

Ref. No.- CITL/SE/09/2022-23

Monday, 30<sup>th</sup> May, 2022

Department of Corporate Services (Listing) BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai - 400 001 <b>Scrip Code: 532413</b>	Listing Department National Stock Exchange of India Limited 5 <sup>th</sup> Floor, Exchange Plaza Bandra (E), Mumbai-400 051  <b>Scrip Symbol: CEREBRAINT</b>
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Dear Sirs

**Sub: Intimation of Outcome of Board Meeting held on 30<sup>th</sup> May, 2022**

**Ref: Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations")**

Further to our intimation dated 23<sup>rd</sup> May, 2022 and pursuant to Regulations 30 of SEBI LODR Regulations, we hereby inform you that the Board of Directors of Cerebra Integrated Technologies Limited (the "Company") at its Meeting held today i.e., 30<sup>th</sup> May, 2022, which commenced at 11:45 AM and concluded at 10:40 PM *inter-alia*, considered and approved the following:

1. Audited Financial Results prepared in accordance with Indian Accounting Standards (Ind AS) for the fourth quarter and financial year ended 31<sup>st</sup> March, 2022;

We hereby confirm that Messrs. YCRJ & Associates, Chartered Accountants (ICAI Firm Registration Number: 006927S), Statutory Auditors of the Company, have issued the Audit Report for the fourth quarter and financial year ended 31<sup>st</sup> March, 2022 with a modified opinion on the Audited Financial Results of the Company and pursuant to SEBI Circular No. CIRCULARCIR/CFD/CMD/56/2016 dated 27<sup>th</sup> May, 2016, statements showing impact on audit qualifications is also enclosed herewith.

2. Appointment of Messrs RPAR & Co. as the Internal Auditors of the Company for the FY 2022-23.
3. Managing Director, in consultation with Chairman of the Company, was authorised to convene 28<sup>th</sup> Annual General Meeting of the Members of the Company and to fix the Book Closure Date.



Please treat this as compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI Guidelines and Corporate Laws and take the same on record.

Thanking you  
Yours faithfully

**For Cerebra Integrated Technologies Limited**

  
**Maitri Chatterjee**  
**Company Secretary and**  
**Compliance Officer**  
**M. No. - A57375**



**Encl: As above**

INDEPENDENT AUDITOR'S REPORT

To  
The Board of Directors of  
Cerebra Integrated Technologies Limited

# 236, 3rd Floor, 14th Main,  
'F' Block, Sahakaranagar,  
Bengaluru - 560 092,  
India

Phone: +91 80 2362 3395  
+91 80 4371 3396

E-mail: info@ycrjca.com

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Report on the audit of Standalone Financial Results

Qualified Opinion

We have audited the accompanying standalone quarterly financial results of Cerebra Integrated Technologies Limited (CIN :I.85110KA1993PLC015091), for the quarter ended 31<sup>st</sup> March, 2022 and the year to date results for the period from April 01, 2021 to March 31, 2022, attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, Except for the effects of matters mentioned in the "Basis for Qualified Opinion" Para, these standalone financial results:

- a. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations; and
- b. gives a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India of the net profit and other comprehensive income and other financial information of the company for the quarter ended March 31, 2022 as well as the year to date results for the period from April 01, 2021 to March 31, 2022.

Basis for Qualified Opinion

We conducted our audit of in accordance with the Standards on Auditing ("SA"s) specified under Section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those SAs are further described in the "Auditor's Responsibilities for the Audit of the Financial Results" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the financial results under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. We believe that the audit evidence obtained by us is sufficient and appropriate to provide a basis for our Qualified opinion.



- *The company has reported Rs.22.88 Crore as inventory held by the company as on 31.03.2022 which includes Rs.14.97 Crore being materials related to E Waste Division, for which we have not been provided with item wise details, movement of inventory during the year and basis for valuation. And, Due to the nature of inventory, we could not verify the quantity of the inventory and in the absence of sufficient audit evidence we are unable to ascertain the correctness of the quantity and value of inventory held by the E waste division as on 31.03.2022. In view of the above we are unable ascertain the correctness of the valuation of Inventory and ascertain its consequent impact, if any on the standalone financial result.*
- *Loans and Advances (under Non current assets) reported by the company includes Rs.5.94 Crore receivable from its subsidiary company and which is outstanding for more than 2 years. Also, the subsidiary company's auditors expressed concerns over the subsidiary company's ability to continue as going concern as the net worth of the company has been completely eroded. The company has not made any provision for expected loss of said advance and its investment in equity shares (with book value of Rs.0.035 Crore) of the said subsidiary company. And hence, profit and Reserves reported in standalone financial result are over stated to the extent of Rs.5.97 Crore.*

**Emphasis of Matter**

We draw attention to the following matters in the standalone financial results wherein:

- The company has reported total receivables of Rs.189.09 crore (Ref Note No.6 ) out of which Rs.18.74 crore outstanding for more than 3 years, classified as undisputed trade receivables.
- The company has total Advances of Rs.85.28 Crore (Ref Note No.4) reported under "Other Non Current Assets" of the statement of assets and liabilities, which is due from overseas parties and are outstanding for more than 1 year which are subject to statutory compliances.

