



CyberTech
Systems and Software Ltd.

CIN L72100MH1995PLC094788
Email cssi.investors@cybertech.com
Website : <http://india.cybertech.com>

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

July 14, 2014

The Secretary,
National Stock Exchange of India Limited,
Exchange Plaza,
B.K.C.,
Mumbai-400 051

Dear Sir,

Sub : Quarterly Compliance Report on Corporate Governance for the quarter ending June 30, 2014

We attach herewith Quarterly Compliance Report on Corporate Governance of our Company for the quarter ending June 30, 2014 as per Annexure I B to Clause 49 of the Listing Agreement.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For CyberTech Systems and Software Limited

Sateesh Wadagbalkar
GM & Company Secretary

✓ CC: The Bombay Stock Exchange Limited

Encl : a\1a

Annexure I B

Quarterly Compliance Report on Corporate Governance

Name of the Company: M/s. CyberTech Systems and Software Limited
Quarter ending on: June 30, 2014

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
I Board of Directors	49 I		
(A) Composition of Board	49(IA)	Yes	
(B) Non-executive Directors' compensation & disclosures	49 (IB)	Yes	
(C) Other provisions as to Board and Committees	49 (IC)	Yes	
D) Code of Conduct	49 (ID)	Yes	
II. Audit Committee	49 (II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	
(B) Meeting of Audit Committee	49 (IIB)	Yes	
(C) Powers of Audit Committee	49 (IIC)	Yes	
(D) Role of Audit Committee	49 II(D)	Yes	
(E) Review of Information by Audit Committee	49 (IIE)	Yes	
III. Subsidiary Companies	49 (III)	Yes	
IV. Disclosures	49 (IV)		
(A) Basis of related party transactions	49 (IV A)	Yes	
(B) Disclosure of Accounting Treatment	49 (IV B)	Yes	will be considered at the time of preparation of Annual Report
(C) Board Disclosures	49 (IV C)	Yes	will be considered at the time of preparation of Annual Report
(D) Proceeds from public issues, rights issues, preferential issues etc.	49 (IV D)	Yes	
(E) Remuneration of Directors	49 (IV E)	Yes	Will be considered at the time of preparing Annual

			Report
(F) Management	49 (IV F)	Yes	Will be considered at the time of preparing Annual Report
(G) Shareholders	49 (IV G)	Yes	Will be complied at the AGM
V.CEO/CFO Certification		Yes	
VI. Report on Corporate Governance	49 (V)	Yes	This item will be considered at the time of preparing Annual Report
VII. Compliance	49 (VII)	Yes	This item will be considered at the time pf preparing Annual Report

Note:

- 1) 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.
- 2) 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 (IV A).

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 .

For CyberTech Systems and Software Limited



Sateesh Wadagbalkar
GM & Company Secretary

Place: Thane

Date : 14.07.2014