

1 July 2024

BSE Limited PJ Towers, 25<sup>th</sup> Floor, Dalal Street Mumbai 400001. Scrip Code: 532175 National Stock Exchange of India Ltd Exchange Plaza, Bandra-Kurla Complex, Bandra (E) Mumbai-400 051. Scrip Code: CYIENT

Dear Sir/ Madam,

Sub: Scrutinizer's report & Voting results of the Annual General Meeting ('AGM')

The 33<sup>rd</sup> AGM of the Company was held on 1 July 2024, through video conferencing and other audiovisual means, and the business mentioned in the Notice dated 25 April 2024, was transacted.

this regard, please find enclosed the following:

- 1. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. All resolutions as set out in the notice of 33<sup>rd</sup> AGM are passed with requisite majority.
- 2. Report of the Scrutinizer dated 1 July 2024, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) of the Companies (Management and Administration), Rules 2014.

The above information will be made available on the website of the Company at <a href="www.cyient.com">www.cyient.com</a>
This is for your information and records.

Thanking you, For Cyient Limited

Ravi Kumar Nukala DY. Company Secretary

			CYIENT LIMITED								
Date of the AGM/EGN	И		01-07-2024								
Total number of share	eholders on record	date	185284								
No. of shareholders p	resent in the meet	ing either in									
Promoters and Pr	omoter Group:		Not Applicable								
Public:			Not Applicable								
No. of Shareholders a	ttended the meeti	ng through									
Promoters and Pr	omoter Group:		3								
Public:			87								
Resolution No.	1										
	ORDINARY - To rec		•								
			s of the company fo	or the financial year	ended 31 March 2	2024 together v	with the reports of	tne boa	rd of dire	ectors and	
	the auditors there		tal atau a sa s		<b>6</b>		24 1 1			00	
· ·		solidated financi	ial statements of th	ie company for the	financial year ende	ed 31 March 20	124, together with	tne repo	ort of the	auditors	
	thereon;										
Whether promoter/	NI -										
promoter group are	No							04 - 5			
			,					% of			
			,	0/ af Vatas Dallad			0/ -{}/-+:-	Votes			
				% of Votes Polled			% of Votes in	against		\/ataa	
		No of change	1	on outstanding	Nia afiliataa in	No of Votes	favour on votes	on	\/-+	Votes	
Catagoni							polled	votes	Votes	Abstaine	
<del> </del>		held (1)		(3)=[(2)/(1)]* 100 81.7528			(6)=[(4)/(2)]*100 100.0000	polled	Invalid		
	E-Voting Poll		2,10,00,000 40,80,088		2,10,00,000 40,80,088					0	
1	Postal Ballot (if	2,56,87,190	40,00,000	13.0037	40,00,000		100.0000	0.0000	1	<del>                                     </del>	
	applicable)			0.0000	0	_	0.0000	0.0000			
· · · · · · · · · · · · · · · · · · ·	Total		2,50,80,088		•					0	
	E-Voting		5,62,01,553		5,61,82,534					1,62,583	
	Poll		1 020							0	
	Postal Ballot (if	6,31,91,484	1,020	0.0010	1,020	<del>                                     </del>	100.0000	3.0000	<del>                                     </del>		
	applicable)		0	0.0000	o	0	0.0000	0.0000	ه اه	0	
	Total		5,62,02,573		5,61,83,554					-	
<b>———</b>	E-Voting		3,23,974		3,23,807						
1	Poll		7 86 928						_		
	Postal Ballot (if	2,20,37,330	. ,55,525	5.57.63	.,55,326			113330	+		
	applicable)		0	0.0000	0	l o	0.0000	0.0000	ol o	0	
	Total		11,10,902				99.9850				
	Total	11,09,16,004									
	1 o car	11,00,10,004	3,23,33,303	74.2040	0,23,74,377	15,180	] 33.3707	0.0233	1	102333	

