CEREBRA
Total I.T. Solutions
An ISO 9001 : 2008 Company

Cerebra Integrated Technologies Limited
REGD. OFFICE :
S5, Off 3rd Cross, Peenya Industrial Area,
Peenya 1st Stage, Bengaluru - 560 058.
Tel : +91-80-22046969-99
Fax : +91-80-22046980
Web : www.cerebracomputers.com
E-mail : info@cerebracomputers.com
CIN : L85110KA1993PLC015091

Ref:CITL/SE/034/2017-18
Monday, 21st August, 2017

Listing Department,
National Stock Exchange of India Limited
5th Floor, Exchange Plaza,
Bandra (E), MUMBAI-400 051

Dear Sir/Madam,

Sub: **Voting Results and Scrutinizer's Report**

Pursuant to the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results (remote e-voting and poll) and Scrutinizer's Report on the Resolutions passed by the members at 23rd Annual General Meeting ('AGM') held on 21st August, 2017 at #S-5, off 3rd Cross, I Stage, Peenya Industrial Area, Bangalore-560 058. All the Resolutions were passed by with requisite majority

Further, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 we are taking steps to host on the website of the Company and Karvy (https://evoting.karvy.com) the voting results of the 23rd Annual General Meeting.

Please take the documents on record and kindly treat this as compliance with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Thanking you
Yours faithfully

For Cerebra Integrated Technologies Limited
For CEREBRA INTEGRATED TECHNOLOGIES LTD.

Director

P.Vishwamurthy
Whole Time Director
DIN: 01247336

	CEREBRA INTEGRATED TECHNOLOGIES LIMITED
Date of the AGM/EGM	21-08-2017
Total number of shareholders on record date	11316
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	4
Public:	29
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1								
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt the Financial Statements of the Company including Audited Balance Sheet as at 31st March, 2017, 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.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	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 polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-Voting	19183219	7283219	37.9666	7283219	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		7283219	37.9666	7283219	0	100	0	0
Public- Institutions	E-Voting	3241592	0	0.0000	00	0	0.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	97961671	32443977	33.1191	32443977	0	100.0000	0.0000	0
	Poll		220398	0.2250	220398	0	100.0000	0.0000	153
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		32664375	33.3441	32664375	0	100	0	153
	Total	120386482	39947594	33.1828	39947594	0	100.0000	0.0000	153

For CEREBRA INTEGRATED TECHNOLOGIES LTD.

Director

Resolution No.	2								
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. V. Ranganathan (holding DIN: 01247305), who retires by rotation and is eligible for re-appointment.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	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 polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-Voting	19183219	7283219	37.9666	7283219	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		7283219	37.9666	7283219	0	100	0	0
Public- Institutions	E-Voting	3241592	0	0.0000	00	0	0.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	97961671	32443977	33.1191	32443977	0	100.0000	0.0000	0
	Poll		220398	0.2250	220398	0	100.0000	0.0000	153
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		32664375	33.3441	32664375	0	100	0	153
	Total	120386482	39947594	33.1828	39947594	0	100.0000	0.0000	153

Resolution No.	3								
Resolution required: (Ordinary/ Special)	ORDINARY - To ratify the appointment of Statutory Auditors of the Company.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	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 polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-Voting	19183219	7283219	37.9666	7283219	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		7283219	37.9666	7283219	0	100	0	0
Public- Institutions	E-Voting	3241592	0	0.0000	00	0	0.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	97961671	32443977	33.1191	32443977	0	100.0000	0.0000	0
	Poll		220398	0.2250	220398	0	100.0000	0.0000	153
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		32664375	33.3441	32664375	0	100	0	153
	Total	120386482	39947594	33.1828	39947594	0	100.0000	0.0000	153

For CEREBRA INTEGRATED TECHNOLOGIES LTD.

