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CIN : L85110KA1993PLC015091

REF: CITL/NSE/048/2016-17  
Monday, January 23, 2017

Listing Department,  
National Stock Exchange of India Ltd.,  
5<sup>th</sup> Floor, Exchange Plaza,  
Bandra (E), MUMBAI-400 051  
Ph. No. 26598236 /8452

Dear Sir,

**Sub: Outcome of Board Meeting held on 23.01.2017.**

As already informed vide our letter REF: CITL/NSE/043/2016-17 dated 12.01.2017 the Board of Directors of Cerebra Integrated Technologies Limited, Bangalore met today and the meeting commenced at 5.00 PM and concluded at 6.15 PM and *inter alia* transacted the following business:

1. Based on the recommendation of the Audit Committee, considered and approved the Un-audited financial results for the 3<sup>rd</sup> Quarter ended 31<sup>st</sup> December 2016.

Please find herein enclosed the Un audited Financial Results as per the format for the quarter ended 31.12.2016 and Limited review report for Stand Alone and Consolidated Un audited Financial Results.

Kindly take this notice as compliance with the Listing Agreement, SEBI Guidelines.

Thanking you,

Yours faithfully  
For Cerebra Integrated Technologies Limited



Shridhar S Hegde  
Whole Time Director  
DIN: 01247342



**CEREBRA INTEGRATED TECHNOLOGIES LIMITED**

**CIN: L85110KA1993PLC015091**

Regd. Office: No.S 5 Off 3rd Cross, 1st Stage, Peenya Industrial Area,  
Bangalore-560058 Tel No.: +91 80 22046969 Fax no.: +91 80 22046980  
email:investors@cerebracomputers.com, www.cerebracomputers.com,

**Statement of Standalone and Consolidated Unaudited Financial Results for the Third Quarter and Nine Months Ended 31.12.2016**

