

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

### October 2, 2014

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

Sub.: Disclosure of Voting Results of the 19th Annual General Meeting of the Members of the Company held on Tuesday 30, 2014, as per the requirements of Clause 35A and Proceedings of Annual general meeting as per Clause 31 (d) of the Equity Listing Agreement

In accordance with Clause 35A of the Equity Listing Agreement, we give below the voting results at the 19th Annual General Meeting (AGM) of the Members of the Company as per the format prescribed under the said clause:

Sr. No.	Description	Particulars					
1	Date of AGM	Tuesday September 30, 2014					
2	Book Closure date	Monday, September 22, 2014 to Tuesday, September 30, 2014					
3	Cut off date for E-voting	Friday, September 19, 2014					
4	Total number of Shareholders on Record date i.e. September 19, 2014	10036					
5	No. of shareholders pre	sent in the meeting either in perso	on or through pro	оху			
	Category of Shareholders	Present in person	Proxy	Total			
a)	Promoters and Promoter group	1	0	1			
b)	Public	32	0	32			
	Total	33	0	33			



CIN L72100MH1995PLC084788
Email cast investors@cybertech.com
Website:http://india.cybertech.com

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ItemNo	Ber ca	Resolution required (Ordinary/Special)	Mode of Voting	Remarks
1	Approval of Financial Statements for F.Y2013-14 along with	Ordinary	E-Voting and Poll	Resolution was passed by requisite majority
2	Declaration of Dividend for F.Y. 2013-14	Ordinary	E-Voting and Poll	Resolution was passed by requisite majority
3	Mr. Viswanath Tadimety as Director of the Companywho is	Ordinary	E-Voting and Poll	Resolution was passed by requisite majority
4	Appointment of Statutory Auditors for the period of three	Ordinary	E-Voting and Poll	Resolution was passed by requisite majority
5	Appointment of Mr. Prakash Staram Kenjale as an	Ordinary	E-Voting and Poll	Resolution was passed by requisite majority
6	Appointment of Mr. Sudhir Joshi as an Independent Director of the Company	Ordinary	E-Voting and Poll	Resolution was passed by requisite majority
7	Appointment of Dr. N.L. Sarda as an Independent Director of the Company	Ordinary	E-Voting and Poll	Resolution was passed by requisite majority
8	Appointment of Dr. Shreepad Karmalkar as an Independent Director of the Company	Ordinary	E-Voting and Poll	Resolution was passed by requisite majority
9	Appointment of Ms. Amogha Tadimety as a Director of the Company	Ordinary	E-Voting and Poll	Resolution was passed by requisite majority
10	Approval for holding the office of profit by Mr. Steven Jeske as Director in CyberTech Systems and Software Inc. U.S.A.	Special	E-Voting and Poll	Resolution was passed by requisite majority
	Approval for holding the office of profit by Mt. Viswanath Tadimety as Director in CyberTech Systems and Software Inc. U.S.A.	Special	E-Voting and Poll	Resolution was passed by requisite majority
	Issue of Securities under Employee Stock Option Scheme	Special	E-Voting and Poll	Resolution was passed by requisite majority
	Issue of Securities under Employee Stock Option Scheme (ESOS) to the employees and directors of holding and subsidiary companies and other persons	Special	E-Voting and Poll	Resolution was passed by requisite majority



CIN L72100MH1995PLC984769
Email cssl.investors@cybertech.com
Website:http://india.cybertech.com

The voting details of each resolution as per the prescribed format and the Scrutinizer's Reput received from Mr. Rohit Ghaisas, Practicing Company Secretary on the e-voting, and the poll conducted at the Meeting are annexed herewith

This disclosure may also be considered as compliance of Clause 3 1 (d) of the Equity Listing Agreement

