

Date: September 30, 2020

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| To BSE Limited Listing Department Phiroze Jeejeebhoy Towers Dalal Street Mumbai-400 001 Scrip Code: 532173 | To National Stock Exchange of India Ltd. Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex Bandra (East) Mumbai - 400 051 Symbol: CYBERTECH |
|--|---|

Dear Sir/Madam,

Sub: Voting Results of 25th Annual General Meeting of the Company

Ref: Regulation 44 of SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015

The 25th Annual General Meeting (AGM) of the Company was held on Tuesday, September 29, 2020 at 04:30 P.M. was held today through Video Conferencing ("VC") / Other Audio Visual Means ("OAVM").

In this regard, please find enclosed herewith:

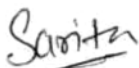
1. The results of the voting as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
2. Scrutinizer's Report dated September 30, 2020 pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014.

The results are also uploaded on the website of the Company (https://www.cybertech.com/investors/agm_egm_evoting.aspx)

Kindly take the same on record.

Thanking you,

For **CYBERTECH SYSTEMS AND SOFTWARE LIMITED**



Sarita Leelaramani

Company Secretary and Compliance Officer

Membership No.: A35587



Encl.: a/a



| | |
|---|-----------------------------|
| Date of AGM / EGM/Postal Ballot | Tuesday, September 29, 2020 |
| Total Number of Shareholder on Record Date | 13,720 |
| No. of Shareholder Present In the meeting either in person or through Proxy# | Nil |
| 1. Promoter & Promoter Group | - |
| 2. Public | - |
| No. of Shareholder attended the meeting through Video Conferencing | 46 |
| 1. Promoter & Promoter Group | 11* |
| 2. Public | 35 |

#In view of the outbreak of the COVID-19 pandemic, social distancing norm and continuing restriction on movement of persons at several places in the country and pursuant to General Circular Nos.14/2020, 17/2020 and 20/2020 dated April 8, 2020, April 13, 2020 and May 5, 2020 respectively, issued by the Ministry of Corporate Affairs (“MCA Circulars”) and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by the Securities and Exchange Board of India (“SEBI Circular”) and in compliance with the provisions of the Companies Act, 2013 (“the Act”) and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), the 25th AGM of the Company is being conducted through VC/OAVM Facility, which does not require physical presence of Members at a common venue.

*No. of Folios/DP id-Client id held by Mr. Vish Tadimety and Ms. Sukhada Tadimety (*Promoter & Promoter group*) are more than one.



The results of the voting as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015



| CyberTech Systems And Software Limited | | | | | | | | |
|---|----------------|--------------------|--|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution Required : (Ordinary) | | | <p>1 - (a) the Audited Standalone Financial Statement of the Company for the Financial Year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon be and are hereby considered and adopted.”</p> <p>(b) the Audited Consolidated Financial Statement of the Company for the Financial Year ended March 31, 2020 and the reports of the Auditors thereon be and are hereby considered and adopted.”</p> | | | | | |
| Whether promoter/ promoter group are interested in the agenda/resolution? | | | No | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 |
| Promoter and Promoter Group | E-Voting | 10357929 | 10299654 | 99.4374 | 10299654 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 10299654 | 99.4374 | 10299654 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 50137 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 17135527 | 2383394 | 13.9091 | 2383393 | 1 | 100.0000 | 0.0000 |
| | Poll | | 3100 | 0.0181 | 3100 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 2386494 | 13.9272 | 2386493 | 1 | 100.0000 | 0.0000 |
| Total | | 27543593 | 12686148 | 46.0584 | 12686147 | 1 | 100.0000 | 0.0000 |



CyberTech Systems And Software Limited

| Resolution Required : (Ordinary) | | 2 - RESOLVED THAT a dividend at the rate of 1/- (Rupee One only) per Equity Share of 10/- (Rupees Ten only) each on 2,75,43,493 paid-up Equity Shares of the Company, as recommended by the Board of Directors of the Company, be and is hereby declared for payment for the Financial Year ended March 31, 2020, to those eligible shareholders as per the Book-closure of the Company kept for this purpose. | | | | | | |
|---|----------------|--|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | No | | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | $[3]=\{[2]/[1]\} * 100$ | [4] | [5] | $[6]=\{[4]/[2]\} * 100$ | $[7]=\{[5]/[2]\} * 100$ |
| Promoter and Promoter Group | E-Voting | 10357929 | 10299654 | 99.4374 | 10299654 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 10299654 | 99.4374 | 10299654 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 50137 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 17135527 | 2383394 | 13.9091 | 2383393 | 1 | 100.0000 | 0.0000 |
| | Poll | | 8450 | 0.0493 | 8450 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 2391844 | 13.9584 | 2391843 | 1 | 100.0000 | 0.0000 |
| Total | | 27543593 | 12691498 | 46.0779 | 12691497 | 1 | 100.0000 | 0.0000 |



