

Summary of proceedings of the 24th Annual General Meeting of the Company

The 24th Annual General Meeting (“AGM”) of the Members of the Company was held today i.e., Friday, September 27, 2019 at 04.00 p.m. at CyberTech House, Plot No. B-63/64/65, Road No. 21/34, J. B. Sawant Marg, MIDC, Wagle Estate, Thane - 400 604.

Ms. Sarita Leelaramani, Company Secretary and Compliance Officer welcomed all the shareholders and Members of the Board present at the meeting. She also welcomed Mr. Suresh Paharia, Partner, Desai Associates, Chartered Accountants, Internal Auditors; Mr. Dilipkumar, Designated Partner of S. Anantha & Ved LLP, Company Secretaries, Secretarial Auditor, and the M/s. Bagaria & Co. LLP, Chartered Accountants, Statutory Auditors of the Company. As per the attendance record, in aggregate 57 (Fifty Seven) members and 3 (Three) valid Proxies were present at AGM. She informed that Mr. Sudhir Joshi, Independent Director and Chairman of the Audit Committee, Nomination & Remuneration Committee, Stakeholders' Relationship Committee and CSR Committee was present.

Mr. Vish Tadimety, Chairman of the Company was requested to chair the Meeting. He thanked all the shareholders for their continued support and showing trust and helping CyberTech to become a stronger Company every day. The requisite quorum being present, the Chairman called the meeting to order. He apprised the Members on the key financial highlights of FY19. He explained the investors regarding the investment and operations of Spatialitics LLC, a new wholly owned subsidiary of CyberTech in USA.

The Chairman requested the Company Secretary to proceed with the Meeting. Ms. Sarita Leelaramani, Company Secretary & Compliance Officer informed the members that Audited Financial Statements, the Board's Report, and Auditors' Report are laid on the table along with the Proxy Register, Register of Director's Shareholding and Register of Contracts and Arrangement for inspection by the members at the meeting. She further considered the Auditor's Report as read since there were no qualifications, Disclaimer, Reservation or Adverse Remarks. She then invited the Shareholders for the Question & Answer session with respect to the Annual Report F.Y. 2018-19 to the Directors and the management present.

The Queries raised by the shareholders were satisfactorily addressed by the Mr. Vish Tadimety Chairman of the Company.





The Company Secretary then thanked the Chairman for addressing the queries and informed the members present that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice of the said AGM. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes through Polling Paper at the end the meeting and further that there would be no voting by show of hands.

The Company Secretary invited Mr. Dilipkumar, Scrutinizer for the 24th AGM for conducting voting through Polling Paper and requested the members to consider the following items of business, as per the Notice of 24th AGM dated August 12, 2019:

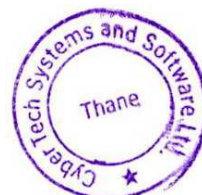
Ordinary Business:

1. To consider and adopt the Audited (Standalone and Consolidated) Financial Statements of the Company for the Financial Year ended March 31, 2019, together with the reports of the Board of Directors and Auditors thereon.
2. To declare a dividend of Re.1/- per Equity Share of face value of Rs.10/- each for the financial year 2018-19.
3. To appoint Director in place of Ms. Amogha Tadimety (DIN: 06952042), who retires by rotation and being eligible, offers herself for re-appointment.

Special Business:

4. To approve the holding of office of profit by Mr. Steven Jeske as Director in CyberTech Systems and Software Inc. U.S.A.
5. To approve the holding of office of profit by Mr. Vish Tadimety as Director in CyberTech Systems and Software Inc. U.S.A.
6. To re-appoint Mr. Sudhir Joshi, as an Independent Director of the Company.
7. To re-appoint Dr. N. L. Sarda, as an Independent Director of the Company.
8. To re-appoint Dr. S. Karmalkar, as an Independent Director of the Company.
9. To re-appoint Mr. M. P. Bharucha, as an Independent Director of the Company.
10. To approve the payment of Commission to the Independent Directors of the Company.

After conducting voting through polling paper, the Members were informed that a consolidated report on the total vote cast in favour and against the above mentioned resolutions would be submitted by the Scrutinizer to the Chairman on or before September 30, 2019 and the same would be declared by the Company by hosting it on its website www.cybertech.com, the website of Link Intime India Pvt. Ltd., and by notifying to the Stock Exchanges viz. BSE Ltd. and National Stock Exchange of India Ltd, where the shares of the Company are listed.





The meeting concluded with a vote of thanks to all the Directors, Auditors and shareholders and declared the meeting as concluded at 04:45 P.M.

This is for your information and record.

Thanking you,
Yours faithfully,

For **CYBERTECH SYSTEMS AND SOFTWARE LIMITED**

Sarita Leelaramani

Company Secretary and Compliance Officer

Membership No.: A35587