Thanking you,

Yours faithfully,

For Cybertech Systems and Software Limited

Sateesh Wadagbalkar

GM and Company Secretary

Membership No. ACS 6512

Address: 1002, Florentina,

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

Encl: Voting Results of the Resolution prepared by Mr. Rohit Ghaisas, PCS



CyberTech Systems and Software Limited

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes -in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
			Resolution No.1				
			Mode of Voting: (E-voting)				
Promoter and Promoter Group	9,996,849	9,284,099	92.87	9,284,099		T 400.00	
Public Institutional Holders	575			0,204,023		100.00	-
Public-Others	16,523,919	5,225,933	31.63	5,225,933		100.00	
Total (A)	26,521,343	14,510,032	54.71	14,510,032	-	100.00	
			Mode of Voting: (Poll)				
Promoter & Promoter Group	9,996,849		are or voting. It on				
Public Institutional Holders	575	2			-	-	
Public-Others	16,523,919	34,114	0.21	34,114	-	100.00	
Total (B)	26,521,343	34,114	0.13	34,114	-	100.00	- 4
Result (A+B)	26,521,343	14,544,146	54.84	14,544,146		100.00	

### Resolution 2

CyberTech Systems and Software Limited

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes -in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
			Resolution No.2				JOZ AS RO 274 G 66
			Mode of Voting: (E-voting)				
Promoter and Promoter Group	0.000.040	0.004.000					
Promoter and Promoter Group	9,996,849	9,284,099	92.87	9,284,099	- 5	100.00	-
Public Institutional Holders	575						
Public-Others	16,523,919	5,225,933	31.63	5,225,933		100.00	-
Total (A)	26,521,343	14,510,032	54.71	14,510,032	-	100.00	-
		1111-1111-11				100.00	
			Mode of Voting: (Poll)				
Promoter & Promoter Group	9,996,849		4				175
Public Institutional Holders	575						
Public-Others	16,523,919	34,114	0.21	34,114		100.00	-
Total (B)	26,521,343	34,114	0.13	34,114		The state of the s	
Result (A+B)	26,521,343	14,544,146	54.84	14,544,146		100.00	



Demonstra (D. 14)	I was a second s	Cyber	Tech Systems and Software Limi	ted			
Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes -in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*10
			Resolution No.3				
			Mode of Voting: (E-voting)				
Promoter and Promoter Group	0.000.040						
	9,996,849	9,284,099	92.87	9,284,099.00		100.00	-
Public Institutional Holders	575						
Public-Others	16,523,919	5,225,933	31.63	5,225,933	-	400.00	
Total (A)	26,521,343	14,510,032	54.71	14,510,032,00	-	100.00	
				14,510,032.00	-	100.00	
			Mode of Voting: (Poll)				
Promoter & Promoter Group	9,996,849			T			
Public Institutional Holders	575				-	-	-
Public-Others	16,523,919	34,114	0.21	34,114		400.00	-
Total (B)	26,521,343	34,114	0.13	34,114	-	100.00	-
Result (A+B)	26,521,343	14,544,146	54.84	14,544,146		100.00	-
				14,044,140	-	100.00	-
		CyberT	Resolution 4 Fech Systems and Software Limit	nd			
Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding	No of Votes -in Favour (4)	No of Votes Against (5)	% of Votes in	% of Votes
				1 01001 (4)	Agentat (5)	favour on Votes polled (6)=[(4)/(2)]*100	Against on Votes polled (7)=[(5)/(2)]*100
			Resolution No.4				
			Mode of Voting: (E-voting)				

							Charles Control of the
		Resolution	No.4				
		Mode of Vo	oting (E-voting)				
Promoter and Promoter Group	9,996,849	9,284,099	92.87	9,284,099		100.00	
Public Institutional Holders	575		496-201	32222000		100,00	
Public-Others	16,523,919	E 205 022		4	-		
Total (A)		5,225,933	31.63	5,225,933	1.00	100.00	
Y State (1-1)	26,521,343	14,510,032	54.71	14,510,032	- 10	100.00	
		Mode of V	oting: (Poll)				
Promoter & Promoter Group	9,996,849				7.51		
Public Institutional Holders	575	2			-	-	-
Public-Others	16,523,919	34,114	0.21	24.444	(4)	-	
Total (B)	26,521,343	34,114		34,114		100.00	
Result (A+B)	26,521,343		0.13	34,114		100.00	-
	20,021,040	14,544,146	54.84	14,544,146		100.00	-



