

REF: CITL/BSE/40/2020-21 Tuesday, 29th September, 2020

To
The Listing Manager
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai-400 001

Dear Sir

Sub: Voting Results and Scrutinizer's Report

Pursuant to the provisions of Regulation 44of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results (remote evoting and e-voting at the Annual General Meeting) and Scrutinizer's Report on the Resolutions passed by the members at 26th Annual General Meeting ('AGM') held on Monday, September 28, 2020 at 11.30am(IST) throughVideo Conference (VC) or Other Audio Visual Means (OAVM).All the Resolutions were passed with requisite majority.

Further, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 we are taking steps to host on the website of the Company and CDSL the voting results of the 26th AGM.

Please take the documents on record and kindly treat this as compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking You

Yours faithfully

FOI CEREBRA

For Cerebra Integrated Technologies Limited

TEGRATED TECHNOLOGIES LTD.

P Vishwamurthy

Whole Time Director

DIN: 01247336

Encl: As above

Cerebra Integrated Technologies Limited

REGD. OFFICE:

S5, Off 3rd Cross, Peenya Industrial Area, Peenya 1st Stage, Bengaluru - 560 058.

Tel : +91-80-22046969-99 Fax : +91-80-22046980

Web : www.cerebracomputers.com E-mail : info@cerebracomputers.com CIN : L85110KA1993PLC015091

Date of the AGM/EGM			CEREBRA INTEGR 28-09-2020	CEREBRA INTEGRATED TECHNOLOGIES LIMITED 28-09-2020	IES LIMITED			
Total number of shareholders on record date			12654					
No. of shareholders present in the meeting either in person or through proxy:	er in person or thr	ough proxy:						
Promoters and Promoter Group:			Not Applicable					
Public:			Not Applicable					
No. of Shareholders attended the meeting through Video Conferencing	ugh Video Confere	ncing						
Promoters and Promoter Group:			5					
Public:			36					
Resolution No.	1							
	ORDINARY - To res	ceive, consider and it and Loss of the C	adopt the Financi	al Statements of the	e Company includii date together wit	ng Audited Balance h the Auditors Repo	ORDINARY - To receive, consider and adopt the Financial Statements of the Company including Audited Balance Sheet as at 31st March, 2020, the Statement of Profit and Loss of the Company for the year ended as on that date together with the Auditors Report thereon and the Boards	irch, 2020, the Boards
Resolution required: (Ordinary/ Special)	Report including Secretarial Audit Report	ecretarial Audit Re	port					
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
				% of Votes Polled			% of Votes in	% of Votes
				on outstanding			favour on votes	against on votes
Category	Mode of Voting	No. of shares	No. of votes	shares	No. of Votes – in	No. of Votes -	polled	polled
0-1	F-Voting		85 US US6	1//2/1/61	100001 (4)	against (2)	_	(a)=[(+)/(2)] 100 (/)=[(5)/(2)]*100 Votes invalid
	Doll Pouris		03,03,000		00,00,00		TC	0.0000
	Postal Ballot (if	86,03,219		0.0000			0.0000	0.0000
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		990'60'58	98.8359	85,03,066		10	0.0000
	E-Voting		0	0.0000	0			0.0000
	Poll	3.15.25.355	0	0.0000	0			0.0000
	Postal Ballot (if	المردر المردد المرد المردد الم						
	applicable)			0.000			0.0000	0.0000
Public- Institutions	Total		0	0	0	0	0.0000	0.0000
Public- institutions	E-Voting		1,79,93,161	22.1979	1,79,92,348	313	5	0.0017
Public- Institutions	Poll	8 10 57 908	400	0.0005	400		1	0.0000
Public: Institutions	Postal Ballot (if	0,10,37,500						
Public- instructions						0	0.0000	0.0000
Public- Institutions Public- Non Institutions	applicable)		0	0.0000	0			



Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To a	ORDINARY - To appoint Mrs. Preethi Javali holding DIN 07157145, Director who retires by rotation and bein	Javali holding DIN	07157145, Director	who retires by rot	ation and being eli	ng eligible, offers herself for re-appointment	for re-appointmen	-	
Whether promoter/ promoter group are interested in the agenda/resolution?	No			•					•	
				% of Votes Polled			% of Votes in	% of Votes		
				on outstanding			favour on votes	against on votes		
Category	Mode of Voting	No. of shares held (1)	No. of votes	(3)=[(2)/(1)]* 100 favour (4)	No. of Votes – in favour (4)	No. of Votes –	polled (6)=[(4)/(2)]*100	polled [7]=[(5)/(2)]*100	Votes Irwalid	Votes Abstrained
	E-Voting		85,03,066		85,03,066					
	Poll	86.03.210	0	0.0000	0	0				٦
	Postal Ballot (if	80,03,213								
Promoter and Promoter Group	applicable)		0		0		0.0000	0.0000	0	J
	Total		85,03,066	98.8359	85,03,066		10		0	
	E-Voting		0			0				
	Poll	3 15 25 355	0	0.0000	0					_
D.F. Dotti. tipe	Postal Ballot (if									
ו מסווכ וווסוומנוטווס	Total			0.000						
	E-Voting		1.79.93.161	22 1979	1 79 80 708	11 953	99 9335			
	Poll	8 10 57 908					1	0.0000	0	
	Postal Ballot (if	0,20,0,,000								
Public- Non Institutions	applicable)		0		0	0	0.0000	0.0000	0	
	Fotal	12,11,85,482	2,64,96,627	21.8643	2,64,84,174	11.953	999530	0.0451	500	
Resolution required: (Ordinary/ Special)	ORDINARY - To an	point Statutory Aug	ditors of the Compa							
Mb	ONDIANAL - 10 ab	OKDINANI - 10 appoliti Statutory Additors of the company	חונסו א טו נווה כטוווף	шу						
interested in the agenda/resolution?	No									
				% of Votes Polled			% of Votes in	% of Votes		
		No. of shares	No. of votes	on outstanding shares	No. of Votes – in	No. of Votes –	favour on votes polled	against on votes polled		
Caregory	F-Voting	neid (1)	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
	L vonig		00,00,000	20.0333	00,00,00		DODO:DOT	0.000	0	
	Postal Ballot (if	86,03,219	0	0.0000	0	0	0.0000	0.0000	0	
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000	0	
	Total		85,03,066	98.8359	85,03,066	0	100,0000	0.0000	0	
	E-Voting		0	0.0000		0	0.0000	0.0000	0	
8	Poll	3 15 25 355	0	0.0000	0	. 0	0.0000	0.0000	0	
Diblic Institutions	Postal Ballot (if)			1	
	Total		0	0	9 (0	0.000	0.0000		
	E-Voting		1,79,93,161	22.1979	1,79,92,348	313	99.9982	0.0017	500	
	Poll	8 10 57 908	400	0.0005	400	0	100.0000	0.0000	0	
Public- Non Institutions	Postal Ballot (if applicable)	-))	0	0 0000	D D	0	0 0000	0 0000		
	Total		1,79,93,561	22.1984	1,79,92,748	313	99.9955	0.0017	500	
	Total	12,11,86,482	2,64,96,627	21.8643	2,64,95,814	319		0.0012	500	



