CyberTech
Systems and Software Limited

REGD OFFICE: `CyberTech House' Plot No. B-63/64/65, Road # 21/34, J.B Sawant Marg, MIDC, Wagle Estate, Thane 400604
● Tel: +91-22-2583 4643 / 44 / 45 ● Fax: +91-22-2583 2574
● CIN L72100MH1995PLC084788 ● Email: cssl.investors@cybertech.com ● Website: www.cybertech.com

Date: August 12, 2019

To	To
BSE Limited Listing Department Phiroze Jeejeebhoy Towers Dalal Street, Mumbai-400 001 **Scrip Code: 532173**	**National Stock Exchange of India Ltd**. Listing Department Plot No. C1, Exchange Plaza G Block, Bandra Kurla Complex Bandra (East), Mumbai - 400 051 **Symbol: CYBERTECH**

Dear Sir/Madam,

Sub: Outcome of the Board Meeting
Ref: Regulation 30 of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015

With reference to the captioned subject, please be informed that the Board of Directors of the Company (BM02/2019-20) at their meeting held today i.e., Monday, August 12, 2019, at the Registered Office of the Company, inter alia considered and approved the following viz.,:

1. The Un-audited Financial Results (Standalone and Consolidated) along with Limited Review Report for the quarter ended June 30, 2019, pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 which has been duly reviewed and recommended by the Audit Committee;
2. Grant of 100,000 Employee Stock Options to Mr. Parag Bhalerao, Senior Vice President (Enterprise Solution Delivery) under Employee Stock Option Scheme 2014; and
3. Holding of 24th Annual General Meeting (AGM) of the Company on Friday, September 27, 2019, at CyberTech House, Plot No.B-63/64/65, Road No. 21/34, J.B. Sawant Marg, MIDC, Wagle Estate, Thane – 400 604.
4. Approval for re-appointment of following Independent and Non-Executive Directors for a second term of Five (5) Years period, subject to the approval of the members at the ensuing AGM *(**Brief Profile annexed as Annexure A**)*:
    a) Mr. Sudhir Joshi
    b) Mr. M. P. Bharucha

CYBERTECH SYSTEMS AND SOFTWARE LTD. ★ THANE

c) Dr. N. L. Sarda

d) Dr. Shreepad Karmalkar

The Board Meeting Commenced at 06:30 PM and concluded at 09:10 PM

The financial results will be made available on the Company's website http://www.cybertech.com/investors/keyfinancialresults.aspx

Kindly take the same on record.

Thanking you,

Yours faithfully,

For **CYBERTECH SYSTEMS AND SOFTWARE LIMITED**

Sarita

Sarita Leelaramani
Company Secretary and Compliance Officer
Membership No.: A35587

CYBERTECH SYSTEMS AND SOFTWARE LTD. THANE

Place: Thane

Encl.: *Un-audited Financial Results (Standalone and Consolidated) along with Limited Review Report for the quarter ended June 30, 2019; and Annexure A*

BAGARIA & CO LLP
Chartered Accountants

701, Stanford,
Junction of S. V. Road,
& Barfiwala Marg, Andheri (W)
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LIMITED REVIEW REPORT

Review Report to Board of Directors

1. We have reviewed the accompanying statement of consolidated unaudited financial results of **CyberTech Systems and Software Limited** ("the Parent") and its subsidiaries (the Parent and its subsidiaries together referred to as "the Group") for the quarter ended 30th June, 2019, being submitted by the Parent pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

2. This Statement, which is the responsibility of the Parent's Management and approved by the Parent's Board of Directors, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" (IND AS "34"), prescribed under Section 133 of the Companies Act, 2013, and other accounting principles generally accepted in India. Our responsibility is to express a conclusion on the Statement based on our review.

3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion. We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33(8) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, to the extent applicable.

4. The Statement includes the results of the following entities:

Name of the Entity	Relationship
Cybertech Systems and software Inc. USA	Wholly owned subsidiary
Spatialitics LLC, USA	Wholly owned subsidiary

5. Based on our review conducted and procedures performed as stated in paragraph 3 above and based on the consideration of the review reports of the other auditor referred to in paragraph 6 below, nothing has come to our attention that causes us to believe that the accompanying statement, prepared in accordance with the recognition and measurement principles laid down in the aforesaid Indian Accounting Standard and other accounting principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended including the manner in which it is to be disclosed, or that it contains any material misstatement.

