



# CyberTech

Systems and Software Ltd.

REGD. OFFICE : 'CyberTech House', Plot No. B-63/64/65, Road # 21/34, J.B.Sawant Marg, MIDC, Wagle Estate, Thane - 400 604

• Tel : 91-22-2583 4643 / 44 / 45 • Fax : 91-22-2583 2574

• CIN L72100MH1995PLC084788 • E-mail : [cssl.investors@cybertech.com](mailto:cssl.investors@cybertech.com) • Website : <http://India.cybertech.com>

July 15, 2015

General Manager,  
Listing Department,  
Bombay Stock Exchange Limited,  
P.J. Tower Dalal Street,  
Mumbai 400 001  
Fax Nos: 022- 22722037/39/41/61  
022-22723121/37/91/27811557/3354  
/3577

Vice President,  
Listing Department,  
National Stock Exchange of India Limited  
'Exchange Plaza', Bandra Kurla Complex,  
Bandra (East), Mumbai - 400 051  
Fax Nos. 022-26598237138,  
022-26598347148

Scrip Code No: 532173

Scrip Code No: CYBERTECH

Dear Sir,

Sub: Share Capital Audit Report for the quarter ended June 30, 2015


Please find enclosed Share Capital Audit Report for the quarter ended June 30, 2015 received from M/S Anant Amdekar and Associates, Company Secretaries pursuant to Regulation 55A of SEBI Depositories Participants Regulations 1996.

Kindly take the same on records & oblige.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully,  
For CyberTech Systems and Software Limited

  
Sateesh Wadgaonkar  
GM and Company Secretary  
ACS 6512

Address: 1002, Florentina,  
10<sup>th</sup> Floor, Lodha Paradise,  
Majiwada,  
Thane (West)-400 601

Encl.: As above.



Annexure - XI to the Listing Agreement  
 Format of Quarterly Compliance Report on Corporate Governance  
 Name of the Company CYBERTECH SYSTEMS AND SOFTWARE LIMITED  
 Quarter ending on: JUNE 30, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No/N.A	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	YES	
(B) Independent Directors	49 (IIB)	YES	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	YES	
(D) Other provisions as to Board and Committees	49 (IID)	YES	
(E) Code of Conduct	49 (IIE)	YES	
(F) Whistle Blower Policy	49 (IIF)	YES	
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	YES	
(B) Meeting of Audit Committee	49 (IIIB)	YES	
(C) Powers of Audit Committee	49 (IIIC)	YES	
(D) Role of Audit Committee	49 (IIID)	YES	
(E) Review of Information by Audit Committee	49 (IIIE)	YES	
IV. Nomination and Remuneration Committee	49 (IV)	YES	
V. Subsidiary Companies	49 (V)	N.A.	COMPANY IS HAVING ONLY ONE WHOLLY OWNED FOREIGN SUBSIDIARY
VI. Risk Management	49 (VI)	YES	
VII. Related Party Transactions	49 (VII)	YES	
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	YES	Company has raised Invoices worth Rs. 8,77,73,634/- on CyberTech Systems and Software, INC USA, a 100% subsidiary of the Company for the period from April 1, 2015 to June 30, 2015
(B) Disclosure of Accounting Treatment	49 (VIII B)	NO	WILL BE DISCLOSED IN THE ANNUAL REPORT
(C) Remuneration of Directors	49 (VIII C)	NO	WILL BE DISCLOSED IN THE ANNUAL REPORT
(D) Management	49 (VIII D)	NO	WILL BE DISCLOSED IN THE ANNUAL REPORT
(E) Shareholders	49 (VIII E)	YES	
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	N.A.	
IX. CEO/CFO Certification	49 (IX)	NO	WILL BE CONSIDERED IN THE ENSUING BOARD MEETING TO BE HELD IN AUGUST 2015
X. Report on Corporate Governance	49 (X)	NO	WILL BE DISCLOSED IN THE ANNUAL REPORT
XI. Compliance	49 (XI)	NO	WILL BE CONSIDERED IN THE ENSUING BOARD MEETING TO BE HELD IN AUGUST 2015

Note:

- The details under each head shall be provided to incorporate all the information required as per the provisions of the Clause 49 of the Listing Agreement.
- In the column No. 3, compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the Clause 49 (I) of the Listing Agreement, "Yes" may be indicated. Similarly, in case the company has no related party transactions, the words "N.A." may be indicated against 49(VII).
- In the remarks column, reasons for non-compliance may be indicated, for example, in case of requirement related to circulation of information to the shareholders, which would be done only in the AGM/EGM, it might be indicated in the "Remarks" column as - "will be complied with at the AGM". Similarly, in respect of matters which can be complied with only where the situation arises, for example, "Report on Corporate Governance" is to be a part of Annual Report only, the words "will be complied in the next Annual Report" may be indicated.