Our opinion on the Statement is not modified in respect of above matters

**Management's Responsibilities for the Standalone Financial Results**

These quarterly standalone financial results as well as the year-to-date standalone financial results have been prepared on the basis of the annual financial statements.

The company's management and the Board of Directors are responsible for the preparation and presentation of these financial results that give a true and fair view of the net profit and other comprehensive income of the company and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standards, prescribed under Section 133 of the Act, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls that were



operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial results, the Board of Directors are responsible for assessing the Company's ability, to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the financial reporting process of the Company.

### **Auditor's Responsibilities for the Audit of the Standalone Financial Results**

Our objectives are to obtain reasonable assurance about whether the standalone financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we are responsible for expressing our opinion, through a separate report on the complete set of financial statements, on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our opinion

s are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the standalone financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

## Other Matters

The standalone annual financial results include the results for the quarter ended 31 March 2022 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review by us.

For **YCRJ & Associates**  
Chartered Accountant  
Firm Reg: 006927S

  
**Yashwanth Khanderi**  
Partner

M No : 029066

Place: Bangalore

Date : May 30, 2022

UDIN : 22029066AJXZLH2232





**CEREBRA INTEGRATED TECHNOLOGIES LIMITED**

CIN: L85110KA1993PLC015091

Regd. Office: No. S 5 Off 3rd Cross, 1st Stage, Peenya Industrial Area,  
Bangalore-560058 Tel No.: +91 80 2839 4783

email : investors@cerebracomputers.com, Website : www.cerebracomputers.com,

Rs. In Lakhs

Statement of Standalone Audited Financial Results for the Fourth Quarter and Year ended 31.03.2022

(Except EPS)

Particulars	Quarter ended			Year Ended	
	Audited	Unaudited	Audited	Audited	
	31.03.2022	31.12.2021	31.03.2021	31.03.2022	31.03.2021
<b>I INCOME :</b>					
(a) Revenue from operations	7,691.29	7,008.88	1,956.96	23,107.68	6,390.19
(b) Other income	463.79	6.30	1.14	479.73	14.74
<b>Total income</b>	<b>8,155.07</b>	<b>7,015.18</b>	<b>1,958.10</b>	<b>23,587.41</b>	<b>6,404.93</b>
<b>II Expenses</b>					
(a) Cost of materials consumed	6,267.54	5,118.80	1,366.98	17,190.50	3,934.64
(b) Employee benefit expenses	297.23	226.91	264.24	918.81	754.87
(c) Finance cost	202.75	141.81	118.76	624.96	402.98
(d) Depreciation and amortisation	9.34	0.25	9.73	42.80	37.56
(e) Other expenses	287.54	154.79	114.79	762.23	544.24
<b>Total expenses</b>	<b>7,064.39</b>	<b>5,642.56</b>	<b>1,874.50</b>	<b>19,539.30</b>	<b>5,674.29</b>
<b>Profit before exceptional items and tax</b>	<b>1,090.68</b>	<b>1,372.62</b>	<b>83.60</b>	<b>4,048.11</b>	<b>730.64</b>
<b>Exceptional items</b>					
<b>Profit Before Tax</b>	<b>1,090.68</b>	<b>1,372.62</b>	<b>83.60</b>	<b>4,048.11</b>	<b>730.64</b>
Current tax	849.16	205.89	105.72	1,292.77	272.27
Prior Period Tax Expenses					
Deferred tax expense			(4.07)	12.83	(4.07)
<b>Total tax expense</b>	<b>849.16</b>	<b>205.89</b>	<b>101.65</b>	<b>1,305.60</b>	<b>268.20</b>
<b>Profit after tax for the year</b>	<b>241.52</b>	<b>1,166.73</b>	<b>(18.06)</b>	<b>2,742.51</b>	<b>462.43</b>
<b>OTHER COMPREHENSIVE INCOME / (LOSS)</b>					
<b>(B) (i) Items that will not be reclassified subsequently to the statement of profit and loss</b>					
(ii) Income tax on the items that will not be reclassified subsequently to the statement of profit and loss			(0.57)	(0.22)	0.01
<b>TOTAL OTHER COMPREHENSIVE INCOME / (LOSS)</b>			<b>(1.70)</b>	<b>(0.22)</b>	<b>0.02</b>
<b>TOTAL COMPREHENSIVE INCOME / (LOSS) FOR THE YEAR</b>	<b>241.52</b>	<b>1,166.73</b>	<b>(19.76)</b>	<b>2,742.29</b>	<b>462.45</b>
<b>Earnings per share (of Rs 10 each):</b>					
Basic	0.02	0.96	(0.02)	2.45	0.38
Diluted	0.02	0.96	(0.02)	2.31	0.38

