

Report of Scrutinizer(s)
For Combined Results of E-Voting and Poll

To,
Mr. Dharani Raghurama Swaroop
Whole-Time Director
M/s. Cambridge Technology Enterprises Limited
Unit No. 04-03, Level 4, Block 1, Cyber Pearl,
HITEC-City, Madhapur, Hyderabad – 500081

Dear Sir,

Sub: Report on Passing of Resolutions through e-voting and Poll conducted at the Extraordinary General Meeting of the Equity Shareholders of M/s. Cambridge Technology Enterprises Limited Held on 06.04.2016, at 03.00 P.M., at FTAPCCI Auditorium, Ground Floor, FTAPCCI, FTAPCCI Marg, Red Hills, Hyderabad – 500 004, Telangana, India.

I, B. Krishnaveni, Practising Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of M/s. Cambridge Technology Enterprises Limited for the purpose of for scrutinizing, in a fair and transparent manner, for ascertaining the requisite majority,

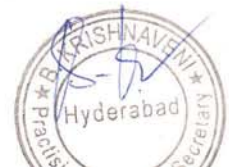
- (1) the e-voting process that commenced from 09 AM 03rd day of April, 2016 and ended at 05 PM on 05th day of April, 2016 and
- (2) Physical voting conducted through Poll at the Extra Ordinary General Meeting of M/s. Cambridge Technology Enterprises Limited held on 06th day of April, 2016 at FTAPCCI Auditorium, Ground Floor, FTAPCCI, FTAPCCI Marg, Red Hills, Hyderabad – 500 004, Telangana

1. The e-voting opened at 09 AM on 3rd April 2016 and remained open upto 05 p.m on 05th April 2016. The Company had appointed Central Depository Services of India Limited (CDSL) as Service Provider for extending the facility of e-voting to the shareholders of the Company. M/s Aarti Consultants Private Limited, Hyderabad are the Registrar and Transfer Agents(RTA) of the Company. The Service Provider accordingly had provided the system for recording the votes of Shareholders electronically through e-voting on all items of business as specified in the Notice, dated 9th March, 2016.

2. At the Extra Ordinary General Meeting of the Company held on Wednesday, the 06th day of April, 2016, at 03:00 P.M. at FTAPCCI Auditorium, Ground Floor, FTAPCCI, FTAPCCI Marg, Red Hills, Hyderabad – 500 004, Telangana State, India, the Chairman ordered for a Poll under section 109 of the Companies Act, 2013 to facilitate the Members present in the AGM who could not participate in the e-voting or could not cast their votes physically through the assent/dissent form to record their votes through the poll process.

3. The Management of the Company is responsible to ensure compliance of the applicable provisions of the Companies Act, 2013 and the Rules thereof and SEBI guidelines in respect of e-voting process and voting on poll. My responsibility as Scrutinizer for the e-voting process and voting on poll is restricted to make a Scrutinizer's Report of the votes

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cast "FOR" or "AGAINST" the resolutions set out in the Notice dated 09th March, 2016, based on the e-voting service provided by Central Depository Services Limited (CDSL) and the RTA M/s Aarti Consultants Private Limited, Hyderabad.

4. The result of the Electronic Voting resolution-wise is annexed herewith: **Annexure A.**

5. The result of the polling resolution-wise is annexed herewith: **Annexure B.**

6. The Consolidated result of e-voting and polling is annexed herewith : **Annexure C.**


7. The Results of e-Voting is based on the data downloaded from the e-Voting platform provided by Central Depository Services Limited (CDSL) and poll as per the ballot in the Annual General Meeting of the Company.

8. The soft copy of the list of equity shareholders who have voted 'For' and 'Against' as downloaded from the e-voting website of 'Central Depository Services Limited' at <http://www.evotingindia.com> has been copied in a CD and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

9. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,


Yours faithfully,


(B. KRISHNAVENI)
CP 4286



Place: Hyderabad
Dated: April 7, 2016

For Cambridge Technology Enterprises Ltd.


Dharani Raghurama Swaroop
Whole-Time Director

ANNEXURE – A

Electronic Voting Results

(a) Resolution No.1 – Special Resolution

Approval of the Reduction of Capital of the Company:

(i) Voted **in favour** of the resolution:

Number of members voted electronically	Number of votes cast in favour of the resolution	% of total number of valid votes cast
10	11268221	100

(ii) Voted **against** the resolution:

Number of members voted electronically	Number of votes cast Against the resolution	% of total number of valid votes cast
0	0	0

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0




ANNEXURE - B

Results of Polling at the AGM

(a) Resolution No.1 - Special Resolution

Approval of the Reduction of Capital of the Company:

(i) Voted **in favour** of the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
28	112360	99.99821

(ii) Voted **against** the resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
1	2	0.00179

(iii) **Invalid** votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by Them
6	12



ANNEXURE C

Consolidated Results

Based on the result of e-voting of and polling at the Extra-Ordinary General Meeting held on Wednesday, the 06th day of April, 2016, at 03:00 P.M., consolidated results of the item of the Agenda as set out in the Notice dated 09th March, 2016 is as given below:

(a) Consolidated Results of Item No. 1 – Special Resolution

Approval of the Reduction of Capital of the Company:

Particulars	e-Votes		Poll at AGM		Combined		Percentage
	No. of Members	No. of Votes cast	No. of Members	No. of Votes cast	No. of Members	No. of Votes cast	
Assent	10	11268221	28	112360	38	11380581	99.99998
Dissent	0	0	1	2	1	2	0.00002
Total	10	11268221	29	112362	39	11380583	100
Invalid	0	0	6	12	6	12	-

Thus, the Special Resolution as contained in Item No. 1 of the Notice dated 09th March, 2016, is passed with requisite majority.