	Cyber	ech Systems and Software Limit	ed			
No of Shares held (1)	No of Votes Polled (2)			No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*10
		Resolution No.5				
		Mode of Voting: (E-voting)				
D 200 H 10				10		
9,996,849	9,284,099	92.87	9,284,099		100.00	
575						
16,523,919	5.225.933		E 225 022	-	100.00	
26,521,343	14,510,032		THE RESIDENCE OF THE PARTY OF T		The second secon	-
			1110101002		100.00	
		Mode of Voting: (Poll)				
9,996,849	2	-				
575					<del></del>	
16,523,919	34,114	0.21	34 114		100.00	
26,521,343	174677777				THE RESERVE AND ADDRESS OF THE PERSON NAMED AND ADDRESS OF THE	-
26,521,343	14,544,146	54.84	14,544,146		100.00	-
	9,996,849 575 16,523,919 26,521,343 9,996,849 575 16,523,919 26,521,343	9,996,849 9,284,099  575 16,523,919 5,225,933 26,521,343 14,510,032  9,996,849 - 575 - 16,523,919 34,114 26,521,343 34,114	No of Shares held (1)   No of Votes Polled (2)   % of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	Resolution No.5  Mode of Voting: (E-voting)  9,996,849  9,284,099  575  16,523,919  5,225,933  26,521,343  14,510,032  Mode of Voting: (Poll)  9,996,849  575	No of Shares held (1)   No of Votes Polled (2)   % of Votes polled on Outstanding Shares (3)=[(2)/(1)]*100   Favour (4)   No of Votes Against (5)	No of Shares held (1)   No of Votes Polled (2)   % of Votes polled on Outstanding shares (3)=[(2)/(1)]*100   Favour (4)   No of Votes   % of Votes in favour on Votes polled (6)=[(4)/(2)]*100

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		Cyber	Tech Systems and Software Limit	ted			
Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding	No of Votes -in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*10
			Resolution No.6			, resident	V-547-1-52
			Mode of Voting: (E-voting)				
Promoter and Promoter Group	9,996,849	9,284,099	92.87	9,284,099	-	100.00	
Public Institutional Holders	575						
Public-Others	16,523,919	5,225,933	31.63	5,225,933	-	100.00	-
Total (A)	26,521,343	14,510,032	54.71	14,510,032		100.00	
			Mode of Voting: (Poll)				
Promoter & Promoter Group	9,996,849						
Public Institutional Holders	575	- 2			-		-
Public-Others	16,523,919	34,114	0.21	24 114	-	100.00	-
Total (B)	26,521,343	34,114	0.13	34,114		100.00	
Result (A+B)	26 524 242	44.544.440	0.13	34,114	-	100.00	

54.84

14,544,146

100.00



Result (A+B)