Resolution No.	2									
· ·	ORDINARY - To cor shares for the fina	• •		end of INR 12/- on t	the equity shares a	nd to declare a	final dividend of IN	√R 18/- (	on the ec	quity
Whether promoter/										
promoter group are	No									
	,	J	1	<u>'</u>				% of	<u> </u>	<u> </u>
!	1	Ţ	1	1	1		'	Votes	'	
!	'	Ţ	1	% of Votes Polled	1		% of Votes in	against	1 '	
!	'	Ţ	1	on outstanding	1			on	1 '	Votes
!	1	No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes	polled	votes	Votes	Abstaine
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	– against (5)	(6)=[(4)/(2)]*100	polled	Invalid	d
	E-Voting	J	2,10,00,000			0	100.0000	0.0000	0	0
!	Poll	2 56 97 100	40,80,088	15.8837	40,80,088	0	100.0000	0.0000	0	0
Promoter and	Postal Ballot (if	2,56,87,190	1	'					<u>'</u>	
Promoter Group	applicable)	J	0	0.0000	0	0	0.0000	0.0000	o o	0
	Total		2,50,80,088	97.6365	2,50,80,088	0	100.0000	0.0000	0	0
	E-Voting	ļ ļ	5,63,64,136	89.1958	5,63,64,136	0	100.0000	0.0000	0	0
1	Poll	6 21 01 484	1,020	0.0016	1,020	0	100.0000	0.0000	0	0
1	Postal Ballot (if	6,31,91,484	1	'					<u> </u>	
Public- Institutions	applicable)	J	0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,63,65,156	89.1974	5,63,65,156	0	100.0000	0.0000	0	0
	E-Voting		3,23,977	1.4701	. 3,23,795	182	99.9438	0.0561	L 0	9
	Poll	2,20,37,330	7,86,928	3.5709	7,86,928	0	100.0000	0.0000	0	, 0
Public- Non	Postal Ballot (if	2,20,37,330	1							
Institutions	applicable)	<u> </u>	0	0.0000	0	0	0.0000	0.0000	0	
	Total		11,10,905	5.041	. 11,10,723	182	99.9836	0.0164	1 0	
	Total	11,09,16,004	8,25,56,149	74.4312	8,25,55,967	182	99.9998	0.0002	2 0	9
Resolution No.	3									

Resolution No.	3									
Resolution required:	ORDINARY - To app	point a director i	in place of Mr. Mut	hiah Murugappan	Murugappan (DIN:	00170478), wh	o retires by rotatio	n and be	ing eligi	ble,
(Ordinary/ Special)	offers himself for r	e-appointment a	as a director liable	to retire by rotatio	n.					
Whether promoter/										
promoter group are	No									

			1		1	1	'	% of	'	1
			1		1	1	'	Votes	'	1
			1	% of Votes Polled	1	1	% of Votes in	against	1 '	
			1	on outstanding	1	1	favour on votes	on	1 '	Votes
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes	polled	votes	Votes	Abstaine
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	– against (5)	(6)=[(4)/(2)]*100	polled	Invalid	d
	E-Voting	]	2,10,00,000	81.7528	2,10,00,000	0'	100.0000	0.0000	0	0
	Poll	2,56,87,190	40,80,088	15.8837	40,80,088	0'	100.0000	0.0000	0	0
Promoter and	Postal Ballot (if	2,30,67,130			<u> </u>			<u> </u>	[ '	
Promoter Group	applicable)		0	0.0000	0'	0'	0.0000	0.0000	0	0
	Total		2,50,80,088	97.6365	2,50,80,088	0	100.0000	0.0000	0	0
	E-Voting		5,63,64,136	89.1958	5,48,85,931	14,78,205	97.3774	2.6225	0	0
	Poll	6,31,91,484	1,020	0.0016	1,020	0'	100.0000	0.0000	0	0
	Postal Ballot (if	0,31,31,404			,	'		<u> </u>	<u> </u>	
Public- Institutions	applicable)	<u> </u>	0	0.0000	o'	0	0.0000	0.0000	o	0
	Total		5,63,65,156	89.1974	5,48,86,951	14,78,205	97.3774	2.6226	0	0
	E-Voting		3,23,474	1.4678	3,19,330	4,144	98.7189	1.2810	0	512
	Poll	2 20 27 220	7,86,928	3.5709	7,86,928	0'	100.0000	0.0000	0	0
Public- Non	Postal Ballot (if	2,20,37,330			,					
Institutions	applicable)		0	0.0000	0'	0'	0.0000	0.0000	o	0
	Total		11,10,402	5.0387	11,06,258	4,144	99.6268	0.3732	. 0	512
	Total	11,09,16,004	8,25,55,646	74.4308	8,10,73,297	14,82,349	98.2044	1.7956	0	512