**Rs. in Lakhs**

| Particulars                                                                                             | Standalone     |                |                |                 |                 |                 | Consolidated   |                |                |                 |                 |                 |
|---------------------------------------------------------------------------------------------------------|----------------|----------------|----------------|-----------------|-----------------|-----------------|----------------|----------------|----------------|-----------------|-----------------|-----------------|
|                                                                                                         | Quarter ended  |                |                | 9 Months ended  |                 | year ended      | Quarter ended  |                |                | 9 Months ended  |                 | year ended      |
|                                                                                                         | 31.12.2016     | 30.09.2016     | 31.12.2015     | 31.12.2016      | 31.12.2015      | 31.03.2016      | 31.12.2016     | 30.09.2016     | 31.12.2015     | 31.12.2016      | 31.12.2015      | 31.03.2016      |
|                                                                                                         | Unaudited      | Unaudited      | Unaudited      | Unaudited       | Unaudited       | Audited         | Unaudited      | Unaudited      | Unaudited      | Unaudited       | Unaudited       | Audited         |
| 1. Income from operations                                                                               |                |                |                |                 |                 |                 |                |                |                |                 |                 |                 |
| a. Net Sales/Income from Operations (Net of excise duty)                                                | 3934.25        | 3759.22        | 3388.36        | 11000.99        | 10169.82        | 13391.33        | 6883.46        | 5414.68        | 5803.89        | 18261.09        | 17805.69        | 23804.64        |
| b. Other Operating Income                                                                               | 0.00           | 0.00           | 0.00           | 0.00            | 0.00            | 0.00            | 0.00           | 0.00           | 0.00           | 0.00            | 0.00            | 0.00            |
| <b>Total Income from Operations (net)</b>                                                               | <b>3934.25</b> | <b>3759.22</b> | <b>3388.36</b> | <b>11000.99</b> | <b>10169.82</b> | <b>13391.33</b> | <b>6883.46</b> | <b>5414.68</b> | <b>5803.89</b> | <b>18261.09</b> | <b>17805.69</b> | <b>23804.64</b> |
| <b>2. Expenses</b>                                                                                      |                |                |                |                 |                 |                 |                |                |                |                 |                 |                 |
| a. Changes in inventories of finished goods/ work-in-progress and stock-in-trade                        | 7.11           | 15.82          | 24.07          | 12.88           | 14.36           | 23.89           | 7.11           | -17.79         | 99.43          | 12.88           | -179.42         | -191.85         |
| b. Cost of materials consumed                                                                           | 100.70         | 82.10          | 1.01           | 183.82          | 32.06           | 34.66           | 100.70         | 19.83          | 1.01           | 183.82          | 32.06           | 34.66           |
| c. Purchases of stock-in-trade                                                                          | 3685.58        | 3140.76        | 3258.21        | 10055.80        | 9824.10         | 12994.73        | 5777.73        | 4936.75        | 5149.78        | 15388.49        | 16420.54        | 21915.93        |
| d. Employee benefits expense                                                                            | 56.99          | 68.47          | 32.76          | 164.59          | 93.05           | 129.73          | 143.24         | 148.52         | 137.77         | 439.14          | 458.07          | 608.90          |
| e. Depreciation and amortisation expense                                                                | -9.60          | 15.03          | 4.96           | 8.12            | 33.19           | 35.44           | -7.09          | 16.10          | 6.75           | 15.64           | 47.56           | 51.46           |
| f. Others                                                                                               | 28.79          | 23.47          | 27.78          | 69.54           | 58.21           | 380.56          | 364.96         | 174.47         | 222.32         | 889.99          | 611.05          | 1224.11         |
| <b>g. Total Expenses</b>                                                                                | <b>3869.57</b> | <b>3345.65</b> | <b>3348.79</b> | <b>10494.75</b> | <b>10054.97</b> | <b>13599.02</b> | <b>6386.64</b> | <b>5277.87</b> | <b>5617.06</b> | <b>16929.96</b> | <b>17389.86</b> | <b>23643.22</b> |
| 3. Profit from Operations before other income, finance cost & Exceptional Items 1-2                     | 64.69          | 413.57         | 39.57          | 506.24          | 114.85          | -207.69         | 496.82         | 136.81         | 186.83         | 1331.14         | 415.83          | 161.42          |
| 4. Other Income                                                                                         | 227.64         | -74.74         | 138.67         | 271.91          | 356.04          | 384.19          | 227.52         | 141.45         | 139.54         | 271.79          | 356.94          | 388.09          |
| 5. Profit from ordinary activities before finance cost and & exceptional Items 3+4                      | 292.33         | 338.83         | 178.24         | 778.15          | 470.89          | 176.50          | 724.34         | 278.26         | 326.37         | 1602.93         | 772.76          | 549.51          |
| 6. Finance Cost                                                                                         | 0.00           | 20.24          | 28.30          | 6.46            | 100.54          | 76.75           | 5.11           | 68.15          | 67.76          | 115.77          | 230.53          | 252.66          |
| 7. Profit from ordinary activities after finance cost but before exceptional Items 5-6                  | 292.33         | 318.59         | 149.93         | 771.69          | 370.36          | 99.75           | 719.23         | 210.12         | 258.62         | 1487.16         | 542.23          | 296.85          |
| 8. Exceptional Items                                                                                    | 126.31         | 0.00           | 0.00           | 92.19           | 0.00            | 0.00            | 92.19          | -100.22        | 0.00           | 92.19           | -100.22         | -100.22         |
| 9. Profit from Ordinary Activities before tax 7+8                                                       | 418.64         | 318.59         | 149.93         | 863.88          | 370.36          | 99.75           | 811.42         | 109.89         | 258.62         | 1579.35         | 442.01          | 196.62          |
| 10. Tax Expense                                                                                         | 107.93         | 147.21         | 49.57          | 255.15          | 122.45          | 0.00            | 107.93         | 47.54          | 49.57          | 255.15          | 138.66          | 33.22           |
| 11. Net profit from Ordinary Activities after Tax 9-10                                                  | 310.71         | 171.38         | 100.36         | 608.74          | 247.90          | 99.75           | 703.49         | 62.35          | 209.05         | 1324.20         | 303.35          | 163.40          |
| 12. Extraordinary Item (net of tax expenses)                                                            | 0.00           | 0.00           | 0.00           | 0.00            | 0.00            | 0.00            | 0.00           | 0.00           | 0.00           | 0.00            | 0.00            | 0.00            |
| 13. Net Profit (+) Loss (-) for the period 11+12                                                        | 310.71         | 171.38         | 100.36         | 608.74          | 247.90          | 99.75           | 703.49         | 62.35          | 209.05         | 1324.20         | 303.35          | 163.40          |
| 14. Share of Profit of associates                                                                       | 0.00           | 0.00           | 0.00           | 0.00            | 0.00            | 0.00            | 0.00           | 0.00           | 0.00           | 0.00            | 0.00            | 0.00            |
| 15. Minority Interest                                                                                   | 0.00           | 0.00           | 0.00           | 0.00            | 0.00            | 0.00            | 39.19          | 23.80          | 6.27           | 68.47           | 21.26           | -1.83           |
| 16. Net Consolidated Profit after taxes, minority interest and share of profit of associates (13-14-15) | 310.71         | 171.38         | 100.36         | 608.74          | 247.90          | 99.75           | 664.31         | 38.55          | 202.77         | 1255.74         | 282.09          | 165.23          |

