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**CERTIFIED TRUE COPY OF THE RESOLUTIONS PASSED BY THE SHARE HOLDERS  
AT THE ANNUAL GENERAL MEETING HELD ON 31.12.2013 AT THE REGISTERED  
OFFICE OF THE COMPANY.**

**RESOLUTION- 1 – Passed by Requisite Majority of Votes on Poll.**

“RESOLVED THAT the Balance Sheet as at 30<sup>th</sup> September 2013 and the Statement of Profit and Loss for the year ended on that date together with the Directors’ Report and the Auditors’ Report thereon, be and are hereby received, considered and adopted.”

**RESOLUTION- 2- Passed unanimously by Show of Hands.**

“RESOLVED THAT the retiring Director, Mr. Gururaj K. Upadhya, be and is hereby reappointed as a Director of the Company.”

**RESOLUTION- 3- Passed unanimously by Show of Hands.**

“RESOLVED THAT the retiring Director, Mr. S. Gopalakrishnan, be and is hereby reappointed as a Director of the Company.”

**RESOLUTION- 4 Passed unanimously by Show of Hands.**

“RESOLVED THAT Messrs Ishwar & Gopal, Chartered Accountants, Bangalore be and are hereby appointed as Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of the next Annual General Meeting and authorize the Board to fix their Remuneration.”

**CERTIFIED TRUE COPY  
For Cerebra Integrated Technologies Limited.**

**For Cerebra Integrated Technologies Ltd.**



**Director**

**Director**