26,521,343

14,544,146

		Calcas	Resolution 7	MODEL I			
Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	Tech Systems and Software Limi % of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes -in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes poiled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*10
			Resolution No.7		1		
			Mode of Voting: (E-voting)				
Promoter and Promoter Group	9,996,849	9,284,099	92.87	9,284,099	12	100.00	
Public Institutional Holders	575					0.000	8
Public-Others	16,523,919	5,225,933		220			
Total (A)	26,521,343	14,510,032	31.63	5,225,933	2	100.00	
	20,021,040	14,010,032	54.71	14,510,032		100.00	
			Mode of Vetters (D-10				
Promoter & Promoter Group	9,996,849		Mode of Voting: (Poll)				
Public Institutional Holders	575				4		
Public-Others	16,523,919	34,114			E		
Total (B)	26,521,343	34,114	0.21	34,114	- 2	100.00	
Result (A+B)	26,521,343	14,544,146	0.13	34,114	- 2	100.00	
	20,021,010	14,044,146	54.84	14,544,146		100.00	-
Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	I THE PARTY OF THE	ed No of Votes -in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
			Resolution No.8				
			Mode of Voting: (E-voting)				
Promoter and Promoter Group	9,996,849	0.204.000 T				70	
The state of the s	9,000,045	9,284,099	92.87	9,284,099.00	342	100.00	
Public Institutional Holders	575					Vieniax	
Public-Others	16,523,919	5,225,933		-			14
Total (A)	26,521,343	14,510,032	31.63	5,225,933		100.00	
	20,021,040	14,510,032	54.71	14,510,032		100.00	
			Made of Veting (P-1)				
romoter & Promoter Group	9,996,849		Mode of Voting: (Poll)				
ublic Institutional Holders	575					× 1	12
Public-Others	16 500 010		-				

0.21

0.13

54.84

34,114.00

34,114.00

14,544,146.00

100.00

100.00

100.00



Public-Others

Total (B)

16,523,919

26,521,343

26,521,343

34,114.00

34,114.00

14,544,146.00

			ech Systems and Software Limit				
Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes -in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
			Resolution No.9			<u> </u>	
			Mode of Voting (E-voting)				
Promoter and Promoter Group	9,996,849	9,284,099	92.87	9,284,099	-	100.00	-
Public Institutional Holders	575						
Public-Others	16,523,919	5,225,933	31.63	5,225,933	2	100.00	
Total (A)	26,521,343	14,510,032	54.71	14,510,032	F.	100.00	2
	711		Mode of Voting: (Poll)				
Promoter & Promoter Group	9,996,849		-				
Public Institutional Holders	575	E	- 4		- 2		
Public-Others	16,523,919	34,114.00	0.21	34,114.00		100.00	
Total (B)	26,521,343	34,114.00	0.13	34,114.00		100.00	
Result (A+B)	26,521,343	14,544,146.00	54.84	14,544,146.00		100.00	

Resolution 1
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		Tech Systems and Software Limit				
Promoter /Public	No of Shares held (1)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes -in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
		Resolution No.10		-		
		Mode of Voting: (E-voting)				

		Mode of Vo	ing (E-voting)				
Promoter and Promoter Group	9,996,849	9,284,099	92.87	9,284,099	i ie.	100.00	
Public Institutional Holders	575					-	-
Public-Others	16,523,919	5,225,933	31.63	5,225,933	-	100.00	
Total (A)	26,521,343	14,510,032	54.71	14,510,032	-	100.00	
		Mode of Vo	ting: (Poll)				
Promoter & Promoter Group	9,996,849		- 1				-
Public Institutional Holders	575		-		-		
Public-Others	16,523,919	34,114	0.21	34,114.00	23	100.00	
Total (B)	26,521,343	34,114	0.13	34,114.00	3.65	100.00	
Result (A+B)	26,521,343	14,544,146	54.84	14,544,146,00		100.00	-



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Cyner	(CC)	Sys	tems	ano	Software	Limitea

Promoter /Public	No of Shares held (1)		% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes -in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
			Resolution No.11			-	-
			Mode of Voting (E-voting)				
Promoter and Promoter Group	9,996,849	9,284,099	92.87	9,284,099	100	100.00	
Public Institutional Holders	575	- 4			-		
Public-Others	16,523,919	5,225,933	31.63	5,225,933	720	100.00	
Total (A)	26,521,343	14,510,032	54.71	14,510,032		100.00	
			Mode of Voting: (Poll)				
Promoter & Promoter Group	9,996,849		-		-		
Public Institutional Holders	575			2			
Public-Others	16,523,919	34,114	0.21	34,114.00	34.5	100.00	
Total (B)	26,521,343	34,114	0.13	34,114.00	3,63	100.00	
Result (A+B)	26,521,343	14,544,146	54.84	14,544,146.00	1+2	100.00	- 24