CyberTech Systems And Software Limited

| Resolution Required : (Ordinary) | | 3 - RESOLVED THAT Pursuant to the provisions of Section 152 of the Companies Act, 2013, Mr. Viswanath Tadimety (DIN: 00008106), (also known as Mr. Vish Tadimety) who retires by rotation at this meeting and being eligible, offers himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation." | | | | | | |
|--|-----------------------|--|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Whether promoter/ promoter group are interested in the agenda/resolution? | | Yes, except Mr. Steven Jeske, all the members of Promoter & promoter group are interested in this resolution. | | | | | | |
| Category | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes – in favour | No. of Votes – Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
| | | [1] | [2] | [3]={[2]/[1]}*100 | [4] | [5] | [6]={[4]/[2]}*100 | [7]={[5]/[2]}*100 |
| Promoter and Promoter Group | E-Voting | 10357929 | 2431433 | 23.4741 | 2431433 | 0 | 100.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 2431433 | 23.4741 | 2431433 | 0 | 100.0000 | 0.0000 |
| Public Institutions | E-Voting | 50137 | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Poll | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| Public Non Institutions | E-Voting | 17135527 | 2383394 | 13.9091 | 2383393 | 1 | 100.0000 | 0.0000 |
| | Poll | | 8450 | 0.0493 | 8450 | 0 | 100.0000 | 0.0000 |
| | Postal Ballot | | 0 | 0.0000 | 0 | 0 | 0.0000 | 0.0000 |
| | Total | | 2391844 | 13.9584 | 2391843 | 1 | 100.0000 | 0.0000 |
| Total | | 27543593 | 4823277 | 17.5114 | 4823276 | 1 | 100.0000 | 0.0000 |

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]

30th September, 2020

To,
The Chairman
CyberTech Systems and Software Limited
CyberTechHouse, B-63/64/65-MIDC
Wagle Estate, J.B. Sawant Marg, Thane (West) – 400604.

25th (Twenty Fifth) Annual General Meeting (AGM) of the Equity Shareholders of CyberTech Systems and Software Limited (CIN:L72100MH1995PLC084788) held on Tuesday, September 29, 2020 at 04:30 P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

Dear Sir,

Sub.: Consolidated Scrutinizer's Report on remote e-voting and e-voting conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ('Act') read with the Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 at the Annual General Meeting (A.G.M) of CyberTech Systems and Software Limited held on Tuesday, September 29, 2020 at 04:30 P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM).

I, Sachin Sharma (ACS:46900; CP:20423), Designated Partner of S. Anantha & Ved LLP, Practicing Company Secretaries, (LLPIN:AAH-8229), who were appointed as the Scrutinizers by the Board of Directors of **CyberTech Systems and Software Limited** (the 'Company') vide resolution dated August 12, 2020, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, amended till date to scrutinize and report on the electronic voting ('remote e-voting') and the e-voting during the AGM by the shareholders of the Company in respect of the resolutions proposed to be passed at the 25th (Twenty Fifth) AGM of the members of the Company to be held on Tuesday, September 29, 2020 at 04:30 P.M. through Video Conferencing (VC) / Other Audio Visual Means (OAVM), and I 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 ('remote e-voting') and and e-voting during the AGM by the shareholders on the resolutions proposed in the notice of the 25th Annual General Meeting of the Company is the responsibility of the management. Our responsibility as a Scrutinizer is to ensure that the voting process both through remote e-voting and e-voting during the AGM are conducted in a fair and transparent manner and submit to the Chairman, the consolidated Report by Scrutinizer's of the total votes cast in favour or against, if any, on the resolutions, based on the report generated electronically.
2. As per the Notice of 25th Annual General Meeting of the Shareholders and the 'Advertisement' published pursuant to Rule 20(4)(v) of the Companies [(Management and Administration) Rules, 2014] (Amendment Rules, 2015) on September 08, 2020, in English Newspaper "Financial Express" and in Vernacular Language (Marathi) Newspaper "Mumbai Lakshadweep", the remote e-voting opened at 09.00 A.M. (IST) on Saturday, September 26, 2020 and remained open until 05.00 P.M. (IST) on Monday, September 28, 2020.
3. The Shareholders holding the Equity Shares of the Company as on Tuesday, September 22, 2020 viz. the "cut-off date", were entitled to vote on the resolutions stated in the Notice of the 25th Annual General Meeting of the Company.
4. The Notice of AGM dated August 12, 2020 along with Statement setting out material facts under Section 102 of the Act, was sent to the shareholders in respect of the below mentioned resolutions for passing at the AGM of the Company by e-mail in compliance with the MCA Circular dated May 05, 2020 read with circulars dated April 08, 2020, April 13, 2020 and June 15, 2020 (collectively referred to as "MCA Circulars") and SEBI Circular dated May 12, 2020.



