

22 June 2023

The BSE Limited  
PJ Towers, 25<sup>th</sup> Floor,  
Dalal Street  
Mumbai 400001.  
Scrip Code: 532175

The National Stock Exchange of India Ltd  
Exchange Plaza,  
Bandra-Kurla Complex, Bandra (E)  
Mumbai-400 051.  
Scrip Code: CYIENT

Dear Sir/ Madam,

Sub.: Disclosure under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results along-with consolidated Report of the Scrutinizer for the business transacted at 32<sup>nd</sup> Annual General Meeting (AGM) of the Members of the Company held on Wednesday, 21 June 2023, through Video Conference (VC) or Other Audio-Visual Means (OAVM).

This is for your information and records.

Thanking you,  
For Cyient Limited

Ravi Kumar Nukala  
DY. Company Secretary

	CYIENT LIMITED
<b>Date of the AGM/EGM</b>	21-06-2023
<b>Total number of shareholders on record date</b>	136244
<b>No. of shareholders present in the meeting either in</b>	
<b>Promoters and Promoter Group:</b>	Not Applicable
<b>Public:</b>	Not Applicable
<b>No. of Shareholders attended the meeting through</b>	
<b>Promoters and Promoter Group:</b>	4
<b>Public:</b>	89

Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt: a. the audited financial statements of the company for the financial year ended 31st March 2023 together with the reports of the board of directors and the auditors thereon b. the audited consolidated financial statements of the company for the financial year ended 31 st March 2023, together with the report of the auditors thereon;									
Whether promoter/ promoter group are	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	Votes Abstained
Promoter and Promoter Group	E-Voting	2,58,22,188	2,17,47,640	84.2207	2,17,47,640	0	100.0000	0.0000	0	0
	Poll		38,43,768	14.8855	38,43,768	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,55,91,408</b>	<b>99.1062</b>	<b>2,55,91,408</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	6,28,70,694	5,76,97,251	91.7713	5,76,97,251	0	100.0000	0.0000	0	4,97,933
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>5,76,97,251</b>	<b>91.7713</b>	<b>5,76,97,251</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>497933</b>
Public- Non Institutions	E-Voting	2,18,82,124	28,70,461	13.1178	28,70,124	337	99.9882	0.0117	0	973
	Poll		2,95,456	1.3502	2,95,456	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>31,65,917</b>	<b>14.468</b>	<b>31,65,580</b>	<b>337</b>	<b>99.9894</b>	<b>0.0106</b>	<b>0</b>	<b>973</b>
<b>Total</b>		<b>11,05,75,006</b>	<b>8,64,54,576</b>	<b>78.1864</b>	<b>8,64,54,239</b>	<b>337</b>	<b>99.9996</b>	<b>0.0004</b>	<b>0</b>	<b>498906</b>

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To confirm the payment of interim dividend on the equity shares and to declare a final dividend on the equity shares for the financial year 2022-23.									
Whether promoter/ promoter group are	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	Votes Abstained
Promoter and Promoter Group	E-Voting	2,58,22,188	2,17,47,640	84.2207	2,17,47,640	0	100.0000	0.0000	0	0
	Poll		38,43,768	14.8855	38,43,768	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,55,91,408	99.1062	2,55,91,408	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	6,28,70,694	5,81,95,184	92.5633	5,81,95,184	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,81,95,184	92.5633	5,81,95,184	0	100.0000	0.0000	0	0
Public- Non Institutions	E-Voting	2,18,82,124	28,70,884	13.1198	28,70,847	37	99.9987	0.0012	0	550
	Poll		2,95,456	1.3502	2,95,456	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		31,66,340	14.47	31,66,303	37	99.9988	0.0012	0	550
Total	11,05,75,006	8,69,52,932	78.6371	8,69,52,895	37	100.0000	0.0000	0	550	