SIA /A

- To appoint Mr. Parthasa	arathi Naik holding [DIN 08707417 as ar	n Independent Dire	ctor of the Compar	Ίγ			
		% of Votes Polled			% of Votes in	% of Votes		
		on outstanding			.es	against on votes		
No. of shares	No. of votes	shares	No. of Votes - in	No. of Votes -		polled		
	polled (2)	(3)=[(2)/(1)]* 100	favour (4)	against (5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
	85,03,066					0.0000	0	0
06.00.01						0.0000	0	0
	0	0.0000	0	0			0	0
	85,03,066					0.0000	0	0
	. 0					0.0000	0	0
	0						0	0
	0						0	0
	0	0	-				0	0
	1,79,93,161					0.0664	500	0
9 10 57 000					1	0.0000	0	0
	0							0
	1,79,93,561					0.0664		
	7 11 86 482	21.8643	2,64,84,174		99,9530	9005	500	74 P 10 P 24 10
No ORDINARY No Mode of Vo E-Voting Postal Ballo applicable) Total Postal Ballo E-Voting Poll Postal Ballo applicable) Total Postal Ballo applicable) Total Postal Ballo applicable)	ORDINARY - To appoint Mr. Parthas: No No No of shares Mode of Voting held (1) E-Voting held (1) E-Voting held (1) E-Voting held (1) Service held (1)	- To appoint Mr. Parthasarathi Naik holding l No. of shares No. of votes polled (2) 85,03,066 85,03,219 0 ot (iff 3,15,25,355 0 0 ot (iff 3,15,25,355 0 0 0 1,79,93,161 1,79,93,561	- To appoint Mr. Parthasarathi Naik holding DIN 08707417 as all % of Votes Polled on outstanding No. of shares No. of votes Shares shares polled (2) (3)=((2)/(1))* 100 (1) (1) (1) (2) (1) (1) (2) (1) (1) (2) (1) (1) (2) (1) (1) (2) (2) (2) (2) (2) (2) (2) (2) (2) (2	- To appoint Mr. Parthasarathi Naik holding DIN 08707417 as an Independent Dire No. of shares No. of votes held (1) 86,03,219 ot (iff 0	-To appoint Mr. Parthasarathi Naik holding DIN 08707417 as an independent Director of the Compar No. of shares	-To appoint Mr. Parthasarathi Naik holding DIN 08707417 as an Independent Director of the Company No. of Shares No. of Votes Polled On outstanding No. of Votes – in No. of Vo	-To appoint Mr. Parthasarathi Naik holding DIN 08707417 as an Independent Director of the Company No. of shares No. of votes shares polled on outstanding No. of Votes – in No	To appoint Mr. Parthasarathi Naik holding DIN 08707417 as an Independent Director of the Company

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - To app	point Mrs. Bhavna	ORDINARY - To appoint Mrs. Bhavna Philipose holding DIN 08741062 as an Independent Director of the Company	IN 08741062 as an	Independent Dire	ctor of the Compar	ηγ			
Ф	No									
				% of Votes Polled			% of Votes in	% of Votes		
				on outstanding			favour on votes	against on votes		
**		No. of shares	No. of votes	shares	No. of Votes - in	No. of Votes -	polled	polled .		
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100 favour (4)	favour (4)	against (5)	(6)=[(4)/(2)]*100	(6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100 Votes invalid	Votes Invalid	Votes Abstained
	E-Voting		85,03,066	98.8359	85,03,066		0 100.0000	0.0000	0	0
20	Poll	06 03 310	0	0.0000	0		0.0000	0.0000	0	0
2	Postal Ballot (if	00,00,00								
Promoter and Promoter Group	applicable)		0	0.0000	0		0.0000	0.0000	0	0
	Total		85,03,066	98.8359	85,03,066	0	100.0000	0.0000	0	0
	E-Voting		0	0.0000	0		0.0000	0.0000	0	0
	Poll	3 15 25 355	0	0.0000	0		0.0000	0.0000	0	0
	Postal Ballot (if	0,10,60,000								
Public- Institutions	applicable)		0	0.0000	0		0.0000	0.0000	0	0
	Total		0	0	0		0.0000	0.0000	0	0
	E-Voting		1,79,93,161	22.1979	1,79,92,348	w	99.9982	0.0017	500	0
	Poll	0 10 57 000	400	0.0005	400	0	100.0000	0.0000	0	0
	Postal Ballot (if	0,10,37,900								
Public- Non Institutions	applicable)		0							0
	Total		1,79,93,561	22.1984	1,79,92,748	313	99.9955	0.0017	500	0
1000年の日本の日本の日本の日本の日本の日本の日本の日本の日本の日本の日本の日本の日本の	Total	12,11,86,482	2,64,96,627	21.8643	2,64,95,814	3153	99.9969	0.0012	500	D
	10.0		1,000,000							