#### Resolution 12

### CyberTech Systems and Software Limited

Promoter /Public	No of Shares held (1)	No of Votes Polled (2)	% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes -in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled (7)=[(5)/(2)]*100
			Resolution No.12		-		
			Mode of Voting: (E-voting)				
Promoter and Promoter Group	9,996,849	9,284,099	92.870	9,284,099.00		100.00	-
Public Institutional Holders	575						-
Public-Others	16,523,919	5,225,933	31.626	5,225,933		100.00	-
Total (A)	26,521,343	14,510,032	54.71	14,510,032.00	- 2	100.00	-
			Mode of Voting: (Poll)				
Promoter & Promoter Group	9,996,849						
Public Institutional Holders	575		2				-
Public-Others	16,523,919	7,125	0.043	7,125.00		100.00	
Total (B)	26,521,343	7,125	0.027	7,125.00	24	100.00	14
Result (A+B)	26,521,343	14,517,157	54.74	14,517,157.00	14	100.00	12



			Tech Systems and Software Limit				
Promoter /Public	No of Shares held (1)		% of Votes polled on Outstanding shares (3)=[(2)/(1)]*100	No of Votes -in Favour (4)	No of Votes Against (5)	% of Votes in favour on Votes polled (6)=[(4)/(2)]*100	% of Votes Against on Votes polled {7}=[(5)/(2)]*100
	-		Resolution No.13			1	1
			Mode of Voting (E-voting)				
Promoter and Promoter Group	9,996,849	9,284,099	92 870	9,284,099	127	100.00	
Public Institutional Holders	575		-				-
Public-Others	16,523,919	5,225,933	31.626	5,225,933		100.00	
Total (A)	26,521,343	14,510,032	54.711	14,510,032	E22	100.00	3
			Mode of Voting: (Poil)				
Promoter & Promoter Group	9,996,849		-				-
Public Institutional Holders	575	-	-		-		
Public-Others	16,523,919	7,125	0.0431	7,125	37	100.00	3
Total (B)	26,521,343	7,125	0.0269	7,125	- Q	100.00	1 1
Physical Co. Co. Co. C. (1991)		The same of the sa					

54.74

14,517,157

100.00

14,517,157

For Cyber Tech Systems and Software Limited

J. K. Wad appell 19

GM and Company Secretary

Result (A+B)

26,521,343



# Report of Scrutinizer on E-Voting Process

[Pursuant to section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014)

September 26, 2014

The Chairman CyberTech Systems and Software Limited CyberTech House, Plot No. B-63/64/65, Road No. 21/34, J.B. Sawant Marg, MIDC, Wagle Estate Thane (West) - 400 604

# Sub: Scrutinizer's Report on E-Voting Process

Dear Sir,

PNO. 12782

Domb

The Company, in compliance with the Clause 35 of the Listing Agreement(s), entered by the Company with the Stock Exchanges and in accordance to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, had provided to the Members of the Company, facility to exercise their right of vote on the resolutions as set out in the Notice of the Nineteenth Annual General Meeting of the Company scheduled to be held on September 30, 2014 by way of electronic means.

I, Mr. Rohit Ghaisas, Company Secretary in Practice, having membership no. ACS - 30073, have been appointed as the Scrutinizer as required under the above mentioned rules for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisites majority for passing of resolutions as contained in the Notice convening the Nineteenth Annual General Meeting of the Company to be held on September 30, 2014.

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means on the resolutions contained in the notice for the Nineteenth Annual General Meeting of the members of the Company. My responsibility as a scrutinizer for the e-voting process is restricted to ensure that the e-voting process is conducted in a fair and transparent manner and make a Scrutinizer's report of the votes cast "in favour" or "against" the resolutions stated the notice of Nineteenth Annual General Meeting, based on the reports generated on tember 26, 2014 at 07.00 P.M. (IST) from the e-voting system provided by Central Depository Services Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the Company.