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6. We did not review the financial results of 2 foreign subsidiaries included in the consolidated unaudited financial results, whose financial results reflect, total revenue of Rs. 2,403.51 lakh and total net profit after tax of Rs.87.83 lakh and total comprehensive income of Rs. Nil for the quarter ended June 30, 2019. These financial results have been reviewed by the other auditor whose reports have been furnished to us by management and our conclusion on the statement, in so far as it relates to the amounts and disclosures included in respect of the said subsidiaries, is based solely on the report of the other auditor and the procedures performed by us as stated in paragraph 3 above.

Our conclusion on the statement is not modified in respect of the above matters

For Bagaria & Co.LLP
Chartered Accountants
Firm Registration No: 113447W/W-100019

BAGARIA & CO. LLP MUMBAI CHARTERED ACCOUNTANTS

Vinay Somani
Partner
Membership No. 143503
UDIN : 19143503AAAAGJ9652

Mumbai
12th August, 2019

CyberTech Systems and Software Limited

Regd. Office: CyberTech House, Plot B-63/64/65, J.B.Sawant Marg, MIDC, Wagle Estate, Thane (W) 400 604

Tel. 91-22-2583 4643/44/45 **Fax**: 91-22-25832574 **E-Mail**: cssl.investors@cybertech.com **website**: www.cybertech.com **CIN**:L72100MH1995PLC084788

Unaudited Consolidated Financial Results for the Quarter ended June 30, 2019

(Rs. In Lakhs)

	Particulars	Quarter Ended			Year Ended
		30-06-2019	31-03-2019*	30-06-2018	31-03-2019
		Unaudited	Audited	Unaudited	Audited
1	Revenue from Operations	2,612.76	2,632.70	2,177.37	9,676.44
2	Other Income	134.37	167.33	140.00	634.43
3	**Total Revenue (1+2)**	**2,747.13**	**2,800.03**	**2,317.37**	**10,310.87**
4	**Expenses**				
	a) Cost of Hardware / Software package/ for service delivery Outsourced project cost	197.08	126.18	191.20	674.88
	b) Employee Benefits expense	1,538.12	1,533.34	1,432.57	5,970.02
	c) Finance Costs	24.22	27.05	23.67	109.08
	d) Depreciation and amortization expense	163.17	171.74	157.75	656.90
	e) Other expenses	398.61	384.22	480.01	1,678.81
	Total Expenses	**2,321.20**	**2,242.53**	**2,285.20**	**9,089.69**
5	**Profit before Tax (3-4)**	**425.93**	**557.50**	**32.17**	**1,221.18**
6	Tax Expense				
	a) Current Tax	144.95	114.00	6.77	230.00
	b) Deferred Tax	(35.36)	(29.55)	(3.27)	(35.00)
	c) Tax adjustments for earlier years	24.30	3.18	-	3.18
7	**Profit for the period (5-6)**	**292.04**	**469.87**	**28.67**	**1,023.00**
8	**Other Comprehensive Income**				
	Items that will not be reclassified to Profit and Loss- Gain/(Loss)				
	a Remeasurement of the net defined benefit liabilities	(4.50)	(14.82)	(0.63)	(16.71)
	b Income tax relating to items that will not be reclassified to profit and loss	1.25	4.12	0.17	4.64
	Items that will be reclassified to Profit and Loss				
	a Foreign currency translation reserve	(14.29)	13.29	21.87	37.96
	b Income tax relating to items that will not be reclassified to profit and loss				-
9	**Total Comprehensive Income for the period (7+8)**	**274.50**	**472.46**	**50.08**	**1,048.89**
10	Paid up equity share capital (Face value: Rs.10 per share)	2,751.55	2,751.55	2,744.06	2,751.55
11	Other equity				5,563.39
12	Earnings per share (of Rs.10 each)				
	Basic (Not annualised)	1.06	1.71	0.10	3.68
	Diluted (Not annualised)	1.05	1.70	0.10	3.65

Cyber Tech Systems and Software Ltd.

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Chartered Accountants

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LIMITED REVIEW REPORT

Review Report to Board of Directors

1. We have reviewed the accompanying statement of unaudited financial results of **CyberTech Systems and Software Limited** ("the Company") for the quarter ended 30th June, 2019. The statement is the responsibility of the Company's Management and has been approved by the Board of Directors. Our responsibility is to issue a report on this financial Statement based on our review.

2. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India. This Standard requires that we plan and perform the review to obtain moderate assurance as to whether the financial statements are free of material misstatement. A review is limited primarily to inquiries of Company personnel and analytical procedures applied to financial data and thus provide less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

3. Based on our review, conducted as above, nothing has come to our attention that causes us to believe that the accompanying statement of unaudited financial results prepared in accordance with applicable accounting standards and other recognized accounting practices and policies, has not disclosed the information required to be disclosed in terms of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including the manner in which it is to be disclosed, or that it contains any material misstatement.

For Bagaria & Co. LLP
Chartered Accountants
Firm Registration No:113447W/W-100019

BAGARIA & CO LLP MUMBAI CHARTERED ACCOUNTANTS

Vinay Somani
Partner
Membership No. 143503
UDIN : 19143503AAAAGK9334

Mumbai
12th August, 2019

Unaudited Standalone Financial Results for the Quarter ended June 30, 2019

(Rs. In Lakhs)

	Particulars	Quarter Ended			Year Ended
		30-06-2019	31-03-2019*	30-06-2018	31-03-2019
		Unaudited	Audited	Unaudited	Audited
1	Revenue from Operations	1,445.53	1,508.12	1,201.36	5,382.31
2	Other Income	132.74	166.38	139.59	631.78
3	**Total Revenue (1+2)**	**1,578.27**	**1,674.50**	**1,340.95**	**6,014.09**
4	**Expenses**				
	a) Cost of Hardware / Software package/ for service delivery Outsourced project cost	33.06	29.95	96.40	267.12
	b) Employee Benefits expense	955.09	920.29	838.41	3,512.25
	c) Finance Costs	24.22	27.05	23.67	109.08
	d) Depreciation and amortization expense	117.24	125.26	113.19	472.10
	e) Other expenses	209.21	205.35	263.17	903.96
	Total Expenses	**1,338.82**	**1,307.90**	**1,334.84**	**5,264.51**
5	**Profit before Tax (3-4)**	**239.45**	**366.60**	**6.11**	**749.58**
6	Tax Expense				
	a) Current Tax	70.68	114.00	6.77	230.00
	b) Deferred Tax	(35.36)	(29.55)	(3.27)	(35.00)
	c) Tax adjustments for earlier years	-	3.18	-	3.18
7	**Profit for the period (5-6)**	**204.13**	**278.97**	**2.61**	**551.40**
8	**Other Comprehensive Income**				
	Items that will not be reclassified to Profit and Loss-Gain / (Loss)				
	a Remeasurement of the net defined benefit liabilities	(4.50)	(14.82)	(0.63)	(16.71)
	b Income tax relating to items that will not be reclassified to profit and loss	1.25	4.12	0.17	4.64
9	**Total Comprehensive Income for the period (7+8)**	**200.88**	**268.27**	**2.15**	**539.33**
10	Paid up equity share capital (Face value: Rs.10 per share)	2,751.55	2,751.55	2,744.06	2,751.55
11	Other equity				6,163.79
12	Earnings per share (of Rs.10 each)				
	Basic (Not annualised)	0.74	1.01	0.01	2.01
	Diluted (Not annualised)	0.74	1.01	0.01	1.99

Cyber Tech Systems and Software Ltd.

Notes :

1. The above results were reviewed by Audit Committee and approved by the Board of Directors at its meeting held on August 12, 2019
2. The accounts of CyberTech Systems and Software Inc. USA and Spatialitics LLC (wholly owned subsidiaries) have been consolidated by applying IND AS110 - "Consolidated Financial Statements" .
3. The Group has only single reportable business segment i.e. 'Software Development Services' in terms of requirements of IND AS 108.
4. * The figures for the quarter ended March 31, 2019 are the balancing figures between the audited figures in respect of the full financial year and the published year to date figures up to the third quarter for the relevant financial year which were subjected to limited review by the statutory auditors.
5. The Company has adopted Ind AS 116 "Leases" using modified retrospective approach, effective from 1st April, 2019 notified by the Ministry of Corporate Affairs. The impact of adoption of Ind AS 116 on the profit for the quarter is not material.
6. The previous period's / year's figures have been regrouped/re-classified wherever required to conform to current period's/years classification.