Resolution No.	4										
Resolution required:	ORDINARY - To an	point a director i	in place of Mr. Ven	kat Rama Mohan R	eddy Bodananu (D	N: 00058215).	who retires by rota	ation and	d heing e	eligible.	
	1	INARY - To appoint a director in place of Mr. Venkat Rama Mohan Reddy Bodanapu (DIN: 00058215), who retires by rotation and being eligible, rs himself for re-appointment as a director liable to retire by rotation.									
Whether promoter/	Offers minisch for i	Ге арропинентент	as a director mable	lo retire by rotatio							
•	No										
promoter group are	INO							0/ - f			
								% of			
								Votes			
				% of Votes Polled			% of Votes in	against			
				on outstanding			favour on votes	on		Votes	
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes	polled	votes	Votes	Abstaine	
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	– against (5)	(6)=[(4)/(2)]*100	polled	Invalid	d	
	E-Voting		2,10,00,000	81.7528	2,10,00,000	0	100.0000	0.0000	0	0	
	Poll	2 56 97 100	40,80,088	15.8837	40,80,088	0	100.0000	0.0000	0	0	
Promoter and	Postal Ballot (if	2,56,87,190									
Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0	
	Total		2,50,80,088	97.6365	2,50,80,088	0	100.0000	0.0000	0	0	

	E-Voting		5,63,64,136	89.1958	5,49,39,444	14,24,692	97.4723	2.5276	0	0
	Poll	6,31,91,484	1,020	0.0016	1,020	0	100.0000	0.0000	0	0
	Postal Ballot (if	0,31,31,404		1			[			
Public- Institutions	applicable)		0	0.0000	<u> </u>	o'	0.0000	0.0000	0	0
	Total		5,63,65,156	89.1974	5,49,40,464	14,24,692	97.4724	2.5276	0	0
	E-Voting		3,23,464	1.4678	3,19,038	4,426	98.6316	1.3683	0	522
	Poll	2,20,37,330	7,86,928	3.5709	7,86,928	0	100.0000	0.0000	0	0
Public- Non	Postal Ballot (if	2,20,37,330		1	(		1		7	
Institutions	applicable)		o	0.0000	ol	o <sup>!</sup>	0.0000	0.0000	0	0
	Total		11,10,392	5.0387	11,05,966	4,426	99.6014	0.3986	0	522
	Total	11,09,16,004	8,25,55,636	74.4308	8,11,26,518	14,29,118	98.2689	1.7311	0	522

Resolution No.	5									
Resolution required:	ORDINARY - Reapp	oointment of Sta	tutory Auditors - M	I/s. S.R Batliboi & A	Associates LLP, Char	tered Account	ants (Firm Registra	tion No.	FRN	
(Ordinary/ Special)	101049W/E30000	4)	•							
Whether promoter/										
promoter group are	No									
								% of		
								Votes		
				% of Votes Polled			% of Votes in	against		
				on outstanding			favour on votes	on		Votes
		No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes	polled	votes	Votes	Abstaine
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	– against (5)	(6)=[(4)/(2)]*100	polled	Invalid	d
	E-Voting		2,10,00,000	81.7528	2,10,00,000	0	100.0000	0.0000	0	0
	Poll	2,56,87,190	40,80,088	15.8837	40,80,088	0	100.0000	0.0000	0	0
Promoter and	Postal Ballot (if	2,30,67,190								
Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,50,80,088	97.6365	2,50,80,088	0	100.0000	0.0000	0	0
	E-Voting		5,63,64,136	89.1958	5,59,55,106	4,09,030	99.2743	0.7256	0	0
	Poll	6,31,91,484	1,020	0.0016	1,020	0	100.0000	0.0000	0	0
	Postal Ballot (if	0,31,31,404								
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,63,65,156	89.1974	5,59,56,126	4,09,030	99.2743	0.7257	0	0
	E-Voting		3,23,562	1.4682	3,19,760	3,802	98.8249	1.1750	0	398
	Poll	2,20,37,330	7,86,928	3.5709	7,86,928	0	100.0000	0.0000	0	0
Public- Non	Postal Ballot (if	2,20,37,330								
Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,10,490	5.0391	11,06,688	3,802	99.6576	0.3424	0	398
	Total	11,09,16,004	8,25,55,734	74.4309	8,21,42,902	4,12,832	99.4999	0.5001	0	398



