

Monday, 29th September, 2025

Corporate Relationship Department Listing Department BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai - 400 001 Scrip Code - 532413	The 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: Proceedings of 31st Annual General Meeting ('AGM') held on Monday, 29th September, 2025 at 4.00 PM. (IST)

Pursuant to the provisions of Regulation 30 read with Schedule III, Para A, Part A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), please be informed that the 31st Annual General Meeting (AGM) of the members of Cerebra Integrated Technologies Limited ('the Company') held on Monday, 29th September, 2025 at 04:00 PM (IST) through Video conference ("VC") / Other Audio-Visual Means ("OAVM").

The Meeting was held in compliance with the General Circular numbers 14/2020, 17/2020, 20/2020, 02/2021, 02/2022, 10/2022 11/2022, 09/2023 and 09/2024 issued by the Ministry of Corporate Affairs and SEBI/HO/CFD/(MCA) and Circular numbers SEBI/HO/CFD/CMD1/CIR/P/2020/79, CMD2/CIR/P/2022/62, SEBI/HO/CFD/PoD-2/P/CIR/2023/4, SEBI/HO/CFD/PoD-2/P/CIR/2023/167 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 issued by Securities and Exchange Board of India ("SEBI") and as per the applicable provisions of the Companies Act, 2013 and the Rules made thereunder. The Meeting commenced at 4:00 P.M. IST. and concluded at 4.30 P.M. (IST).

Brief proceedings of AGM as per Regulation 30 read with Schedule III, Para A, Part A of the Listing Regulations is enclosed as Annexure 1.

Kindly note that voting results will be announced upon the receipt of Scrutinizer's Report and will be submitted as per Regulation 44(3) of the Listing Regulations.

Please take the intimation on record and kindly treat this as compliance with the Listing Regulations.

For **Cerebra Integrated Technologies Limited**

Vishwamurthy Phalanetra
Whole-time Director and CFO
DIN: 01247336

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Annexure 1

PROCEEDINGS OF THE 31st ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY HELD AT 4:00 P.M. ON MONDAY, SEPTEMBER 29, 2025, THROUGH VIDEO CONFERENCING (VC) /OTHER AUDIO-VISUAL MEANS (OAVM).

Mr. Ranganathan V, Chairman and Managing Director of the Company chaired the meeting.

After ascertaining the presence of the requisite quorum through video conferencing, Chairman called the meeting to order and commenced the proceedings of the meeting. Chairman welcomed all the Members, Directors and other invitees present at 31st AGM of the Company. With the consent of the Members, the Notice convening the Meeting was taken as read. The quorum was present throughout the Meeting.

The Chairman informed that the Company Secretary is on maternity leave and hence could not join this meeting. In her absence, the Chairman informed that in compliance with the provisions of the Companies Act, 2013 and circulars issued by the Ministry of Corporate Affairs and the Listing Regulations, facility to join the meeting through video conference or audio/visual means was made available to the members. He also informed the members that the requisite statutory registers and the documents shall be made available to the Members for inspection upon their request through email.

The Chairman informed the Members that the Statutory Auditor's Report contains certain qualifications/observations, for which detailed explanations and clarifications from the management have been duly furnished.

The Chairman delivered his opening address, followed by an operational and financial highlights of the Company.

The following items of business as set out in the Notice of Convening the 31st Annual General Meeting were taken up for the member's consideration.

<u>Ordinary Business</u>		
1.	To receive, consider and adopt the Standalone and Consolidated Financial Statements of the Company including Audited Balance Sheet as at 31st March, 2025, the Statement of Profit and Loss of the Company for the year ended as on that date together with the Auditors' Report thereon and the Board's Report including Secretarial Audit Report.	Ordinary Resolution

2.	To appoint a Director in place of Mr. Vishwamurthy Phalanetra, (DIN:01247336), who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary Resolution
3.	To approve the appointment of Statutory Auditors.	Ordinary Resolution
<u>Special Business</u>		
4.	To appoint Mr. Kiran Murthi (DIN: 06444833) as a Director in the category of Non- Executive Independent Director of the Company.	Special Resolution
5.	To appoint Mr. Vasudevan Nair (DIN: 06996768) as a Director in the category of Non- Executive Independent Director of the Company.	Special Resolution
6.	To appoint Mr. Jignesh J. Mehta (DIN: 03079663) as a Director in the category of Non- Executive Director of the Company.	Ordinary Resolution
7.	To appoint Ms. Ruma Chatterjee (DIN: 09735439) as a Director in the category of Non- Executive Woman Independent Director of the Company.	Special Resolution
8.	To appoint Secretarial Auditors of the Company.	Ordinary Resolution

It was informed that the facility to cast votes through remote e-voting was made available to the members, and e-voting through Central Depository Services (India) Limited (CDSL) was also provided during the AGM to those members who had not cast their votes through remote e-voting. The e-voting facility remained open for 30 minutes from the conclusion of the AGM.

The Board of Directors had appointed Mr. Parameshwar G. Bhat as the Scrutinizer to supervise the e-voting process in a fair and transparent manner. The Chairman informed the members that the Voting Results, along with the Scrutinizer's Report, would be declared within two working days of the conclusion of the meeting and, in this regard, authorized Mr. Vishwamurthy Phalanetra, Whole-time Director of the Company to declare the results, intimate the same to BSE Limited and National Stock Exchange of India Limited, and place them on the Company's website as well as on the website of through Central Depository Services (India) Limited (CDSL), in accordance with the Listing Regulations.

The Meeting commenced at 4:00 P.M. IST. and concluded at 4.30 P.M. (IST).

Yours sincerely

For **Cerebra Integrated Technologies Limited**

Vishwamurthy Phalanetra
Whole-time Director and CFO
DIN: 01247336