1										
7.7.0	500	0.0451	99.9530	11,953	2,64,84,174	21.8643	2,64,96,627	12,11,86,482	Total	And the second s
19			99.9308	11,953	1,79,81,108	22.1984	1,79,93,561		Total	
189.57V	0	0.0000	0.0000	0	0	0.0000	0		applicable)	Public- Non Institutions
	0	0.0000	100.0000	0	400	0.0005	400	8,10,57,908	Poll	
	5(11,	1,79,80,708		1,79,93,161		E-Voting	
				0	0		0		Total	
				0	0	0.0000	0		applicable)	Public- Institutions
								3,15,25,355	Postal Ballot (if	
	0	0.0000	0.0000	0	0	0.0000	0	2 15 25 255	Poll	
	0			0			0		E-Voting	
	0	0.0000	100.0000	0	85,03,066	98.8359	85,03,066		Total	
		0.0000	0.0000	0	0	0.0000	0		applicable)	Promoter and Promoter Group
	0	0.0000	0.0000	0	0	0.0000	0	86,03,219	Poll	
			10		85,03,066	98.8359	85,03,066		E-Voting	
Votes Abstained		(7)=[(5)/(2	(6)=[(4)/(2)]*100	against (5)	favour (4)	(3)=[(2)/(1)]* 100 favour (4)	polled (2)	held (1)	Mode of Voting	Category
		polled		No. of Votes -	No. of Votes – in	shares	No. of votes	No. of shares		
		% of Votes	% of Votes in			% of Votes Polled				
										and the special control of the special contro
									Yes	Whether promoter/ promoter group are interested in the agenda/resolution?
			γ	ctor of the Compar	s Whole Time Dire	ing DIN 01247336 a	ishwamurthy hold	SPECIAL - Re-appointment of Mr. P. Vishwamurthy holding DIN 01247336 as Whole Time Director of the Company	SPECIAL - Re-appo	Resolution required: (Ordinary/ Special)
									7	Resolution No.
				313	2,64,95,814	21.8643	2,64,96,627	17 11,86 482	Total	
	500	0.0017	99.9955	313	1,79,92,748	22.1984	1,79,93,561		Total	
	0	0.0000	0.0000	0	0	0.0000	0		Postal Ballot (if applicable)	Public- Non Institutions
	0	0.0000	100.0000	0	400	0.0005	400	8.10.57.908	Poll	
	500	0.0017	99.9982	313	1,79,92,348	22.1979	1,79,93,161		E-Voting	
	0			0	0	0	0		Total	
	0	0.0000	0.0000		0	0.0000	0		Postal Ballot (if applicable)	Public- Institutions
	0	0.0000	0.0000		0	0.0000	0	3.15.25.355	Poll	
		0.0000	0.0000		0	0.0000	0		E-Voting	
	0		100.0000	0	85,03,066	98.8359	85,03,066		Total	
							0		applicable)	Promoter and Promoter Group
								80,03,219	Postal Ballot (if	
	0	0.0000	0.0000	0	0	0.0000	0	00000	Poli	
		0.0000	100.0000		85,03,066	98.8359	85,03,066		E-Voting	
Votes Abstained	Votes Invalid	(7)=[(5)/(2)]*100 Votes Invalid)/(2)]*100	against (5)		(3)=[(2)/(1)]* 100	polled (2)	held (1)	Mode of Voting	Category
		polled		No. of Votes -	No. of Votes – in	shares	No. of votes	No. of shares		w G
		against on votes	favour on votes			on outstanding				
		% of Votes	% of Votes in			% of Votes Polled				

Resolution required: (Ordinary/ Special)
Whether promoter/ promoter group are interested in the agenda/resolution?

Yes

SPECIAL - Re-appointment of Mr. V Ranganathan holding DIN 01247305 as Managing Director of the Company

Resolution No.