The Members of the Company holding shares on the record date ("Cut off" date) of September 19, 2014 were entitled to vote on the proposed resolutions as set out in the notice of said Annual General Meeting.

In this regard, I submit my report as under:

- The e-voting period remained open from Wednesday, September 24, 2014 (9.00 a.m. IST) to Friday, September 26, 2014 (6.00 p.m. IST).
- At the end of the e-voting period, we have unblocked the electronic votes in the presence of two witnesses (Mr. Sanjay Gupta and Mr. Kunal Sanap) who are not in the employment of the Company.
- 3. The details containing list of shareholders who voted 'for' or 'against' each of the resolutions that were put to vote were downloaded from the e-voting website of CDSL (<a href="https://www.evotingindia.com">https://www.evotingindia.com</a>) and have also been scrutinized for the purpose of this report.
- 4. The particulars of all the electronic votes casted by the members through e-voting process have been recorded in a register separately maintained for the purpose. The result of the evoting is as per annexure attached herewith.
- The Register, all other papers and relevant records relating to voting shall remain in our custody until the Chairman considers, approves and signs the minutes of aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe custody.

Thanking you,

Yours truly,

Rohit Ghaisas

**Practicing Company Secretary** 

Membership No. ACS 30073

CP No. 12782 Place: Dombivil 200

Witness No.1.

Witness No. 2

Kunal Sanap Opyl.

# Annexure to the Scrutinizer's Report

# Result of Voting Through Electronic Means:

	the diam of Posolution	Type of			Valid V	otes			Invalid Votes	
Reso.	Heading of Resolution	Resolution	Voting in Favour Voted (Assent) (Dis							
/Item No.		Membe	No. of Members Voting	mbers Votes	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted
1	Adoption of Audited Financial Statements, Reports of the Board of	Ordinary	28	14,510,032	100%	NIL	NIL	NIL	NIL	NIL
	Directors and Auditors for the year ended March 31, 2014							NIII	NIL	NIL
2	Declaration of Dividend on Equity Shares for the Financial Year 2013-14.	Ordinary	28	14,510,032	100%	NIL	NIL	NIL	125,10	
3	Appointment of Mr. Viswanath Tadimety (DIN 00008106), who retires by rotation and being eligible, offers himself for reappointment.		28	14,510,032	100%	NIL	NIL	NIL	NIL	NIL



		T of			Valid Vo	ites			Invalid Votes		
leso. No.	Heading of Resolution	Type of Resolution	Voting in Favour (Assent)			Voted Against (Dissent)					
Item No.		No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted		
4	Appointment of M/s. Lodha & Co., Chartered Accountants, (Firm Registration No. 301051E) as Statutory Auditors of the Company, for a period	Ordinary	28	14,510,032	100%	NIL	NIL	NIL	NIL	NIL	
5	of 3 years  Appointment of Mr. Prakash Sitaram Kenjale, as an Independent		28	14,510,032	100%	NIL	NIL	NIL	NIL	NIL	
6	Appointment of Mr. Sudhir Joshi, as an Independent Director of		28	14,510,032	100%	NIL	NIL	NIL	NIL	NIL	
7	Appointment of Dr. N. L. Sarda, as a Independent Director of the Company.	1	28	14,510,032	100%	NIL	NIL	NIL	NIL	NIL	

Reso. No. /Item	Heading of Resolution	Type of Resolution			Invalid	Votes				
No.			Voting in Favour (Assent)			Voted Against (Dissent)				
			No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted
8	Appointment of Mr. Shreepad Karmalkar, as an Independent Director of the Company.	Ordinary	28	14,510,032	100%	NIL	NIL	NIL	NIL	NIL
9	Appointment of Mg. Amogha Tadimety, as a Director of the Company.	Ordinary	28	14,510,032	100%	NIL	NIL	NIL	NIL	NIL
10	Approval for holding the office of profit by Mr. Steven Jeske as Director in CyberTech Systems and Software Inc. U.S.A.	Special	28	14,510,032	100%	NIL	NIL	NIL	NIL	NIL