Resolution No.	3									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a director in place of Mr. Bodanapu Ganesh Venkat Krishna (DIN: 00605187), who retires by rotation and being eligible, offers himself for re-appointment as a Director liable to retire by rotation.									
Whether promoter/ promoter group are	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	Votes Abstained
Promoter and Promoter Group	E-Voting	2,58,22,188	2,17,47,640	84.2207	2,17,47,640	0	100.0000	0.0000	0	0
	Poll		38,43,768	14.8855	38,43,768	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,55,91,408</b>	<b>99.1062</b>	<b>2,55,91,408</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	6,28,70,694	5,81,90,516	92.5559	5,67,09,305	14,81,211	97.4545	2.5454	0	4,668
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>5,81,90,516</b>	<b>92.5559</b>	<b>5,67,09,305</b>	<b>14,81,211</b>	<b>97.4545</b>	<b>2.5455</b>	<b>0</b>	<b>4668</b>
Public- Non Institutions	E-Voting	2,18,82,124	28,69,861	13.1151	28,69,524	337	99.9882	0.0117	0	1,573
	Poll		2,95,456	1.3502	2,95,456	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>31,65,317</b>	<b>14.4653</b>	<b>31,64,980</b>	<b>337</b>	<b>99.9894</b>	<b>0.0106</b>	<b>0</b>	<b>1573</b>
<b>Total</b>	<b>11,05,75,006</b>	<b>8,69,47,241</b>	<b>78.6319</b>	<b>8,54,65,693</b>	<b>14,81,548</b>	<b>98.2960</b>	<b>1.7040</b>	<b>0</b>	<b>6241</b>	

Resolution No.	4									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a director in place of Mr. Karthikeyan Natarajan (DIN 03099771), who retires by rotation and being eligible, offers himself for re-appointment as a Director liable to retire by rotation									
Whether promoter/ promoter group are	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	Votes Abstained
Promoter and Promoter Group	E-Voting	2,58,22,188	2,17,47,640	84.2207	2,17,47,640	0	100.0000	0.0000	0	0
	Poll		38,43,768	14.8855	38,43,768	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,55,91,408</b>	<b>99.1062</b>	<b>2,55,91,408</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
	E-Voting		5,81,90,516	92.5559	5,67,14,903	14,75,613	97.4641	2.5358	0	4,668

Public- Institutions	Poll	6,28,70,694	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>5,81,90,516</b>	<b>92.5559</b>	<b>5,67,14,903</b>	<b>14,75,613</b>	<b>97.4642</b>	<b>2.5358</b>	<b>0</b>	<b>4668</b>
Public- Non Institutions	E-Voting	2,18,82,124	28,69,861	13.1151	28,69,824	37	99.9987	0.0012	0	1,573
	Poll		2,95,456	1.3502	2,95,456	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>31,65,317</b>	<b>14.4653</b>	<b>31,65,280</b>	<b>37</b>	<b>99.9988</b>	<b>0.0012</b>	<b>0</b>	<b>1573</b>
	<b>Total</b>	<b>11,05,75,006</b>	<b>8,69,47,241</b>	<b>78.6319</b>	<b>8,54,71,591</b>	<b>14,75,650</b>	<b>98.3028</b>	<b>1.6972</b>	<b>0</b>	<b>6241</b>

Resolution No.	5									
Resolution required: (Ordinary/ Special)	SPECIAL - Reappointment of Mr. Ramesh Abhishek (DIN: 07452293) as an Independent Director for the second term									
Whether promoter/ promoter group are	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	Votes Abstained
Promoter and Promoter Group	E-Voting	2,58,22,188	2,17,47,640	84.2207	2,17,47,640	0	100.0000	0.0000	0	0
	Poll		38,43,768	14.8855	38,43,768	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>2,55,91,408</b>	<b>99.1062</b>	<b>2,55,91,408</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>
Public- Institutions	E-Voting	6,28,70,694	5,81,90,516	92.5559	5,60,54,386	21,36,130	96.3290	3.6709	0	4,668
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>5,81,90,516</b>	<b>92.5559</b>	<b>5,60,54,386</b>	<b>21,36,130</b>	<b>96.3291</b>	<b>3.6709</b>	<b>0</b>	<b>4668</b>
Public- Non Institutions	E-Voting	2,18,82,124	28,69,861	13.1151	28,69,244	617	99.9785	0.0214	0	1,573
	Poll		2,95,456	1.3502	2,95,456	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	<b>Total</b>		<b>31,65,317</b>	<b>14.4653</b>	<b>31,64,700</b>	<b>617</b>	<b>99.9805</b>	<b>0.0195</b>	<b>0</b>	<b>1573</b>
	<b>Total</b>	<b>11,05,75,006</b>	<b>8,69,47,241</b>	<b>78.6319</b>	<b>8,48,10,494</b>	<b>21,36,747</b>	<b>97.5425</b>	<b>2.4575</b>	<b>0</b>	<b>6241</b>