CyberTech Systems and Software Ltd. Thane

For and on behalf of the Board of Directors

Place : Thane
Date : August 12, 2019

S. Ramasubramanian
Executive Director
DIN : 05350841

Annexure A

Brief Profile of Independent Directors

Sr. No.	Name of the Director	Mr. Sudhir Joshi (DIN: 00349597)	Dr. N. L. Sarda (DIN: 00147782)	Dr. Shreepad Karmalkar (DIN: 03273896)	Mr. M. P. Bharucha (DIN: 00361911)
a)	**Reason for change viz. appointment**	Re-appointment as a Non–Executive and Independent Director for a second term of five (5) years, not liable to retire by rotation, subject to the approval of shareholders at the ensuing Annual General Meeting.	Re-appointment as a Non–Executive and Independent Director for a second term of five (5) years, not liable to retire by rotation, subject to the approval of shareholders at the ensuing Annual General Meeting.	Re-appointment as a Non–Executive and Independent Director for a second term of five (5) years, not liable to retire by rotation, subject to the approval of shareholders at the ensuing Annual General Meeting.	Re-appointment as a Non–Executive and Independent Director for a second term of five (5) years, not liable to retire by rotation, subject to the approval of shareholders at the ensuing Annual General Meeting.
b)	**Date of appointment/ cessation (as applicable) & term of appointment;**	Term of re-appointment: September 30, 2019 to September 29, 2024 (Subject to the approval of shareholders at the ensuing Annual General Meeting)	Term of re-appointment: September 30, 2019 to September 29, 2024 (Subject to the approval of shareholders at the ensuing Annual General Meeting)	Term of re-appointment: September 30, 2019 to September 29, 2024 (Subject to the approval of shareholders at the ensuing Annual General Meeting)	Term of re-appointment: September 30, 2019 to September 29, 2024 (Subject to the approval of shareholders at the ensuing Annual General Meeting)

CYBER TECH SYSTEMS AND SOFTWARE LTD. THANE

c)	**Brief Resume of the Director**	Mr. Sudhir Joshi is a professional banker with 38 years of experience in the banking industry. He is an Ex-Treasurer of HDFC Bank Ltd. He is currently serving on the Board of National Securities Clearing Corporation of India Ltd. and is a member of its Executive Committee and Audit and Risk Committee. He has previously held key positions with State Bank of India. He was also part of the Times Bank Core Management Team as Executive Vice President-Treasury.	Dr. N.L. Sarda has extensive experience as the Professor of Computer Science and Engineering at IIT Bombay and is presently a Visiting Professor at the newly established IIT Dharwad. He was Professor-in Charge of Innovation and Entrepreneurship at IIT Bombay. In this role, he coordinated with the Society for Innovation and Entrepreneurship (SINE) and actively facilitated IITB's faculty and students to convert intellectual property developed by them into business ventures. He has also served as the Director on the Boards of various nationalized Banks.	Dr. Karmalkar is a Professor of Electrical Engineering at IIT Madras. He has held visiting research / teaching assignments at several US universities. He has authored numerous articles in journals and books, and has been awarded several patents in the areas of semiconductor device modeling and process development. For his research contributions. He has received the 2006 Vikram Sarabhai Award and a 2007 IBM Faculty Award.	Mr. Bharucha is a Law graduate from the University of Mumbai. He is a senior partner of Bharucha & Partners, Mumbai. His area of practice involves International Arbitration, Commercial litigation, General Advisory, Mergers & Acquisitions and Real Estate. He is the vice president of Bombay Incorporated Law Society and an advocate-on-record, Supreme Court of India.

CYBER TECH SYSTEMS AND SOFTWARE LTD. ★ THANE

d)	**Qualification**	Bachelor of Science (Chemistry) from University of Pune, Certified Associate of the Indian Institute of Banking and Finance	B.E. (Electrical), Nagpur University, India; M.Tech (Comp. Sci.) IIT Bombay; Ph.D.(Comp. Sci.), IIT Bombay; and Executive Development Program, Kellogg School of Management, Northwestern University, USA	B. Tech and accelerated PhD degrees in Electrical Engineering from IIT Madras	L.L.B. University of Mumbai; Solicitor, Bombay High Court; Solicitor, Supreme Court of England and Wales; Solicitor, Hong Kong.
e)	**Disclosure of relationships between directors (in case of appointment of a director);**	Mr. Joshi is not related to any Director(s) of the Company.	Dr. Sarda is not related to any Director(s) of the Company.	Dr. Karmalkar is not related to any Director(s) of the Company.	Mr. Bharucha is not related to any Director(s) of the Company.
f)	**Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/ 2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/ CML/ 2018/ 24, dated 20/06/18**	Mr. Joshi is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.	Dr. Sarda is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.	Dr. Karmalkar is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.	Mr. Bharucha is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

CYBERTECH SYSTEMS AND SOFTWARE LTD. THANE