INCOGRACION INC.	C									
Resolution required: (Ordinary/ Special)	SPECIAL - Approva	SPECIAL - Approval of Cerebra Employees Stock Option Plan - 2020	yees Stock Option	Plan - 2020						
Whether promoter/ promoter group are				100						
interested in the agenda/resolution?	No									
				% of Votes Polled			% of Votes in	% of Votes		
				on outstanding			es	against on votes		
		No. of shares	No. of votes	shares	No. of Votes - in	No. of Votes -	polled	polled		
Category	Mode of Voting	held (1)	polled (2)	(3)=[(2)/(1)]* 100 favour (4)	favour (4)	against (5)	(6)=[(4)/(2)]*100	(6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100 Votes Invalid		Votes Abstained
	E-Voting		85,03,066	98.8359	85,03,066	0	100.0000	0.0000	0	0
	Poll	06 03 310	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if	00,03,213								
Promoter and Promoter Group	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		85,03,066	98.8359	85,03,066	0	100.0000	0.0000	0	0
	E-Voting		0	0.0000	0	0	0.0000	0.0000	0	0
	Poll	3 15 25 355	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if	3,13,63,333								
Public- Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0	0
	E-Voting		1,79,93,161	22.1979	1,79,92,248	413	99.9977	0.0022	500	0
	Poll	0 10 57 000	400	0.0005	400	0	100.0000	0.0000	0	0
	Postal Ballot (if	0,10,37,300								
Public- Non Institutions	applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		1,79,93,561	22,1984	1,79,92,648	413	99,9949	0.0023	500	0
	Total	12,11,86,482	2,64,96,627	21.8643	2,64,95,714	413	99,996,6	9.0016	500	0



PARAMESHWAR G. BHAT

B.Com., LLB, ML, MBA, FCS
Company Secretary

496/4, II Floor, 10th Cross Near Bashyam Circle, Sadashivanagar, Bangalore - 560 080

Tel: +91 80 23610847 Telefax: +91 80 41231106 e-mail: parameshwar@vjkt.in

parameshwar.g.bhat@gmail.com

SCRUTINIZER'S REPORT

[Pursuant to Sections 108 & 109 of the Companies Act, 2013 and the Companies (Management & Administration) Rules, 2014]

To Mr. P. E. Krishnan Chairman of 26th Annual General Meeting Cerebra Integrated Technologies Limited S5, Off 3rd Cross Peenya Industrial Area Peenya I Stage Bangalore-560058

Dear Sir,

I, Parameshwar G. Bhat, Company Secretary in Whole-Time Practice (FCS No.8860, CP No. 11004), having office at # 496/4, 2nd Floor, 10th Cross, Near Bashyam Circle, Sadashivanagar, Bengaluru— 560080, duly appointed as Scrutinizer by Cerebra Integrated Technologies Limited ('the Company') for the purpose of scrutinizing the voting the e-voting prior to the AGM ('remote e-voting') and electronic voting ('e-voting') at the 26th Annual General Meeting held on Monday, September 28, 2020 at 11.30 AM IST held through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM'), pursuant to Sections 108 and 109 of the Companies Act, 2013 (the Act), read with Rules 20 and 21 of the Companies (Management & Administration) Rules, 2014 (the Rules) as amended from time to time, hereby furnish my Report to you.

The Notice dated July 27, 2020, as confirmed by the Company was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to those Members whose email addresses are registered with the Company/ Depositories, in compliance with the MCA Circular dated May 5, 2020 read with Circular No.14/2020 dated April 8, 2020 and Circular No. 17/2020 dated April 13, 2020 (collectively referred to as "MCA Circulars").

The Management of the Company is responsible to ensure compliance of the requirements of the Companies Act, 2013 and Rules relating to voting through remote e-voting and e-votingat the Annual General Meeting for the resolutions proposed in the Notice of 26th Annual General Meeting. My responsibility as a Scrutinizer is to ensure



that the voting process is conducted in a fair and transparent manner and is restricted to make a Scrutinizer's Report for the votes casts in "favour" or "against" on the resolutions proposed in the Notice convening the 26thAnnual General Meeting of the Company.

