

September 28, 2018

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

Sub.: **Proceedings of 23rd Annual General Meeting ("AGM") of CyberTech Systems and Software Limited ("the Company")**

Ref.: **Regulation 30(4), Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

In furtherance to our letter dated September 06, 2018, please note that 23rd AGM of the Company was held today at the Registered office of the Company and the business mentioned in the Notice of the said AGM were transacted. In this regard, please find herewith, Summary of proceedings (**attached as Annexure 1**) as required under Regulation 30, Part-A of Schedule -III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The results of the voting as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 along with Scrutinizer's Report pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) (xii) of the Companies (Management and Administration) Rules, 2014 will be submitted to you separately.

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





Annexure-1

Summary of proceedings of the 23rd Annual General Meeting of the Company

The 23rd Annual General Meeting (“AGM”) of the Members of the Company was held today i.e., Friday, September 28, 2018 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. Ved Prakash, 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 50 (Fifty) members 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 requested all the persons present to take a moment in paying respect and condolences to Mr. A.V Rajwade, who was a Mentor to him and helped our Company as an Independent Director. Further, he apprised the Members on the key financial highlights of FY18. He explained the investors regarding the incorporation of Spatialitics LLC, a new wholly owned subsidiary of CyberTech in Delaware (USA).

The Chairman requested the Company Secretary to proceed with the Meeting. Ms. Sarita Leelaramani, Company Secretary 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. 2017-18 to the Directors and the management present.

The Queries raised by the shareholders were 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. Ved Prakash, Scrutinizer for the 23rd AGM for conducting voting through Polling Paper and requested the members to consider the following items of business, as per the Notice of 23rd AGM dated August 13, 2018:

Ordinary Business:

1. To consider and adopt the Audited (Standalone and Consolidated) Financial Statements of the Company for the Financial Year ended March 31, 2018, 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 2017-18.
3. To appoint a Director in place of Mr. Steven Jeske (DIN: 01964333), who retires by rotation and being eligible, offers himself for re-appointment
4. To ratify the appointment of M/s. Bagaria & Co., LLP, Chartered Accountants (Firm Registration No. 113447W) as Statutory Auditors of the Company.

Special Business:

5. To appoint Ms. Angela C. Wilcox (DIN: 08068715) as an Independent Director of the Company.
6. To re-appoint Mr. Ramasubramanian Sankaran (DIN:05350841) as an Executive Director of the Company:
7. To increase the aggregate limit of investment by Foreign Portfolio Investors in the Share Capital of the Company.
8. To Increase the aggregate limit of investment by Non Resident Indians/OCI in Share Capital of the Company.

After conducting voting through Ballot 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, 2018 and the same would be declared by the Company by hosting it on its website www.cybertech.com, the website of CDSL, 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 04:40 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