**Notes**

- The above audited financial results as reviewed and recommended by the Audit Committee were approved by the Board of Directors at its Meeting held on 30th May, 2022.
- These financial results have been prepared in accordance with Indian Accounting Standards ("IND AS) prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules thereunder and in terms of Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and SEBI Circular dated 5 July, 2016.
- The Third facility at Narsapura is almost ready which will result in enhanced capacity.
- During the year, the Company has sold its investment in the Dubai subsidiary and necessary share transfer agreement has been executed. The Company had few advances given to its erstwhile subsidiary and amount receivable from them have been classified under loans and advances and necessary agreement has been entered with the Purchaser of shares for refund of the advance amount. The advance amount includes the advance amount paid by the Company to its vendors in Dubai on behalf of the erstwhile subsidiary.
- During the year the Company has reversed the machinery work - in progress created last year and during the year due to technical issues and short shipment. We have been forced to reject the consignment.
- Receivable includes Rs. 18.74 crores which is pending for more than three years and the management is confident of recovering the same during the year.
- During the year the company has received the final order from NCLT, Bengaluru Bench for reduction of paid-up capital and necessary effect has been given in the books of account.

For and on behalf of the Board of Directors  
For CEREBRA INTEGRATED TECHNOLOGIES LTD.**Managing Director****V. Ranganathan****Managing Director**

DIN: 01247305

Place : Bangalore

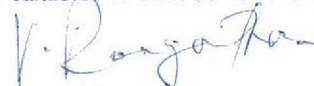
Date : 30th May 2022

## Statement of Assets and Liabilities

Particulars	Rs. in Lakhs	
	31/Mar/22	31/Mar/21
<b>Assets</b>		
Non-current assets		
Property, plant and equipment	958.93	957.67
Intangible asset	28.19	27.81
Capital work In progress- Building	290.91	733.97
Intangible asset under development	-	-
Financial assets		
i) Investments		
a) Investment in subsidiaries, associates and joint ventures	3.50	337.06
b) Investment in others	23.39	22.37
ii) Trade receivables	6,056.75	6,056.75
iii) Loans and advances	1,434.55	846.21
iv) Other financial assets	34.25	7.07
Deferred tax assets(Net)	53.96	66.79
<b>Other non current assets</b>	<b>8,529.77</b>	<b>9,389.89</b>
Current assets		
Inventories	2,287.75	2,544.69
Financial assets		
i) Trade receivables	18,908.87	7,173.44
ii) Cash and cash equivalents	39.52	13.69
iii) Bank balances other than (ii) above	187.13	514.24
iv) Loans and advances	1,500.00	694.51
Other current assets	2,763.26	49.66
<b>Total assets</b>	<b>43,100.73</b>	<b>29,435.81</b>
<b>Equity and liabilities</b>		
<b>Equity</b>		
(a) Equity share capital	11,199.66	12,119.66
(b) Other equity	15,086.77	11,423.41
<b>Liabilities</b>		
<b>Non-current liabilities</b>		
Financial liabilities		
Borrowings	3.31	8.77
Provisions	88.67	38.82
<b>Current liabilities</b>		
Financial liabilities		
i) Borrowings	3,242.40	968.00
ii) Trade payable		
a) Total outstanding dues of micro enterprise and small enterprise	9.61	11.30
b) Total outstanding dues of creditors other than micro enterprise and small enterprise	8,774.87	2,014.87
iii) Other financial liabilities	219.78	294.47
Provisions	73.59	42.21
Other current liabilities	1,111.22	813.58
Current tax liabilities (Net)	3,290.84	1,700.71
<b>Total equity and liabilities</b>	<b>43,100.73</b>	<b>29,435.81</b>

For and on behalf of the Board of Directors

For CEREBRA INTEGRATED TECHNOLOGIES LTD.