The e-voting facility both for remote e-voting and e-voting at the AGM were provided by Central Depository Services (India) Limited (CDSL).

In terms of the aforesaid Notice and as per the provisions of Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, the remote e-voting was kept open for fourdays from 24th September, 2020 (9.00 A.M. IST) till 27thSeptember, 2020(5.00 P.M. IST) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutionson the e-voting platform.

After declaration of voting by Chairman, the Shareholders present at the AGM through VC/OAVM voted through e-voting facility at the AGM provided by CDSL at the AGM.

The Members holding Equity Shares as on the "cut-off date" i.e.21st September, 2020 were entitled to vote on the resolutions proposed in the Notice calling the 26th Annual General Meeting.

At the end of the voting period on 27th September, 2020 (5.00 P.M. IST), the voting portal of CDSL was blocked forthwith.

After the conclusion of e-voting at the AGM, the votes cast under remote e-voting and votes cast through e-voting at the AGM were unblocked on 28th September, 2020, in presence of Mr. S R Ravinand and Ms. Shruthi Murali Kumar who acted as witnesses as prescribed under sub-rule 3(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and thereafter the votes cast there under were counted.

Thereafter, the details containing *inter alia*, the list of members, who voted "for" or "against" each of the resolution that were put to vote, were derived from the report generated from the e-voting portal of CDSL i.e. <u>www.evotingindia.com</u> and based on such reports.

a. 105(folio wise) members have cast their votes through remote e-voting.

 b. 01 (folio wise) members have cast their votes through e-voting at the Annual General Meeting.

The brief analysis of the results of the remote e-voting and e-voting at the Annual General Meeting are as under.

ORDINARY BUSINESS:

Item No.1: Adoption of the Financial Statements of the Company including Audited Balance Sheet as at March 31, 2020, the Statement of Profit and Loss of the Company for the year ended as on that date together with the Auditors' Report thereon and the Board's Report including Secretarial Audit Report.

Ordinary Resolution:

Particular		No. o	of votes of	ontained		The second of the second	Percentag
S	Remote	e e-voting		g at the GM		Total	e on Valid votes
	No of members voted	No. of Votes cast (shares)	No of member s voted	No. of Votes cast (shares)	No of member s voted	No. of Votes cast (shares)	
Assent	89	26495414	1	400	90	26495814	99.9988
Dissent	15	313	NIL	NIL	15	313	0.0012
Total	104	26495727	1	400	105	26496127	100.00
Abstained/ Invalid	1	500	NIL	NIL	1	500	NA

Item No.2: Appointment of Mrs. Preethi Javali (holding DIN: 07157145), Director who retires by rotation and being eligible, offers herself for re-appointment.

Ordinary Resolution:

Particulars		No.	of votes	containe	d in		Percenta
Particulars		e e-voting	The second	ng at the GM		Γotal	ge on Valid votes
	No. of members voted	No. of Votes cast (shares)	No. of membe rs	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	8
	- 00	26483774	1	400	89	26484174	99.9549
Assent	88		NIL	NIL	16	11953	0.0451
Dissent	16	11953	INIL	400	105	26496127	100
Total	104	26495727	1	See Million Li		500	NA
Abstained/ Invalid	1	500	NIL	NIL	1	300	



Item No.3: Appointment of Statutory Auditors of the Company.

Ordinary Resolution:

		No	of votes	s containe	d in		Percentag
Particulars	Remote	E-voting	And the second	g at the GM		Total	e on Valid votes
	No. of members voted	No. of Votes cast (shares)	No. of member s voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	89	26495414	1	400	90	26495814	99.9988
Dissent	15	313	NIL	NIL	15	313	0.0012
Total	104	26495727	1	400	105	26496127	100
Abstained/ Invalid	1	500	NIL	NIL	1	500	NA

SPECIAL BUSINESS:

Item No.4:Appointment of Mrs. Bhavna Philipose (holding DIN: 08741062) as a Director and an Independent Director of the Company.