Director

Resolution No.	4								
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. V Ranganathan as Managing Director of the Company.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	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 polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-Voting	19183219	7283219	37.9666	7283219	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		7283219	37.9666	7283219	0	100	0	0
Public- Institutions	E-Voting	3241592	0	0.0000	00	0	0.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	97961671	32443977	33.1191	32443977	0	100.0000	0.0000	0
	Poll		220398	0.2250	220398	0	100.0000	0.0000	153
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		32664375	33.3441	32664375	0	100	0	153
	Total	120386482	39947594	33.1828	39947594	0	100.0000	0.0000	153

Resolution No.	5								
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. Shridhar S Hegde as Whole Time Director of the Company.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	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 polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-Voting	19183219	7283219	37.9666	7283219	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		7283219	37.9666	7283219	0	100	0	0
Public- Institutions	E-Voting	3241592	0	0.0000	00	0	0.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	97961671	32443977	33.1191	32443977	0	100.0000	0.0000	0
	Poll		220398	0.2250	220398	0	100.0000	0.0000	153
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		32664375	33.3441	32664375	0	100	0	153
	Total	120386482	39947594	33.1828	39947594	0	100.0000	0.0000	153

For CEREBRA INTEGRATED TECHNOLOGIES LTD.

Director

Resolution No.	6								
Resolution required: (Ordinary/ Special)	SPECIAL - Re-appointment of Mr. P. Vishwamurthy as Whole Time Director of the Company.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	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 polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-Voting	19183219	7283219	37.9666	7283219	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		7283219	37.9666	7283219	0	100	0	0
Public- Institutions	E-Voting	3241592	0	0.0000	00	0	0.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	97961671	32443977	33.1191	32443977	0	100.0000	0.0000	0
	Poll		220398	0.2250	220398	0	100.0000	0.0000	153
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		32664375	33.3441	32664375	0	100	0	153
	Total	120386482	39947594	33.1828	39947594	0	100.0000	0.0000	153

Resolution No.	7								
Resolution required: (Ordinary/ Special)	SPECIAL - Rectification of Special Resolution for further issue of Equity Shares on preferential basis.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	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 polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-Voting	19183219	7283219	37.9666	7283219	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		7283219	37.9666	7283219	0	100	0	0
Public- Institutions	E-Voting	3241592	0	0.0000	00	0	0.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	97961671	32443977	33.1191	32443977	0	100.0000	0.0000	0
	Poll		220398	0.2250	220398	0	100.0000	0.0000	153
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		32664375	33.3441	32664375	0	100	0	153
	Total	120386482	39947594	33.1828	39947594	0	100.0000	0.0000	153

For CEREBRA INTEGRATED TECHNOLOGIES LTD.

Director

Resolution No.	8								
Resolution required: (Ordinary/ Special)	SPECIAL - Rectification of Special Resolution for issue of Warrants to Promoters on preferential basis.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	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 polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-Voting	19183219	7283219	37.9666	7283219	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		7283219	37.9666	7283219	0	100	0	0
Public- Institutions	E-Voting	3241592	0	0.0000	00	0	0.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	97961671	32443977	33.1191	32443977	0	100.0000	0.0000	0
	Poll		220398	0.2250	220398	0	100.0000	0.0000	153
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		32664375	33.3441	32664375	0	100	0	153
	Total	120386482	39947594	33.1828	39947594	0	100.0000	0.0000	153

Resolution No.	9								
Resolution required: (Ordinary/ Special)	ORDINARY - Fees for delivery of any document through a particular mode of delivery to a member.								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	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 polled (7)=[(5)/(2)]*100	Votes Invalid
Promoter and Promoter Group	E-Voting	19183219	7283219	37.9666	7283219	0	100.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		7283219	37.9666	7283219	0	100	0	0
Public- Institutions	E-Voting	3241592	0	0.0000	00	0	0.0000	0.0000	0
	Poll		0	0.0000	00	0	0.0000	0.0000	0
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		0	0	0	0	0	0	0
Public- Non Institutions	E-Voting	97961671	32443977	33.1191	32443977	0	100.0000	0.0000	0
	Poll		220398	0.2250	220398	0	100.0000	0.0000	153
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000	0
	Total		32664375	33.3441	32664375	0	100	0	153
	Total	120386482	39947594	33.1828	39947594	0	100.0000	0.0000	153

For CEREBRA INTEGRATED TECHNOLOGIES LTD.

Director