Managing Director

V. Ranganathan  
Managing Director

Place : Bangalore

Date: 30th May 2022

DIN: 0124730



**Cerebra Integrated Technologies Limited**  
**Standalone Cash flow Statement for the Year Ended 31st March 2022**

Rs. in Lakhs

Particulars	2021-22		2020-21	
<b>A.Cashflow from operating activities</b>				
Net profit before tax		4,049.19		729.68
Adjustments for:				
Depreciation(net)			37.56	
Interest expenditure	624.96		402.98	
Interest income	-12.08		-34.29	
Excess provision/unclaimed credit withdrawn	-		-1.34	
Trade receivables written off	-		-	
Income tax provision	-		-	
Dividend Income	-		-1.66	
Bad Advances Written off	-		-	
Profit on sale of assets	-	612.87	-	403.25
Operating profit/(Loss)before working capital changes		4,662.06		1,132.93
Adjustments for changes in :				
Decrease/(increase) in inventories	256.94		-1,388.10	
Decrease/(increase) in trade & other recivables	-14,670.00		6,148.57	
Decrease/(increase) in trade & other payables	8,652.63		-6,205.68	
		-5,760.44		-1,445.21
Cash generated from operations		-1,098.37		-312.28
Less: Income tax paid(net of refund)		1,305.60		268.30
<b>Net cashflow from operating activities</b>		<b>-2,403.97</b>		<b>-580.58</b>
<b>B.Cashflow from investing activities</b>				
Interest income	12.08		34.29	
Investment in Subsidiary	333.56		0.01	
Investment in fixed deposits			3.00	
Redemption /(Investment) in mutual funds(Net)	-1.02		-1.52	
Purchase of fixed assets including capital WIP	441.42		-766.33	
<b>Net cash flow from investing activities</b>		<b>786.04</b>		<b>-730.54</b>
<b>C.Cashflow from Financing activities</b>				
Increase(decrease) in borrowings	-5.47		-4.64	
Amount received towards share capital, security premium and share warrants				
Interest paid	-624.96		-402.98	
<b>Net cash flow from financing activities</b>		<b>-630.42</b>		<b>-407.62</b>
<b>Net increase/(Decrease)in Cash &amp; Cash equivalent(A+B+C)</b>		<b>-2,248.35</b>		<b>-1,718.74</b>
Cash &Cash equivalents				
Opening balance		-954.31		764.42
Closing balance		-3,202.88		-954.31
<b>Net increase/Decrease in cash and cash equivalents</b>		<b>-2,248.58</b>		<b>-1,718.74</b>

For and on behalf of the Board of Directors

**For CEREBRA INTEGRATED TECHNOLOGIES LTD.**

  
**Managing Director**

**V. Ranganathan**  
**Managing Director**

DIN: 01247305

Place : Bangalore

Date: 30th May 2022

## ANNEXURE I

### Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along-with Annual Audited Financial Results – (Standalone)

<u>Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2022</u>				
I.	Sl. No.	Particulars	Audited Figures (Rs. in Lakhs Except EPS)  (as reported before adjusting for qualifications)	Adjusted Figures (Rs. in Lakhs Except EPS) (audited figures after adjusting for qualifications)
	1.	Turnover / Total income	23,587.41	23,587.41
	2.	Total Expenditure	19,539.30	20,133.30
	3.	Net Profit/(Loss)	4,048.11	3,454.11
	4.	Earnings Per Share (Basic)	2.45	1.94
	5.	Total Assets	43,100.73	42,519.51
	6.	Total Liabilities	43,100.73	42,519.51
	7.	Net Worth	26,286.44	25,692.44
	8.	Any other financial item(s) (as felt appropriate by the management)	-	-
II.	<p><b><u>Audit Qualification (each audit qualification separately):</u></b></p> <p>a. <b>Details of Audit Qualification:</b></p> <p>1) The company has reported Rs.22.88 Crore as inventory held by the company as on 31.03.2022 which includes Rs.14.97 Crore being materials related to E Waste Division, for which we have not been provided with item wise details, movement of inventory during the year and basis for valuation. And, Due to the nature of inventory, we could not verify the quantity of the inventory and in the absence of sufficient audit evidence we are unable to ascertain the correctness of the quantity and value of inventory held by the E waste division as on 31.03.2022. In view of the above we are unable ascertain the correctness of the valuation of Inventory and ascertain its consequent impact, if any on the standalone financial result.</p> <p>2) Loans and Advances (under Non current assets) reported by the company includes Rs.5.94 Crore receivable from its subsidiary company and which is outstanding for more than 2 years. Also, the subsidiary company's auditors expressed concerns over the subsidiary company's ability to continue as going concern as the net worth of the company has been completely eroded. The company has not made any provision for expected loss of said advance and its investment in equity shares (with book value of Rs.0.035 Crore) of the said subsidiary company. And hence, profit and Reserves reported in standalone financial result are over stated to the extent of Rs.5.97 Crore.</p> <p>b. <b>Type of Audit Qualification :</b> Qualified Opinion</p> <p>c. <b>Frequency of qualification:</b> Appeared first time</p>			



d. For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:  
With respect to the qualifications mentioned above, Auditor has quantified only the qualification mentioned in the point no.2. With respect to the same management proposing to merge the subsidiary company with the company or it will look out for outright sale for recovery of advance.

e. For Audit Qualification(s) where the impact is not quantified by the auditor: In respect of the qualification mentioned in the point no.1 the impact is not quantified by the auditors.