Reso. No. /Item	Heading of Resolution	Type of Resolution			Valid V	otes			Invalid V	otes	
No.			Voting in Favour (Assent)			Voted Against (Dissent)					
			No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Members Voting	No. of Votes Casted	
11	Approval for holding the office of profit by Mr. Viswanath Tadimety as Director in CyberTech Systems and Software Inc.  U.S.A.	Special	28	14,510,032	100%	NIL	NIE	NIL	NIL	NIL	
12	Issue of Securities under Employee Stock Option Scheme	Special	28	14,510,032	100%	NIL	NIL	NIL	NIL	NIL	
13	Issue of Securities under Employee Stock Option Scheme (ESOS) to the employees and directors of holding and subsidiary companies and other persons		28	14,510,032	100%	NIL	NIL	NH.	NIL	NIL	

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## Report of Scrutinizer on Poll Process at the Annual General Meeting

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

September 30, 2014

The Chairman

Nineteenth Annual General Meeting of CyberTech Systems and Software Limited held on Tuesday, September 30, 2014 at CyberTech House, Plot No. B-63/64/65, Road No. 21/34, J.B. Sawant Marg, MIDC, Wagle Estate Thane (West) – 400 604

Dear Sir,

- I, Mr. Rohit Ghaisas, Company Secretary in Practice, bearing Membership No. ACS 30073, appointed as a Scrutinizer for the purpose of the poll taken on the resolution(s) as per the Annexure attached, at the Nineteenth Annual General Meeting of the Equity Shareholders of CyberTech Systems and Software Limited held on Tuesday, September 30, 2014 at 4.00 p.m. at CyberTech House, Plot No. B-63/64/65, Road No. 21/34, J.B. Sawant Marg, MIDC, Wagle Estate Thane (West) 400 604, submit my report as under:
- After the time fixed for closing of the poll by the Chairman, one (1) ballot box was kept for polling and the same was locked (sealed) in my presence with due identification marks placed on the same.
- 2. The locked (sealed) ballot box was subsequently opened in my presence (along with presence of two witnesses viz. Mr. Sanjay Gupta and Mr. Kunal Sanap, both are not in employment of the company) and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company / Registrars and Transfer Agents of the Company and the authorizations / Proxies lodged with the Company. The Signature of Members and No. of Shares held by respective members were scrutinized and confirmed by the Registrar and Transfer Agent, i.e. Link Intime India Private Limited.
- 3. I did not find any poll papers invalid
- The result of the poll is as per Annexure 1 attached herewith.
- The list of equity shareholders who voted 'FOR' or 'AGAINST' and those whose votes were declared 'invalid' for each resolution is attached as Annexure 2.



 The poll papers and all other relevant records were sealed and handed over to the Company Secretary of the Company, authorized by the Board, for keeping under safe custody.

Thanking you,

Yours truly,

Rohit Ghaisas

Practicing Company Secretary Membership No. ACS 30073

CP No. 12782 Place: Thane

### Witness:

We the undersigned witnessed that the ballot box was opened in our presence after meeting and was diligently scrutinized by Scrutinizer, Mr. Rohit Ghaisas, Practicing Company Secretary.

(Sanjay Gupta)

(Kunal Sanap)

## Annexure 1 to the Scrutinizer's Report

# Result of Voting (through Poll):

Reso.	Heading of Resolution	Type of			Valid V	otes			Invalid Votes	
No. /Item		Resolution	Voting in Favour (Assent)			Voted Against (Dissent)				
No.			No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Member s Voting	No. of Votes Casted	% of valid votes	No. of Member s Voting	No. of Votes Casted
1,	Adoption of Audited Financial Statements, Reports of the Board of Directors and Auditors for the year ended March 31, 2014	Ordinary	5	34,114	100%	Nil	Nil	Nil	Nil	Nil
2	Declaration of Dividend on Equity Shares for the Financial Year 2013-14.	Ordinary	5	34,114	100%	Nil	Nil	Nil	Nil	Nil
3	Appointment of Mr. Viswanath Tadimety (DIN 00008106), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	5	34,114	100%	Nil	Nil	Nil	Nil	Nil

