



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

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CORRIGENDUM TO THE POSTAL BALLOT NOTICE DATED OCTOBER 27, 2023

Dear Member(s),

The Company had issued Postal Ballot Notice dated October 27, 2023 together with Explanatory Statements to the members of the Company pursuant to the provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (“**the Act**”), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (“**Rules**”), (including any statutory modification or re-enactment thereof, for the time being in force), Secretarial Standard on General Meetings (“**SS-2**”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**SEBI Listing Regulations**”) and other applicable laws and regulations, for seeking approval of members of the Company by way of special resolution through remote e-voting by way of postal ballot process.

Shareholders are requested to note the following amendments to the **Special Business** –

To issue and allot equity shares on preferential basis and Explanatory Statement of Postal Ballot Notice:

1. The total number of Equity Shares to create, offer, issue and allot has been revised from 27,12,500 Equity Shares to 26,32,500 Equity Shares. Pursuant to this reduction in the number of Equity Shares, the issue size of the proposed preferential issue has been revised from Rs. 41,50,12,500/- (Rupees Forty-One Crores Fifty Lakhs Twelve Thousand and Five Hundred Only) to Rs. 40,27,72,500/- (Rupees Forty Crores Twenty-Seven Lakhs Seventy-Two Thousand and Five Hundred only).
2. The number of Equity Shares proposed to be allotted to Indotech Holdings LLC has been reduced by 80000 Equity Shares i.e., from 16,27,500 Equity Shares to 15,47,500 Equity Shares. The details of the Proposed Allottees and the maximum number of equity shares of the Company proposed to be allotted has been revised as set forth in the below table:

| Sr. No. | Name of the Proposed Allottees | Category | Maximum number of Equity Shares to be allotted |
|----------------|---------------------------------------|-----------------|---|
| 1 | Red Banyan Holdings LLC | Promoter Group | 10,85,000 |
| 2 | Indotech Holdings LLC | Public | 15,47,500 |



Shareholders are requested to note the following amendments other than as mentioned above to the **Explanatory Statement of Postal Ballot Notice**:

- Point no. m) - Percentage of post preferential issue capital that may be held by the Proposed Allottees and change in control, if any, in the company that would occur consequent to the preferential offer, shall be read as under:

| Name of the Proposed Allottees | Category | Pre-Preferential Issue | | Proposed issue of Equity Shares | Post-Allotment of Equity Shares pursuant to the Preferential Issue | |
|--------------------------------|----------------|---------------------------|-------|---------------------------------|--|-------|
| | | No. of equity shares held | % | | No. of equity shares to be held | % |
| Red Banyan Holdings LLC | Promoter Group | 6,50,000 | 2.28 | 10,85,000 | 17,35,000 | 5.58 |
| Indotech Holdings LLC | Public | 39,00,000 | 13.70 | 15,47,500 | 54,47,500 | 17.51 |

- Point no. r) – Shareholding pattern of the Company before and after the Preferential Issue shall be read as under (*Refer Annexure A of the Postal Ballot Notice*):

| Sr. No. | Category | Pre issue No. of Shares | Pre Issue % | Post issue No. of Shares | Post Issue % |
|---------------------------------------|--|-------------------------|--------------|--------------------------|--------------|
| A. Promoter and Promoter Group | | | | | |
| 1. | Indian | | | | |
| a. | Individual | 1,63,395 | 0.57 | 1,63,395 | 0.53 |
| | Sub Total (A)(1) | 1,63,395 | 0.57 | 1,63,395 | 0.53 |
| 2. | Foreign (A)(2) | | | | |
| a. | Individuals/ (Non-Resident Individuals/ Foreign Individuals) | 94,38,284 | 33.15 | 94,38,284 | 30.34 |
| b. | Bodies Corporate | 6,50,000 | 2.28 | 17,35,000 | 5.58 |
| | Sub Total (A)(2) | 1,00,88,284 | 35.43 | 1,11,73,284 | 35.92 |
| | Total Promoter Shareholding A = (A)(1) + (A)(2) | 1,02,51,679 | 36.00 | 1,13,36,679 | 36.45 |
| B. Non-Promoter Group – Public | | | | | |
| 1 | Institutions | | | | |
| a. | Institutions | - | - | - | - |
| | Sub-Total B (1) | - | - | - | - |
| 2 | Non- Institutions | | | | |



| | | | | | |
|----|--|--------------------|-------------|--------------------|---------------|
| a. | Directors / KMP | 2,22,681 | 0.78 | 2,22,681 | 0.72 |
| b. | Non-Resident Indians (NRIs) | 16,30,466 | 5.73 | 16,30,466 | 5.24 |
| c. | Foreign Nationals | 14,15,000 | 4.97 | 14,15,000 | 4.55 |
| d. | Foreign Companies | 39,00,000 | 13.70 | 54,47,500 | 17.51 |
| e. | Bodies Corporate | 2,35,987 | 0.83 | 2,35,987 | 0.76 |
| f. | Others (Including Individuals, IEPF, Clearing Member, LLP, HUF and Trusts) | 1,08,17,280 | 37.99 | 1,08,17,280 | 34.78 |
| | Sub-Total B (2) | 1,82,21,414 | 64% | 1,97,68,914 | 63.55% |
| | Total Public Shareholding B = (B)(1) + (B)(2) | 1,82,21,414 | 64% | 1,97,68,914 | 63.55% |
| | Total A+B | 2,84,73,093 | 100% | 3,11,05,593 | 100% |

This Corrigendum to the Postal Ballot Notice shall form an integral part of the Postal Ballot Notice, which has already been circulated to the Shareholders of the Company and on and from the date hereof, the Postal Ballot Notice shall always be read in conjunction with this Corrigendum. Accordingly, all concerned shareholders, Stock Exchanges, Depositories, Registrar and Share Transfer Agent, agencies appointed for e-voting, other Authorities, regulators, and all other concerned persons are requested to take note of the above changes. All other contents of the Postal Ballot Notice, save and except as modified or supplemented by this Corrigendum, shall remain unchanged.

This Corrigendum is also being published in the Financial Express (English Language) and Mumbai Lakshadweep (Marathi Language) and will also be made available on website of both the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited, on the website of the Company at: <https://cybertech.com> and on the website of Link Intime India Private Limited ("LIPL") at <https://instavote.linkintime.co.in>.

Please note: Shareholders who have not voted are required to vote by logging in on: <https://instavote.linkintime.co.in>. However, Shareholders who have already voted before the issue of this corrigendum notice, have the option to give their assent or dissent by sending an email to the Scrutinizer appointed for the ongoing Postal Ballot on gains108@yahoo.com on or before Monday, November 27, 2023 (05.00 P.M. IST).

**By Order of the Board of Directors
Of CyberTech Systems and Software Limited**

sd/-
Sarita Leelaramani
Company Secretary
Membership No.: A35587

Place: Thane
Date: November 06, 2023