

REGD. OFFICE:

S5 Off 3rd Cross Peenya Industrial Area
Peenya 1st Stage ,Bengaluru – 560 058.
Tel: 1800-425-46969
Mob.: +91 97409 11799
Web : www.cerebracomputers.com
E-mail : info@cerebracomputers.com
CIN: L85110KA1993PLC015091

Wednesday, 14th May, 2025

Department of Corporate Services (Listing) BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai - 400 001 Scrip Code - 532413	Listing Department, National Stock Exchange of India Limited 5 th Floor, Exchange Plaza Bandra (E), Mumbai-400 051 Scrip Symbol - CEREBRAINT
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Dear Sirs

Sub: - Voting results along with Scrutinizer's Report of Postal Ballot pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In continuation to letter dated 13th May, 2025, please find enclosed the revised voting results along with Scrutinizer's Report with minor changes in SEBI format results.

Thanking you
Yours sincerely

For Cerebra Integrated Technologies Limited

SURBHI JAIN
Digitally signed by
SURBHI JAIN
Date: 2025.05.14
22:50:45 +05'30'

**Surbhi Jain
Company Secretary &
Compliance Officer
M. No. – A58109**

Enc: As above

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
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REPORT OF SCRUTINIZER ON E-VOTING AND POSTAL BALLOT PROCESS

Private & Confidential
{Strictly to the addressee only}

13th May, 2025

To

Mr.Ranganathan Venkatraman
Managing Director
Cerebra Integrated Technologies Limited
(CIN: L85110KA1993PLC015091)
S5, Off 3rd Cross, Peenya Indl. Area,
Peenya I Stage, Bangalore - 560058,
Karnataka, India

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 – 560 080, was duly appointed as Scrutinizer by the Company for the purpose of scrutinizing the Postal Ballot undertaken by your Company vide Notice dated 10th April, 2025, facility provided as per Sections 108 and 110 of the Companies Act, 2013 ('the Act'), read with Rule 20 and 22 of the Companies (Management & Administration) Rules, 2014 as amended from time to time ('the Rules') and various circulars issued by the Ministry of Corporate Affairs (MCA) namely, Circular No. 09/2024 dated September 19, 2024 read with 09/2023 dated September 25, 2023 read with Circular No. 19/2021 dated December 8, 2021 read with Circular No. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020 read with General Circular No. 10/2021 dated June 23, 2021 including General Circular Nos. 3/2022 and 11/2022 dated May 5, 2022 and December 28, 2022 and the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

My responsibility as 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 Resolution proposed in the Notice dated 10th April, 2025 based on the report provided by Central Depository Services (India)



Limited (CDSL), the Agency engaged by the Company to provide e-voting facility up to 11th May, 2025 (5.00 P.M. IST).

In terms of the aforesaid Notice and as per the provisions of the Act and the Rules, e-voting was kept open from Saturday, 12th April, 2025 (9.00* A.M. IST) till Sunday, 11th May, 2025 (5.00 P.M. IST) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the Resolution on the e-voting platform.

*** Note: The voting should have been started at 9.00 AM on Saturday, 12th April, 2025. However, as per the details provided by the Central Depository Services (India) Limited (CDSL), the voting was started at 12.00 Noon. It was informed by the Company Secretary of the Company that the delay in voting start time is purely on technical issues and it was unintentional.**

The details containing *inter-alia*, the list of the Members, who voted "for" or "against" on the Resolution that was put to vote, was derived from the report generated from the e-voting website of Central Depository Services (India) Limited (CDSL) i.e. <https://www.evotingindia.com> and based on such reports 65 (SixtyFive) members (folio wise) have cast their votes through remote e-voting.

On verification of 65 members voting through e-Voting, up to 11th May, 2025 from the Shareholders of Cerebra Integrated Technologies Limited, holding Equity Shares and based on the information made available to me, I hereby submit my Report on the results of the Postal Ballot, as follows:



VOTING ANALYSIS:

SPECIAL BUSINESS:

ITEM NO. 1- TO APPOINT MRS. RUKSHANA MUJIDBHAI BELIM (DIN: 10934764) AS DIRECTOR IN THE CATEGORY OF NON- EXECUTIVE WOMAN INDEPENDENT DIRECTOR OF THE COMPANY:

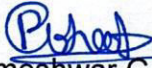
SPECIAL RESOLUTION:

Particulars	No: of votes contained in				
	Remote E-voting		Total		%Total Valid Votes Cast
	No. of members voted	No. of Votes cast (Shares)	No. of members voted	No. of Votes cast (Shares)	
Assent	48	136092	48	136092	41.07
Dissent	17	195273	17	195273	58.93
Total	65	331365	65	331365	100.00
Abstained/In valid	0	0	0	0	NA

Based on the above information, the resolution which was proposed in the Postal Ballot notice dated 10th April, 2025 got defeated by the Shareholders by voting majority against the resolution. You may kindly declare the results and take further steps accordingly.

Thanking you

Yours faithfully


Parameshwar G. Bhat
Practicing Company Secretary
Membership No.: 8860; CP No.: 11004
Scrutinizer
UDIN: F008860G000329433



	CEREBRA INTEGRATED TECHNOLOGIES LIMITED
Date of the AGM/EGM	11-05-2025
Total number of shareholders on record date	37854
No. of shareholders present in the meeting either in	
Promoters and Promoter Group:	0
Public:	0
No. of Shareholders attended the meeting through	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1									
Resolution required: (Ordinary/ Special)	SPECIAL - APPOINTMENT MRS. RUKSHANA MUJIDBHAI BELIM (DIN: 10934764) AS DIRECTOR IN THE CATEGORY OF NON- EXECUTIVE WOMAN INDEPENDENT DIRECTOR OF THE COMPANY AND IF THOUGHT FIT, TO PASS, THE FOLLOWING RESOLUTION AS A SPECIAL RESOLUTION									
Whether promoter/ promoter group are interested in the	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	10,17,065	72,747	7.1526	72,747	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		72,747	7.1526	72,747	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	92,10,878	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if 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	*****	2,58,618	0.2331	63,345	1,95,273	24.4936	75.5063	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0

Public- Non Institutions	Postal Ballot (if applicable)	*****	0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,58,618	0.2331	63,345	1,95,273	24.4937	75.5063	0	0
	Total	#####	3,31,365	0.2734	1,36,092	1,95,273	41.0701	58.9299	0	0