- (i) Management's estimation on the impact of audit qualification: No quantification.
- (ii) If management is unable to estimate the impact, reasons for the same: With respect to the qualification mentioned above in point no.1 management is of the opinion that, company have maintained stock records. However, nature of inventory measurement of EPR materials can be done only on estimated basis. However, company has initiated the development of software to address the requirement.
- (iii) Auditors' Comments on (i) or (ii) above: This will be looked into in the forthcoming quarters.

III. Signatories:

*[Signature]*  
CEO/Managing Director

*[Signature]*  
CFO

*[Signature]*  
Audit Committee Chairman

*[Signature]*  
Statutory Auditor

Place: Bangalore  
Date: 30.05.2022



## INDEPENDENT AUDITOR'S REPORT

To  
The Board of Directors of  
Cerebra Integrated Technologies Limited

Report on the audit of the Consolidated Annual Financial Results

### Qualified Opinion

We have audited the accompanying consolidated annual financial results of Cerebra Integrated Technologies Limited (hereinafter referred to as the "Holding Company") and its subsidiary (Holding Company and its subsidiary together referred to as "the Group") for the year ended 31 March 2022, attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").

In our opinion and to the best of our information and according to the explanations given to us, Except for the effects of matters mentioned in the "Basis for Qualified Opinion" Para and based on the consideration of reports of other auditors on separate audited financial statements of the subsidiaries the aforesaid consolidated annual financial results:

a. include the annual financial results of the following entity

1. Cerebra LPO India Limited

b. are presented in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and

c. give a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards, and other accounting principles generally accepted in India, of consolidated net profit and other comprehensive income and other financial information of the Group for the year ended 31 March 2022.

### Basis for Qualified Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Annual Financial Results section of our report. We are





independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act, and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. We believe that the audit evidence obtained by us along with the consideration of audit reports of the other auditors referred to in sub paragraph (a) of the "Other Matters" paragraph below, is sufficient and appropriate to provide a basis for our qualified opinion on the consolidated annual financial results.

- *The group has reported Rs.22.88 Crore as inventory held by the group as on 31.03.2022 which includes Rs.14.97 Crore being materials related to E Waste Division of parent company, for which we have not been provided with item wise details, movement of inventory during the year and basis for valuation. And, Due to the nature of inventory, we could not verify the quantity of the inventory and in the absence of sufficient audit evidence, we are unable to ascertain the correctness of the quantity and value of inventory held by the E waste division as on 31.03.2022. In view of the above we are unable ascertain the correctness of the valuation of Inventory and ascertain its consequent impact, if any on the consolidated financial result*

#### **Emphasis of Matter**

We draw attention to the following matters in the consolidated financial result wherein:

- The group has reported total receivables of Rs.189.09 crore (Ref Note No 6 ) out of which Rs.18.74 crore outstanding for more than 3 years, classified as undisputed trade receivables.
- The group has total Advances of Rs.85.28 Crore (Ref Note No.4) reported under "Other Non Current Assets" of the statement of assets and liabilities, which is due from overseas parties and are outstanding for more than 1 year which are subject to statutory compliances.

Our opinion on the Statement is not modified in respect of above matters

#### **Management's and Board of Directors' Responsibilities for the Consolidated Annual Financial Results**

These consolidated annual financial results have been prepared on the basis of the consolidated annual financial statements. The Holding Company's Management and the Board of Directors are responsible for the preparation and presentation of these consolidated annual financial results that give a true and fair view of the consolidated net profit and other comprehensive income and other financial information of the Group in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Management and Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of each company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated annual financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation

of the consolidated annual financial results by the Management and the Directors of the Holding Company, as aforesaid.

In preparing the consolidated annual financial results, the Management and the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group is responsible for overseeing the financial reporting process of each company.

### **Auditor's Responsibilities for the Audit of the Consolidated Annual Financial Results**

Our objectives are to obtain reasonable assurance about whether the consolidated annual financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated annual financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated annual financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of financial statements on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the consolidated financial results made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or





conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated annual financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.

- Evaluate the overall presentation, structure and content of the consolidated annual financial results, including the disclosures, and whether the consolidated annual financial results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the entities within the Group to express an opinion on the consolidated annual financial results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated annual financial results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in paragraph (a) of the section titled "Other Matters" in this audit report.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated annual financial results of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.


#### Other Matters

- (a) The consolidated annual financial results include the audited financial results of M/s Cerebra LPO India Limited the subsidiary, whose financial statements reflect total assets (before consolidation adjustments) of Rs. 0.69 lakhs as at 31 March 2022, total revenue (before consolidation adjustments) of Rs. Nil and total net loss (before consolidation adjustments) of Rs. 1.06 lakhs and net cash outflows of Rs 0.03 lakhs for the year ended on that date, as considered in the consolidated annual financial results, which have been audited by their independent auditor. The independent auditors' reports on financial statements of the entity have been furnished to us by the management and our opinion on the consolidated annual financial results, in so far as it relates to the amounts and disclosures included in respect of this entity, is based solely on the report of such auditor and the procedures performed by us are as stated in paragraph above.
- Our opinion on the consolidated annual financial results is not modified in respect of the above matters with respect to our reliance on the work done and the reports of the other auditors.