# MKS & ASSOCIATES Company Secretaries

Flat No. 402, 4<sup>th</sup> Floor, Mahadev Residency Hill Top Colony, Erramanzil, Hyderabad – 500 082 (India) M. No. +91 994 948 9086

Email: manishcs31@gmail.com

#### REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014)

To
The Chairman
CYIENT LIMITED
4th Floor, 'A' Wing, Plot No.11,
Software Units layout Infocity,
Madhapur, Hyderabad TG 500081

33rd Annual General Meeting (AGM) of the Equity Shareholders of CYIENT LIMITED held on Monday 1st July 2024, at 2:30 PM IST through video Conferencing (VC) / other Audio Visual Means (OAVM)

Dear Sir.

- I, Manish Kumar Singhania, Practicing Company Secretary, at # Flat No. 402, 4th Floor, Mahadev residency, Irrum Manzil, Hyderabad 500082, appointed as Scrutinizer by the Board of Directors of CYIENT LIMITED (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) and electronic voting (e-voting) during the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 33rd Annual General Meeting of the Equity Shareholders of the Company held on Monday 1st July 2024, at 2:30 PM IST through VC, submit my report as under.
- 1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders on the resolutions proposed in the Notice of the 33rd Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting) during the AGM are conducted in a fair and transparent manner and render consolidated Scrutineer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.
- 2. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by KFin Technologies Limited (KFin).
- 3. In accordance with the Notice of the 33rd Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on 11<sup>th</sup> June 2024, the remote e-voting opened at 9:00 AM on June 27th, 2024 and remained open up to 5:00 PM on June 30th, 2024.
- 4. After declaration of voting by the Chairman, the shareholders participated at the AGM through VC voted through e-voting facility provided by KFin at the AGM.
- 5. The Equity Shareholders holding shares as on 21st June 2024 "cutoff date", were





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entitled to vote on the resolutions stated in the Notice of the 33rd Annual General Meeting of the Company.

- 6. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by KFin had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
- 7. After closure of e-voting at the AGM, the votes cast through e-voting during the AGM and through remote e-voting prior to the date of AGM were unblocked at 04:05 PM and downloaded from the e-voting website of KFin (https://www.evoting.karvy.com//). The e-voting data/results downloaded from the e-voting system of KFin were scrutinized and reviewed, the votes were counted, and the results were prepared.
- 8. Based on the data downloaded from KFin e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

### (A) RESOLUTION No.- 1 — To receive, consider and adopt:

- a) the audited financial statements of the company for the financial year ended 31st March 2024 together with the reports of the board of directors and the auditors thereon.
- b. the audited consolidated financial statements of the company for the financial year ended 31st March 2024, together with the report of the auditors thereon.

#### (i) Voted in favour of the resolution:

Particulars	Number of members	Number of	% of total
	present and	votes cast by	number of votes
	exercised voting	them	cast
E-Voting	576	7,75,06,341	
electronic voting (e-	34	48,68,036	99.98%
voting) during the AGM		·	99.90%
TOTAL	610	8,23,74,377	

### (ii) Voted against the resolution:

Particulars	Number of members	Number of	% of total
İ	present and	votes cast by	number of
	exercised voting	them	votes cast
E-Voting	6	19,186	
electronic voting (e-	0	0	0.02%
voting) during the AGM			0.02%
TOTAL	6	19,186	





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# (iii) Abstain votes:

Particulars	Number of members present and exercised voting	Number of votes cast by them
E-Voting	5	1,62,595
electronic voting (e- voting) during the AGM	0	0
TOTAL	5	162595

- (B) <u>RESOLUTION No.-2:</u> To confirm the payment of interim dividend of ₹ 12 per share and to declare a final dividend of ₹ 18 per share for the financial year 2023-24.
- (i) Voted in favour of the resolution:

