



To,  
The Chairman  
**Cambridge Technology Enterprises Limited**  
Unit No. 04-03, Level 4, Block 1,  
Cyber Pearl Hitec-City, Madhapur,  
**Hyderabad- 500081**

Dear Sir,

**Sub: - Scrutinizer's Report on the Postal Ballot and E-Voting Process**

Cambridge Technology Enterprises Limited ("the Company") has appointed me as the Scrutinizer for conducting the Postal Ballot and E-Voting process in a fair and transparent manner in respect of the following resolutions:

Sl. No.	Type of Resolution	Subject matter of the resolution
1	Special Resolution	Issue of Convertible Share Warrants on Preferential basis
2	Ordinary Resolution	Appointment of Mr. Sridhar Lalpet ("L. Sridhar") as an Independent Director of the Company

I submit my report as under:

- 1) The Company had, on November 22, 2019, completed the dispatch of the Notice of Postal Ballot & E-Voting along with the Explanatory Statement as required to all its equity shareholders whose name(s) appeared on the Register of Members/ List of Beneficial Owners as on the cut-off date, i.e. November 15, 2019.
- 2) The Postal Ballot, in this regard, has been conducted in accordance with the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended. The Company had also provided e-voting facility in terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as an alternative to its shareholders and had engaged Central Depository Services Limited (CDSL) for this purpose.



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- 3) The voting through Postal Ballot and e-voting had commenced on Wednesday, November 27, 2019 at 9.00 a.m. and ended on Thursday, December 26, 2019 at 5.00 p.m.
- 4) After the time fixed for closing of the Postal Ballot and E-voting process, i.e. December 26, 2019 at 5.00 p.m., I have downloaded the data of E-voting from CDSL. A Final report was tabulated by me and the data regarding the final E-Voting was diligently scrutinized and reconciled with the records maintained by the Company.
- 5) The particulars of all Postal Ballots and Electronic votes received from/cast by the equity shareholders have been entered in the electronic (excel format) register separately maintained for the purpose.
- 6) The Postal Ballot Forms were scrutinized and the shareholding was matched/ confirmed with the Register of Members of the Company / List of Beneficial Owners as on November 15, 2019.
- 7) All Postal Ballot Forms and e-Votes received up to 5.00 p.m. on December 26, 2019, being the last date and time fixed by the Company for receipt of the forms, were considered for my scrutiny.
- 8) I have not found any defaced/ mutilated Postal Ballot forms.
- 9) On proper scrutiny of all the Postal Ballot Forms and e-Votes, the summary of the Postal Ballot received from and e-votes cast by the shareholders is given below:

**Item No.1: Issue of Convertible Share Warrants on Preferential basis**

I. Details of Voting by Postal Ballot: -

Particulars	No. of Postal Ballot Forms received from Shareholders	No. of Equity Shares of Rs.10/- each (Votes)
Total votes cast under Postal Ballot	18	2,467
Less: Total number of invalid Postal Ballot Voted	1	100
Total Number of Valid Postal Ballot Votes	17	2,367



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II. Details of Voting by Electronic Mode, as received from CDSL are as follows: -

Particulars	No. of Shareholders who casted votes Electronically	No. of Equity Shares of Rs.10/- each (Votes)
Total votes received by Electronic Mode	20	1,12,48,572
Less: Total number of invalid Votes	0	0
Total Number of Valid E-Votes	20	1,12,48,572

III. Details of Total Voting as under: -

Particulars	No. of valid Postal Ballot Forms & E-Voting	No. of equity shares of FV of Rs.10/- each (Votes)	% of valid votes received
<b>Total valid postal ballots and E-voting</b>	37	1,12,50,939	100.00
Assented to the Resolution	34	1,12,50,628	99.9963
Dissented to the Resolution	3	311	0.0028

**Item No.2: Appointment of Mr. Sridhar Lalpet ("L. Sridhar") as an Independent Director of the Company**

I. Details of Voting by Postal Ballot: -

Particulars	No. of Postal Ballot Forms received from Shareholders	No. of Equity Shares of Rs.10/- each (Votes)
Total votes cast under Postal Ballot	18	2,467
Less: Total number of invalid Postal Ballot Voted	1	100
Total Number of Valid Postal Ballot Votes	17	2,367

*N. Vanitha*  


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II. Details of Voting by Electronic Mode, as received from CDSL are as follows: -

Particulars	No. of Shareholders who casted votes Electronically	No. of Equity Shares of Rs.10/- each (Votes)
Total votes received by Electronic Mode	20	1,12,48,572
Less: Total number of invalid Votes	0	0
Total Number of Valid E-Votes	20	1,12,48,572

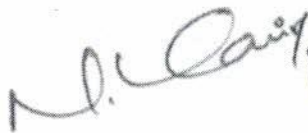

III. Details of Total Voting as under: -

Particulars	No. of valid Postal Ballot Forms & E-Voting	No. of equity shares of FV of Rs.10/- each (Votes)	% of valid votes received
<b>Total valid postal ballots and E-voting</b>	37	1,12,50,939	100.00
Assented to the Resolution	29	1,12,48,926	99.9812
Dissented to the Resolution	8	2,013	0.0179

- 10) As both the above-mentioned resolutions have secured requisite number of votes in favour, the said resolutions may be considered to have been duly passed.
- 11) The Ballot forms and all other relevant records were sealed and handed over to the Company Secretary authorised by the Board for safekeeping.
- 12) You are requested to kindly declare the said results to the shareholders of the Company.

Thanking You,

Yours faithfully,

**N. Vanitha**  
**M. No.: 26859**  
**C.P. No.: 10573**  
**UDIN: A026859A000500409**

Date: 27<sup>th</sup> December, 2019

Place: Hyderabad