- (b) The consolidated annual financial results include the results for the quarter ended 31 March 2022 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subjected to limited review by us.

For YCRJ & Associates  
Chartered Accountant  
Firm Reg: 006927S

  
Yashvanth Khanderi  
Partner

M No : 029066

Place: Bangalore

Date : May 30, 2022

UDIN : 22029066AJXZNE1830







## CEREBRA INTEGRATED TECHNOLOGIES LIMITED

CIN: L85110KA1993PLC015091

Regd. Office: No. S 5 Off 3rd Cross, 1st Stage, Peenya Industrial Area,

Bangalore-560058 Tel No.: +91 80 2839 4783

email : investors@cerebracomputers.com, Website : www.cerebracomputers.com,


Rs. In Lakhs

Statement of Consolidated Audited Financial Results for the Fourth Quarter and Audited Financial Year ended 31.03.2022 (Except EPS)

Particulars	Quarter ended			Year Ended	
	Audited	Unaudited	Audited	Audited	
	31.03.2022	31.12.2021	31.03.2021	31.03.2022	31.03.2021
<b>I INCOME :</b>					
(a) Revenue from operations	7,657.15	7,008.79	2,046.21	23,107.68	6,993.55
(b) Other income	463.40	6.47	1.14	479.73	14.74
<b>Total income</b>	<b>8,120.55</b>	<b>7,015.26</b>	<b>2,047.35</b>	<b>23,587.41</b>	<b>7,008.29</b>
<b>II Expenses</b>					
(a) Cost of materials consumed	6,191.06	5,124.54	1,455.55	17,190.50	4,457.67
(b) Employee benefit expenses	264.13	238.04	425.38	918.81	916.01
(c) Finance cost	202.76	141.60	126.24	624.97	442.59
(d) Depreciation and amortisation	9.40	0.25	11.08	42.86	43.03
(f) Other expenses	248.28	167.66	103.67	762.23	757.36
<b>Total expenses</b>	<b>6,915.63</b>	<b>5,672.09</b>	<b>2,121.92</b>	<b>19,539.37</b>	<b>6,616.66</b>
<b>Profit before exceptional items and tax</b>	<b>1,204.93</b>	<b>1,343.18</b>	<b>(74.56)</b>	<b>4,048.04</b>	<b>391.63</b>
<b>Exceptional items</b>					
<b>Profit Before Tax</b>	<b>1,204.93</b>	<b>1,343.18</b>	<b>(74.56)</b>	<b>4,048.04</b>	<b>391.63</b>
Current tax	849.16	205.89	105.86	1,292.77	272.41
Prior Period Tax Expenses	-	-	-	-	-
Deferred tax expense	-	-	(4.07)	(12.83)	(4.07)
<b>Total tax expense</b>	<b>849.16</b>	<b>205.89</b>	<b>101.79</b>	<b>1,279.94</b>	<b>268.34</b>
<b>Profit after tax for the year</b>	<b>355.77</b>	<b>1,137.29</b>	<b>(176.35)</b>	<b>2,768.11</b>	<b>123.29</b>
<b>OTHER COMPREHENSIVE INCOME / (LOSS)</b>					
<b>(B) (i) Items that will not be reclassified subsequently to the statement of profit and loss</b>					
(ii) Income tax on the items that will not be reclassified subsequently to the statement of profit and loss	-	-	(0.57)	(0.22)	0.01
<b>TOTAL OTHER COMPREHENSIVE INCOME / (LOSS)</b>			<b>(1.70)</b>	<b>(0.22)</b>	<b>0.02</b>
<b>TOTAL COMPREHENSIVE INCOME / (LOSS) FOR THE YEAR</b>	<b>355.77</b>	<b>1,137.29</b>	<b>(178.05)</b>	<b>2,767.89</b>	<b>123.31</b>
<b>Profit for the year attributable to :</b>					
Shareholders of the company	355.73	1,323.23	(117.67)	2,767.57	169.30
Non controlling interest	0.05	(185.94)	(58.68)	(0.32)	(46.01)
<b>Other comprehensive income attributable to</b>					
Shareholders of the company	-	-	(1.70)	-	0.02
Non controlling interest	-	-	-	-	-
<b>Total comprehensive income attributable to</b>					
Shareholders of the company	355.73	1,323.23	(119.37)	2,767.57	169.32
Non controlling interest	0.05	(185.94)	(58.68)	(0.32)	(46.01)
<b>Earnings per share (of Rs 10 each):</b>					
Basic	0.03	0.94	(0.25)	2.47	0.10
Diluted	0.03	0.94	(0.25)	2.33	0.10