Reso.	Heading of Resolution	Type of Resolution			Invalid Votes					
No. /Item			Voting in Favour (Assent)				Voted Against (Dissent)			
No.			No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Member s Voting	No. of Votes Casted	% of valid votes	No. of Member s Voting	No. of Votes Casted
4	Appointment of M/s. Lodha & Co., Chartered Accountants, (Firm Registration No. 301051E) as Statutory Auditors of the Company, for a period of 3 years.	Ordinary	5	34,114	100%	Nil	Nil	Nil	Nil	Nil
5	Appointment of Mr. Prakash Sitaram Kenjale, as an Independent Director of the Company.	Ordinary	5	34,114	100%	Nil	Nil	Nil	Nil	Nil
5	Appointment of Mr. Sudhir Joshi, as an Independent Director of the Company.	Ordinary	5	34,114	100%	Nil	Nif	Nil	Nil	Nil
,	Appointment of Dr. N. L. Sarda, as an Independent Director of the Company.	Ordinary	5	34,114	100%	Nil	Nil	NII	Nil	Nil

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Reso.	Heading of Resolution	Type of		Invali	Invalid Votes					
No. /Item No.		Resolution	V	(Assent)	ır	V	oted Agains (Dissent)	-management		
			No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Member s Voting	No. of Votes Casted	% of valid votes	No. of Member s Voting	No. of Votes Casted
8	Appointment of Mr. Shreepad Karmalkar, as an Independent Director of the Company.	Ordinary	5	34,114	100%	Nil	Nil	Nil	Nil	NII
9	Appointment of Ms. Amogha Tadimety, as a Director of the Company.	Ordinary	5	34,114	100%	Nil	Nil	Nil	Nil	Nil
10	Approval for holding the office of profit by Mr. Steven Jeske as Director in CyberTech Systems and Software Inc. U.S.A.	ice of profit by . Steven Jeske as ector in CyberTech tems and Software Inc.		34,114	100%	Nil	Nil	Nil	Nil	Nil
11	Approval for holding the office of profit by Mr. Viswanath Tadimety as Director in CyberTech Systems and Software Inc. U.S.A.	Special	5	34,114	100%	Nil	Nil	Nil	Nil	Nil
12	Issue of Securities under Employee Stock Option Scheme	Special	3	7,125	100%	Nil	Nil	NII	Nil	Nil



Reso. No. /Item No.	Heading of Resolution	Type of		Invalid Votes						
		Resolution	V	oting in Favor (Assent)	ur	v	oted Agains (Dissent)			
			No. of Members Voting	No. of Votes Casted	% of valid votes	No. of Member s Voting	No. of Votes Casted	% of valid votes	No. of Member s Voting	No. of Votes Casted
13	Issue of Securities under Employee Stock Option Scheme (ESOS) to the employees and directors of holding and subsidiary companies and other persons	Special	3	7,125	100%	Nil	Nil	Nil	Nil	Nil





Annexure 2 to the Scrutinizer's Report

		Resolution No.												
Name of Shareholder	No. of Shares	1	2	3	4	5	6	7	8	9	10	11	12	13
Suresh Makhija	3,166	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	NA	NA
Rajkumari Maheshlal Makhija	3,565	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	NA	NA
Nilesh Mafatlal Desai	2,400	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Arunaben C. Chabhadia	4,725	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes
Mahesh Kishinchand Makhija	20,258	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	Yes	NA	NA
Total Shares	34,114										7.45	1,95		15.45.3

Yours truly,

Rohit Ghaisas

Practicing Company Secretary Membership No. ACS 30073

CP No. 12782 Place: Thane N.