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5. As required under the MCA Circulars, the Company had also provided e-voting facility during the AGM to the members attending the said meeting through VC / OAVM and who had not cast their vote earlier.
6. The votes on remote e-voting prior to AGM and e-voting during the AGM were unblocked, in the presence of two witnesses who are not the employees of the Company, at around 06.02 P.M. after conclusion of voting at the AGM and the e-voting results / list of Equity Shareholders who voted for and against were downloaded from the e-voting website of Link Intime India Private Limited viz. <https://instavote.linkintime.co.in>, and the same are being handed over to the Chairman.
7. I have scrutinized and reviewed the remote e-voting prior and during the AGM and votes cast therein based on the data downloaded from the e-voting system of Link Intime India Private Limited and the summary of the e-voting process is as follows:

Ordinary Business:

Resolution No. 1: Ordinary Resolution

To receive, consider and adopt

(a) the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and Auditors thereon; and

(b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020 and the report of Auditors thereon;

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

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 48 | 1,26,83,047 | 99.98 |
| E-voting at AGM | 2 | 3,100 | 0.02 |
| Total | 50 | 1,26,86,147 | 100.00 |

(ii) Voted **against** the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 1 | 1 | 100.00 |
| E-voting at AGM | -- | -- | -- |
| Total | 1 | 1 | 100.00 |

(iii) **Invalid** votes:

| Total Number of Members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| --- | --- |

Summary of Total valid votes for Resolution No.1

| Particulars | Number of valid votes cast | % of total number of valid votes cast |
|-----------------|----------------------------|---------------------------------------|
| Votes in favour | 1,26,86,147 | 100.00 |
| Votes against | 1 | 0.00 |
| Total | 1,26,86,148 | 100.00 |

***Note:**

a) 1 (One) folio holding 5,350 equity shares of face value of Rs.10/- each of the Company, abstained from voting in the above resolution.



: 3 :

Resolution No. 2: Ordinary Resolution

To declare a Dividend of Re.1/- per Equity Share of face value of Rs.10/- each for the Financial Year ended March 31, 2020:

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

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 48 | 1,26,83,047 | 99.933 |
| E-voting at AGM | 3 | 8,450 | 0.067 |
| Total | 51 | 1,26,91,497 | 100.000 |

(ii) Voted **against** the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 1 | 1 | 100.00 |
| E-voting at AGM | -- | -- | -- |
| Total | 1 | 1 | 100.00 |

(iii) **Invalid** votes:

| Total Number of Members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| --- | --- |

Summary of Total valid votes for Resolution No.2

| Particulars | Number of valid votes cast | % of total number of valid votes cast |
|-----------------|----------------------------|---------------------------------------|
| Votes in favour | 1,26,91,497 | 100.00 |
| Votes against | 1 | 0.00 |
| Total | 1,26,91,498 | 100.00 |



: 4 :

Resolution No. 3: Ordinary Resolution

To appoint a Director in place of Mr. Viswanath Tadimety (DIN:00008106), who retires by rotation and being eligible, offers himself for re-appointment:

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

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 38 | 48,14,826 | 99.825 |
| E-voting at AGM | 3 | 8,450 | 0.175 |
| Total | 41 | 48,23,276 | 100.000 |

(ii) Voted **against** the resolution:

| Mode of voting | Number of members voted | Number of votes cast by them | % of total number of valid votes cast |
|-----------------|-------------------------|------------------------------|---------------------------------------|
| Remote e-voting | 1 | 1 | 100.00 |
| E-voting at AGM | -- | -- | -- |
| Total | 1 | 1 | 100.00 |

(iii) **Invalid** votes:

| Total Number of Members whose votes were declared invalid | Total number of votes cast by them |
|---|------------------------------------|
| -- | -- |

Summary of Total valid votes for Resolution No.3

| Particulars | Number of valid votes cast | % of total number of valid votes cast |
|-----------------|----------------------------|---------------------------------------|
| Votes in favour | 48,23,276 | 100.00 |
| Votes against | 1 | 0.00 |
| Total | 48,23,277 | 100.00 |

Note:

a) *10 (Ten) folios holding in aggregate 78,68,221 equity shares of face value of Rs.10/- each, not voted in the above resolution being interested persons.*



: 5 :

8. All relevant records of voting are available only in the electronic format and there was no physical voting. The relevant records will remain in my custody until the Chairman considers, approves and signs the minutes of 25th Annual General Meeting and the same shall be sent /handed over thereafter to the Chairman/ Company Secretary for safe keeping.

Thanking You,

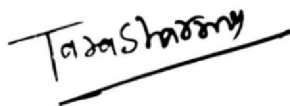
Yours Faithfully,

For **S. ANANTHA & VED LLP**
Company Secretaries



Sachin Sharma
Designated Partner
ACS: 46900; CP: 20423
UDIN: A046900B000812742
Date: 30th September, 2020
Place: Jodhpur

Witnesses:



1. Name: Mrs. Tara Sharma
Address: Plot No. 136, Baldev Nagar,
Mata Ka Than, Jodhpur, Rajasthan – 342 001
Occupation: Housewife



2. Name: Mrs. Veena Sharma
Address: 86, Parihar Nagar
Bhadwasai Road, Jodhpur, Rajasthan – 342 001
Occupation: Service

Counter signed
For **CyberTech Systems and Software Limited**

Ramasubramanian Sankaran
Whole-Time Director
DIN: 05350841