Particulars	Number of members	Number of	%of total
	present and	votes cast by	number of
	exercised voting	them	votes cast
E-Voting	580	7,76,87,931	
electronic voting (e-	34	48,68,036	100%
voting) during the AGM			100%
TOTAL	614	8,25,55,967	

# (ii) Voted against the resolution:

Particulars	Number of members	Number of	% of total
	present and	votes cast by	number of
	exercised voting	them	votes cast
E-Voting	5	182	
electronic voting (e-			0.000/
voting) during the AGM	0	0	0.00%
TOTAL	5	182	

## (iii) Abstain votes:

Particulars	Number of members present and exercised voting	Number of votes of by them	ast
E-Voting	2		9
electronic voting (e-			
voting) during the AGM	0		0
TOTAL	2		9

(C) <u>RESOLUTION No- 3:</u> To appoint a director a director in place of Mr. Muthiah Murugappan Murugappan (DIN: 00170478), who retires by rotation and being eligible, offers himself for re-appointment as a director liable to retire by rotation.





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# (i) Voted in favour of the resolution:

Particulars	Number of members	1	%of total
	present and	votes cast by	number of
	exercised voting	them	votes cast
E-Voting	537	7,62,05,261	
electronic voting (e-	34	48,68,036	98.20%
voting) during the AGM			90.20%
TOTAL	571	8,10,73,297	

# (ii) Voted against the resolution:

Particulars	Number of members	Number of	% of total
	present and	votes cast by	number of
	exercised voting	them	votes cast
E-Voting	53	14,82,349	
electronic voting (e-			1.8%
voting) during the AGM	0	0	1.0%
TOTAL	53	1482349	

# (iii) Abstain votes:

Particulars	Number of members present and exercised voting	Number of votes cast by them
E-Voting	4	512
electronic voting (e-		
voting) during the AGM	0	0
TOTAL	4	512

(D) <u>RESOLUTION No.- 4:</u> To appoint a director in place of Mr. Venkat Rama Mohan Reddy Bodanapu (DIN: 00058215), who retires by rotation and being eligible, offers himself for re-appointment as a director liable to retire by rotation.

Particulars	Number of members	Number of votes	% of total	
	present and	cast by them	number of	
	exercised voting	_	votes cast	
E-Voting	554	7,62,58,482		
electronic voting (e- voting) during the AGM	34	48,68,036	98.27%	
TOTAL	588	8,11,26,518		

# (ii) Voted against the resolution:

Particulars	Number of members	Number of votes	% of total
	present and	cast by them	number of
	exercised voting		votes cast
E-Voting	33	14,29,118	
electronic voting (e-			1.73%
voting) during the AGM	0	0	1.73%
TOTAL	33	14,29,118	





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# (iii) Abstain votes:

Particulars	Number of members present and exercised voting	Number of votes cast by them
E-Voting	4	522
electronic voting (e- voting) during the AGM	0	0
TOTAL	4	522

(E) <u>RESOLUTION No 5:</u> Reappointment of Statutory Auditors - M/s. S.R Batliboi & Associates LLP, Chartered Accountants (Firm Registration No. FRN 101049W/E300004)

Particulars	Number of members	Number of votes	% of total
	present and	cast by them	number of
	1 · · · · · · · · · · · · · · · · · · ·		votes cast
E-Voting	568	7,72,74,866	
electronic voting (e-voting) during the AGM	34	48,68,036	99.50%
TOTAL	602	8,21,42,902	

## (ii) Voted against the resolution:

Particulars	Number of members	Number of votes	% of total
	present and	cast by them	number of
	exercised voting		votes cast
E-Voting	20	4,12,832	
electronic voting (e-			0.50%
voting) during the AGM	0	0	0.50%
TOTAL	20	4,12,832	

# (iii) Abstain votes:

Particulars	Number of members present	Number	of votes	cast
	and exercised voting	by them		
E-Voting	3			398
electronic voting (e-	0		•	0
voting) during the AGM				
TOTAL	3			398

Thanking you, Yours faithfully

Place: Hyderabad Date: 01.07.2024 For MKS and Associates (Reg. No. S2017TL460500)

Hyderabad

Manish Kumar Singhania Practicing Company Secretary: ACS No. 22056, C P No: 8068 UDIN: A022056F0006321936