Ordinary Resolution:

		No	o. of votes	containe	d in		Percenta
Particulars	Remote	e e-voting	The state of the s	g at the GM		Total .	ge on Valid votes
	No. of members voted	No. of Votes cast (shares)	No. of member s voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	89	26495414	1	400	90	26495814	99.9988
Dissent	15	313	NIL	NIL	15	313	0.0012
Total	104	26495727	1	400	105	26496127	100
Abstained/ Invalid	1	500	NIL	NIL	1	500	NA



Item No. 5:Appointment of Mr. Parthasarathi Naik (holding DIN: 08707417) as a Director and an Independent Director of the Company.

Ordinary Resolution:

		No.	of votes	containe	ed in		Percentag
Particulars	Remote	e-voting	1	ng at the .GM		Total	e on Valid
	No. of members voted	No. of Votes cast (shares)	No. of membe rs voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	88	26483774	1	400	89	26484174	99.9549
Assent Dissent	16	11953	NIL	NIL	16	11953	0.0451
Total	104	26495727	1	400	105	26496127	100
Abstained/ Invalid	1	500	NIL	NIL	1	500	NA

Item No. 6: Re-appointment of Mr. V Ranganathan (holding DIN: 01247305) as Managing Director of the Company.

Special Resolution:

		No	. of votes	containe	d in		Percent
Particulars	Remote	e-voting	19	g at the GM		Total	age on Valid votes
	No. of members voted	No. of Votes cast (shares)	No. of member s voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)	
Assent	89	26495414	1	400	90	26495814	99.998
Dissent	15	313	NIL	NIL	15	313	0.0012
Total	104	26495727	1	400	105	26496127	100
Abstained/ Invalid	1	500	NIL	NIL	1	500	NA



Item No. 7: Re-appointment of Mr. P. Vishwamurthy (holding DIN: 01247336) as Whole Time Director of the Company.

Special Resolution:

	No. of votes contained in							
Particulars	Remote e-voting		e-voting at the AGM		Total		ge on Valid votes	
	No. of members voted	No. of Votes cast (shares)	No. of membe rs	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)		
		20100774	1	400	89	26484174	99.9549	
Assent	88	26483774	•	NIL	16	11953	0.0451	
Dissent	16	11953	NIL			26496127	100	
Total	104	26495727	1	400	105	and the second second	NA	
Abstained/ Invalid	1	500	NIL	NIL	1	500	INA	

Item No. 8: Approval of Cerebra Employees Stock Option Plan -2020.

Special Resolution:

	No. of votes contained in							
Particulars	Remote e-voting		e-voting at the AGM		Total		ge on Valid votes	
	No. of members voted	No. of Votes cast (shares)	No. of mem bers voted	No. of Votes cast (shares)	No. of members voted	No. of Votes cast (shares)		
		26495314	1	400	89	26495714	99.9984	
Assent	88		NIII	NIL	16	413	0.0016	
Dissent	16	413	NIL	2.2.1	105	26496127	100	
Total	104	26495727	1	400	103	THE PERSON NAMED IN	NA	
Abstained/ Invalid	1	500	NIL	NIL	1	500	IVA	

The vote cast by the Body Corporate where the resolution/POA is not available has been taken as invalid.

Bangalore

Based on the foregoing, the resolution numbers from 01 to 08 may be deemed to have been passed by requisite majority.

All the relevant records relating to remote e-voting and e-voting are under my safe custody and will be handed over to the Managing Director or Company Secretary of the Company for preserving safely.

Thanking You Yours Sincerely

Parameshwar G. Bhat Company Secretary

FCS No.: 8860 C. P. No.: 11004

UDIN: F008860B000802444

Date: 29.09.2020 Place: Bengaluru

Witnesses:

1. S R Ravinand

FCS - 8860

Bangalore

2. Shruthi Murali Kumar

Shouthi