## Notes

- The above audited financial results as reviewed and recommended by the Audit Committee were approved by the Board of Directors at its Meeting held on 30th May, 2022.
- These financial results have been prepared in accordance with Indian Accounting Standards ("IND AS) prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules thereunder and in terms of Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and SEBI Circular dated 5 July, 2016.
- The Third facility at Narsapura is almost ready which will result in enhanced capacity.
- During the year, the Company has sold its investment in the Dubai subsidiary and necessary share transfer agreement has been executed. The Company had few advances given to its erstwhile subsidiary and amount receivable from them have been classified under loans and advances and necessary agreement has been entered with the Purchaser of shares for refund of the advance amount. The advance amount includes the advance amount paid by the Company to its vendors in Dubai on behalf of the erstwhile subsidiary.
- During the year the Company has reversed the machinery work - in progress created last year and during the year due to technical issues and short shipment. We have been forced to reject the consignment.
- Receivable includes Rs. 18.74 crores which is pending for more than three years and the management is confident of recovering the same during the year.
- During the year the company has received the final order from NCLT, Bengaluru Bench for reduction of paid-up capital and necessary effect has been given in the books of account.

For and on behalf of the Board of Directors  
For CEREBRA INTEGRATED TECHNOLOGIES LTD.
  
**Managing Director**  
V. Ranganathan


Managing Director

DIN: 01247305

Place : Bangalore

Date: 30th May 2022

## Consolidated Statement of Assets and Liabilities

Particulars	31/Mar/22	31/Mar/21
<b>Assets</b>		
Non-current assets		
Property, plant and equipment	958.93	959.57
Intangible asset	28.19	27.81
Capital work In progress	290.91	7,303.15
Intangible asset under development		-
Financial assets		-
i) Investments	23.39	22.37
ii) Trade receivables	6,056.75	6,056.75
iii) Loans and advances	840.55	252.23
iv) Other financial assets	34.28	7.10
Deferred tax assets(Net)	53.96	66.79
Other non current assets	8,529.77	2,427.63
Current assets	-	-
Inventories	2,287.75	2,590.70
Financial assets		-
i) Trade receivables	18,908.75	17,034.74
ii) Cash and cash equivalents	39.76	102.97
iii) Bank balances other than (ii) above	187.13	524.87
iv) Loans and advances	1,500.00	307.02
Other current assets	2,763.69	707.14
<b>Total assets</b>	<b>42,503.80</b>	<b>38,390.84</b>
<b>Equity and liabilities</b>		
<b>Equity</b>		
(a) Equity share capital	11,199.66	12,119.66
(b)Other equity	14,590.54	17,117.16
Non Controlling Interest	(211.17)	604.18
Liabilities		-
Non-current liabilities		-
Financial liabilities		-
Borrowings	3.31	21.48
Provisions	88.67	38.82
Current liabilities		-
Financial liabilities		-
i) Borrowings	3,242.40	1,599.66
ii) Trade payable		-
a)Total outstanding dues of micro enterprise and small enterprise	9.61	11.30
b)Total outstanding dues of creditors other than micro enterprise and small enterprise	8,774.87	3,536.75
iii)Other financial liabilities	219.78	475.53
Provisions	75.92	44.54
Other current liabilities	1,219.37	1,121.04
Current tax liabilities (Net)	3,290.84	1,700.71
<b>Total equity and liabilities</b>	<b>42,503.80</b>	<b>38,390.84</b>
<p>For and on behalf of the Board of Directors</p> <p><b>For CEREBRA INTEGRATED TECHNOLOGIES LTD.</b></p> <p></p> <p><b>Managing Director</b></p> <p><b>V. Ranganathan</b> Managing Director DIN: 0124730</p>		
<p>Place : Bangalore</p> <p>Date: 30th May 2022</p>		



