and the same be submitted to Statutory Auditors of the Company for their report thereon pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

“RESOLVED FURTHER THAT the Un-Audited financial results as aforesaid along with the Limited review Report be submitted to the Bombay Stock Exchange immediately after the meeting as prescribed in the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.”

Item No. 10:

To review and take note of CEO/CFO Certificate pursuant to Regulation 33 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

The Board is hereby informed that Compliance Certificate duly signed by Mr. Sanjeev Vijayan; the Chief Financial Officer of the Company certifying the financial results do not contain any false or misleading statements or figures and do not omit any material fact which may make the statements or figures contained therein misleading will be placed before the Board for their noting pursuant to Regulation 33 of SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015.

The Board is requested to review and take note of the same.

Item No. 11:

To take note of Incorporation of wholly owned subsidiary company “CAREBRIDGE TECHNOLOGIES INDIA PRIVATE LIMITED.”

The Board is hereby informed about that wholly owned subsidiary company i.e CAREBRIDGE TECHNOLOGIES INDIA PRIVATE LIMITED” has been incorporated on Oct 09, 2024. The company has successfully obtained its Certificate of Incorporation.

The Board is requested to review and take note of the same.

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Item No. 12:

To Review the Progress of the Company:

The Chairman will brief about performance of the company during the 01st Quarter of the financial year 2024-2025 ended on June 30, 2024, to all the Directors.

The Board is requested to take note of the same.

Item No. 13:

Any other Agenda with the permission of the chair:

In terms of Secretarial Standards-1 on Board Meetings, any item not included in the agenda may be taken up for consideration with the permission of the Chairman and with the consent of the majority of Directors present at the meeting.

Accordingly, any other matter apart from the agenda items mentioned aforesaid can be taken up with the permission of the Chair and majority of the Board of Directors.



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