*(Signature)*  
Director

| Page 2                                                                                               |          |         |         |          |         |         |          |         |         |          |         |         |
|------------------------------------------------------------------------------------------------------|----------|---------|---------|----------|---------|---------|----------|---------|---------|----------|---------|---------|
| 17. Paid-up Equity Share Capital (Face value Rs. 10/- Per Share)                                     | 10849.66 | 9641.79 | 9641.79 | 10849.66 | 9641.79 | 9641.79 | 10849.66 | 9641.79 | 9641.79 | 10849.66 | 9641.79 | 9641.79 |
| 18 Reserve (excluding Revaluation Reserves as per balance sheet of 31st March 2016)                  |          |         |         |          |         | 4318.26 |          |         |         |          |         | 5171.79 |
| 19 i. Earnings per share ( before extraordinary items) (of Rs. 10 /- each (not annualised):a)Basic   | 0.32     | 0.24    | 0.12    | 0.63     | 0.29    | 0.11    | 0.69     | 0.05    | 0.21    | 1.30     | 0.29    | 0.19    |
| b)Diluted                                                                                            | 0.32     | 0.24    | 0.11    | 0.63     | 0.25    | 0.11    | 0.69     | 0.05    | 0.21    | 1.30     | 0.29    | 0.19    |
| 19 ii. Earnings per share ( After extraordinary items) (of Rs. 10 /- each (not annualised): a) Basic | 0.32     | 0.24    | 0.12    | 0.63     | 0.29    | 0.11    | 0.69     | 0.05    | 0.21    | 1.30     | 0.29    | 0.19    |
| b)Diluted                                                                                            | 0.32     | 0.24    | 0.11    | 0.63     | 0.25    | 0.11    | 0.69     | 0.05    | 0.21    | 1.30     | 0.29    | 0.19    |

| CONSOLIDATED SEGMENT WISE REVENUE, RESULTS AND CAPITAL EMPLOYED |               |            |            |                |            |            | Rs. in Lakhs |  | Notes:                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                |
|-----------------------------------------------------------------|---------------|------------|------------|----------------|------------|------------|--------------|--|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| Particulars                                                     | Quarter ended |            |            | 9 Months ended |            | year ended |              |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
|                                                                 | 31.12.2016    | 30.09.2016 | 31.12.2015 | 31.12.2016     | 31.12.2015 | 31.03.2016 |              |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
|                                                                 | Unaudited     | Unaudited  | Unaudited  | Unaudited      | Unaudited  | Audited    |              |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| <b>Segment Revenue</b>                                          |               |            |            |                |            |            |              |  | <p>1. The above unaudited financial results as reviewed by the Audit Committee were approved by the Board of Directors at its Meeting held on 23.01.2017</p> <p>2. The Company's ambitious State of the Art E Waste Recycling plant is ready and it will be fully functional from February 2017 .</p> <p>3. E Waste business is progressing very well.</p> <p>4. During the quarter, the Company has allotted 12078760 Equity Shares upon conversion of FCCBs.</p> <p>5. Earlier period figures are regrouped wherever necessary.</p> |
| a. Hardware                                                     | 6855.37       | 5740.92    | 6115.45    | 18175.45       | 18014.16   | 23620.08   |              |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| b. I T Services                                                 | 28.09         | 28.78      | 45.37      | 85.64          | 148.47     | 184.56     |              |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| Total.                                                          | 6883.46       | 5769.71    | 6160.83    | 18261.09       | 18162.63   | 23804.64   |              |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| Less Inter segment revenue                                      | 0.00          | 0.00       | 0.00       | 0.00           | 0.00       | 0.00       |              |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| Net sales/Income from Operations                                | 6883.46       | 5769.71    | 6160.83    | 18261.09       | 18162.63   | 23804.64   |              |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| <b>Segment Results</b>                                          |               |            |            |                |            |            |              |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| a. Hardware                                                     | 817.00        | 371.68     | 363.23     | 1710.52        | 714.83     | 540.22     |              |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| b. I T Services                                                 | -0.47         | -2.41      | -22.98     | -15.40         | -42.29     | -90.94     |              |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| Total.                                                          | 816.53        | 369.27     | 340.24     | 1695.12        | 672.54     | 449.29     |              |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| Less i. Interest                                                | 5.11          | 55.38      | 81.63      | 115.77         | 230.53     | 252.66     |              |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| ii. Other Un-allocable Expenditure Net of Un-allocable income   | 0.00          | 0.00       | 0.00       | 0.00           | 0.00       | 0.00       |              |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| Profit before Tax                                               | 811.42        | 313.89     | 258.62     | 1579.35        | 442.01     | 196.62     |              |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| <b>Segment Assets</b>                                           |               |            |            |                |            |            |              |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| a. Hardware                                                     | 30687.92      | 24535.36   | 30090.21   | 30687.92       | 30090.21   | 17354.47   |              |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| b. I T Services                                                 | 740.70        | 747.80     | 800.41     | 740.70         | 800.41     | 769.54     |              |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| <b>Segment Liabilities</b>                                      |               |            |            |                |            |            |              |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| a. Hardware                                                     | 13063.31      | 8926.32    | 15148.20   | 13063.31       | 15148.20   | 2588.29    |              |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |
| b. I T Services                                                 | 708.70        | 715.33     | 817.42     | 708.70         | 817.42     | 722.14     |              |  |                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                       |