**Cerebra Integrated Technologies Limited**  
**Consolidated Cash flow Statement for the Year Ended 31st March 2022**

Rs. in Lakhs

Particulars	2021-22		2020-21	
<b>A.Cashflow from operating activities</b>				
Net profit before tax		4,048.13		391.63
Adjustments for:				
Depreciation(net)			43.03	
Interest expenditure	624.96		442.59	
Interest income	-12.08		-34.29	
Excess provision/unclaimed credit withdrawn			-1.34	
Trade receivables written off			-	
Provision for impairment in Investment / Loan in subsidiary			-	
Adjustments to retained earnings			-21.02	
Dividend Income			-1.66	
Bad Advances Written off	-		-	
Profit on sale of assets	-	612.87	-	427.31
Operating profit/(Loss)before working capital changes		4,662.06		818.93
Adjustments for changes in :				
Decrease/(increase) in inventories	256.94		-1,378.24	
Decrease/(increase) in trade & other recivables	-14,670.19		7,176.07	
Decrease/(increase) in trade & other payables	8,653.71		-6,892.58	
		-5,759.54		-1,094.75
Cash generated from operations		-1,097.47		-275.82
Less: Income tax paid(net of refund)		1,305.60		268.30
<b>Net cashflow from operating activities</b>		<b>-2,404.24</b>		<b>-544.12</b>
<b>B.Cashflow from investing activities</b>				
Interest income	12.08		34.29	
Investment in Subsidiary	333.56		-	
Repayment of Loan to Holding Company	0.14			
Investment in fixed deposits			-	
Redemption /(Investment) in mutual funds(Net)	-1.02		1.66	
Purchase of fixed assets including capital WIP	441.42		-592.24	
<b>Net cash flow from investing activities</b>		<b>786.04</b>		<b>-556.28</b>
<b>C.Cashflow from Financing activities</b>				
Increase(decrease) in borrowings	-5.47		-196.27	
Amount received towards share capital, security premium and share warrants			-	
Interest paid	-624.96		-442.59	
<b>Net cash flow from financing activities</b>		<b>-630.42</b>		<b>-638.86</b>
<b>Cash in currency fluctuation</b>		<b>-2,248.62</b>		<b>-348.64</b>
<b>Net increase/(Decrease)in Cash &amp; Cash equivalent(A+B+C)</b>				<b>-2,087.90</b>
Cash &Cash equivalentants				
Opening balance		-954.04		830.70
Closing balance		-3,202.65		-1,257.20
<b>Net increase/Decrease in cash and cash equivalentants</b>		<b>-2,248.61</b>		<b>-2,087.90</b>

For and on behalf of the Board of Directors

**For CEREBRA INTEGRATED TECHNOLOGIES LTD.**

  
**Managing Director**

**V. Ranganathan**  
**Managing Director**

DIN: 01247305

Place : Bangalore

Date: 30th May 2022

## ANNEXURE I

### Statement on Impact of Audit Qualifications (for audit report with modified opinion) submitted along-with Annual Audited Financial Results – (Consolidated)

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2022				
I.	Sl. No.	Particulars	Audited Figures (Rs. In Lakhs Except EPS) (as reported before adjusting for qualifications)	Adjusted Figures (Rs. In Lakhs Except EPS) (audited figures after adjusting for qualifications)
	1.	Turnover / Total income	23,587.41	23,587.41
	2.	Total Expenditure	19,539.37	19,539.37
	3.	Net Profit/(Loss)	4,048.04	4,048.04
	4.	Earnings Per Share (Basic)	0.25	0.25
	5.	Total Assets	42,503.80	42,503.80
	6.	Total Liabilities	42,503.80	42,503.80
	7.	Net Worth	25,579.03	25,579.03
	8.	Any other financial item(s) (as felt appropriate by the management)	-	-
II.	<p><b>Audit Qualification (each audit qualification separately):</b></p> <p>a. <b>Details of Audit Qualification:</b></p> <p>1) The group has reported Rs.22.88 Crore as inventory held by the group as on 31.03.2022 which includes Rs.14.97 Crore being materials related to E Waste Division of parent company, for which we have not been provided with item wise details, movement of inventory during the year and basis for valuation. And, Due to the nature of inventory, we could not verify the quantity of the inventory and in the absence of sufficient audit evidence, we are unable to ascertain the correctness of the quantity and value of inventory held by the E waste division as on 31.03.2022. In view of the above we are unable ascertain the correctness of the valuation of Inventory and ascertain its consequent impact, if any on the consolidated financial result</p> <p>b. <b>Type of Audit Qualification :</b> Qualified Opinion</p> <p>c. <b>Frequency of qualification:</b> Appeared first time.</p> <p>d. <b>For Audit Qualification(s) where the impact is quantified by the auditor, Management's Views:</b> For the qualification mentioned in the above point no.1 no quantification has been made by the auditors.</p> <p>e. <b>For Audit Qualification(s) where the impact is not quantified by the auditor:</b></p> <p style="padding-left: 40px;">(i) <b>Management's estimation on the impact of audit qualification:</b> No quantification.</p>			



(ii) If management is unable to estimate the impact, reasons for the same : With respect to the qualification mentioned above in point no.1 management is of the opinion that, company have maintained stock records. However, nature of inventory measurement of EPR materials can be done only on estimated basis. However, company has initiated the development of software to address the requirement.

(iii) Auditors' Comments on (i) or (ii) above: This will be looked into in the forthcoming quarters.


III.


Signatories:

  
CEO/Managing Director

  
CFO

  
Audit Committee Chairman

  
Statutory Auditor



Place: Bangalore

Date: 30.05.2022