For and on behalf of the Board Of Directors

For Cerebra Integrated Technologies Ltd.

Director

Shridhar S Hegde  
Wholetime Director  
DIN: 01247342

Place: Bangalore  
Date: 23.01.2017

# ISHWAR & GOPAL

CHARTERED ACCOUNTANTS

K.V. GOPALAKRISHNAYYA, B.Com., F.C.A.

Y. KESHAVAYYA, B.Com., F.C.A.

S. BHASKAR, B.Com., F.C.A.

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## Review Report to the Board of Directors of Cerebra Integrated Technologies Limited

We have reviewed the accompanying statement of unaudited financial results of **Cerebra Integrated Technologies Limited** for the quarter ended December 31, 2016 except for disclosures regarding "Public Shareholding" which have been traced from disclosures made by the management and have not been audited by us. This 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 these financial statements based on our review.

We conducted our review in accordance with the Standard on Review Engagement (SRE) 2400, Engagements to Review Financial Statements 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 provides less assurance than an audit. We have not performed an audit and accordingly, we do not express an audit opinion.

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 Ishwar&Gopal,

Chartered Accountants,

S Bhaskar

Partner

Bangalore, dated 23.01.2017

ISHWAR & GOPAL  
Chartered Accountants  
Sri Vinayaka Building  
21/3, T.S.P Road, Kalasipalyam  
BANGALORE-560 002

# ISHWAR & GOPAL

CHARTERED ACCOUNTANTS

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## Limited Review Report on Consolidated Financial Results for Companies

To the Board of Directors of Cerebra Integrated Technologies Limited

We have reviewed Consolidated Unaudited Financial Results for the Quarter Ended December 31, 2016 of the accompanying Statement of Unaudited Financial Results of **Cerebra Integrated Technologies Limited**, its subsidiaries (together "the Group"), which has been approved by the Board of Directors.

Management is responsible for the preparation and presentation of the said Part I of the Statement in accordance with applicable Accounting Standards and other recognised accounting practices and policies. Our responsibility is to express a conclusion on the said Part I of the Statement based on our review.

The said Part I of the Statement includes the financial results of the Holding Company and the following subsidiaries:

1. Cerebra LPO India Limited
2. Cerebra Middle East FZCO

We conducted our review 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.

Based on our review conducted as above, nothing has come to our attention that causes us to believe that the said Part I of the Statement is not prepared, in all material respects, in accordance with applicable Accounting Standards and other recognised accounting practices and policies and has not disclosed the information required to be disclosed in terms of Clause 41 of the Listing Agreement including the manner in which it is to be disclosed.



# ISHWAR & GOPAL

CHARTERED ACCOUNTANTS

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We did not review the interim financial statements / information of a subsidiary included in the consolidated financial results, whose interim financial statements / information reflect total assets (net) of Rs. 50,72,57,300/- as at 31.12.2016; as well as total revenue (net) of Rs. 71,74,46,145/- for the 9 months period ended 31.12.2016, and Rs. 29,21,11,546/- for the quarter ended 31.12.2016 as considered in the consolidated financial results.

These interim unaudited financial statements / information are as approved by the board of directors of the respective Companies whose reports have been furnished to us by the Management and our conclusion on the quarterly consolidated financial results, in so far as it relates to the amounts and disclosures included in respect of these subsidiaries, is based solely on these reports.

We also report that the number of shares as well as the percentage of shareholding in respect of the aggregate amount of public shareholding and the number of shares as well as the percentage of shares pledged / encumbered and non encumbered in respect of the aggregate amount of promoters and promoter group shareholding in terms of Clause 35 of the Listing Agreement and the particulars relating to investor complaints disclosed in Part II - Select Information for the Quarter Ended 30.12.2016 of the Statement, have been traced by the Management and have not been audited by us.

For Ishwar&Gopal,  
Chartered Accountants,

S Bhaskar  
Partner

Bangalore, dated 23.01.2017

ISHWAR & GOPAL

Chartered Accountants

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BANGALORE-560 002