Resolution No.	6
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Resolution required: (Ordinary/ Special)	SPECIAL - Appointment and Re -designation of Mr. Krishna Bodanapu (DIN: 00605187) as Executive Vice Chairman and Managing Director of the Company									
Whether promoter/ promoter group are	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	Votes Abstained
Promoter and Promoter Group	E-Voting	2,58,22,188	2,17,47,640	84.2207	2,17,47,640	0	100.0000	0.0000	0	0
	Poll		38,43,768	14.8855	38,43,768	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,55,91,408	99.1062	2,55,91,408	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	6,28,70,694	5,81,90,516	92.5559	5,71,17,496	10,73,020	98.1560	1.8439	0	4,668
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,81,90,516	92.5559	5,71,17,496	10,73,020	98.1560	1.8440	0	4668
Public- Non Institutions	E-Voting	2,18,82,124	28,70,461	13.1178	28,70,424	37	99.9987	0.0012	0	973
	Poll		2,95,456	1.3502	2,95,456	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		31,65,917	14.468	31,65,880	37	99.9988	0.0012	0	973
Total		11,05,75,006	8,69,47,841	78.6325	8,58,74,784	10,73,057	98.7659	1.2341	0	5641

Resolution No.	7									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for Payment of Remuneration of Mr. Krishna Bodanapu (DIN: 00605187), Executive Vice Chairman and Managing Director of the Company									
Whether promoter/ promoter group are	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	Votes Abstained
	E-Voting	2,58,22,188	2,17,47,640	84.2207	2,17,47,640	0	100.0000	0.0000	0	0
	Poll		38,43,768	14.8855	38,43,768	0	100.0000	0.0000	0	0

Promoter and Promoter Group	Postal Ballot (if applicable)	2,50,44,100	0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,55,91,408	99.1062	2,55,91,408	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	6,28,70,694	5,81,90,516	92.5559	5,44,67,277	37,23,239	93.6016	6.3983	0	4,668
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,81,90,516	92.5559	5,44,67,277	37,23,239	93.6016	6.3984	0	4668
Public- Non Institutions	E-Voting	2,18,82,124	28,70,297	13.1171	27,85,983	84,314	97.0625	2.9374	0	1,137
	Poll		2,95,456	1.3502	2,93,456	2,000	99.3230	0.6769	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		31,65,753	14.4673	30,79,439	86,314	97.2735	2.7265	0	1137
	Total	11,05,75,006	8,69,47,677	78.6323	8,31,38,124	38,09,553	95.6186	4.3814	0	5805

Resolution No.	8									
Resolution required: (Ordinary/ Special)	SPECIAL - Appointment and Re-designation of Mr. Karthikeyan Natarajan (DIN: 03099771) as Executive Director and Chief Executive Officer of the Company									
Whether promoter/ promoter group are	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	Votes Abstained
Promoter and Promoter Group	E-Voting	2,58,22,188	2,17,47,640	84.2207	2,17,47,640	0	100.0000	0.0000	0	0
	Poll		38,43,768	14.8855	38,43,768	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,55,91,408	99.1062	2,55,91,408	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	6,28,70,694	5,81,90,516	92.5559	5,71,00,080	10,90,436	98.1260	1.8739	0	4,668
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,81,90,516	92.5559	5,71,00,080	10,90,436	98.1261	1.8739	0	4668
Public- Non Institutions	E-Voting	2,18,82,124	28,69,861	13.1151	28,69,824	37	99.9987	0.0012	0	1,573
	Poll		2,95,456	1.3502	2,95,456	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		31,65,317	14.4653	31,65,280	37	99.9988	0.0012	0	1573

	Total	11,05,75,006	8,69,47,241	78.6319	8,58,56,768	10,90,473	98.7458	1.2542	0	6241
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Resolution No.	9									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for Payment of Remuneration to Mr. Karthikeyan Natarajan (DIN: 03099771), Executive Director and Chief Executive Officer of the Company									
Whether promoter/ promoter group are	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	Votes Abstained
Promoter and Promoter Group	E-Voting	2,58,22,188	2,17,47,640	84.2207	2,17,47,640	0	100.0000	0.0000	0	0
	Poll		38,43,768	14.8855	38,43,768	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,55,91,408	99.1062	2,55,91,408	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	6,28,70,694	5,81,90,516	92.5559	5,78,50,921	3,39,595	99.4164	0.5835	0	4,668
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,81,90,516	92.5559	5,78,50,921	3,39,595	99.4164	0.5836	0	4668
Public- Non Institutions	E-Voting	2,18,82,124	28,69,861	13.1151	28,69,476	385	99.9865	0.0134	0	1,573
	Poll		2,95,456	1.3502	2,95,456	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		31,65,317	14.4653	31,64,932	385	99.9878	0.0122	0	1573
Total	11,05,75,006	8,69,47,241	78.6319	8,66,07,261	3,39,980	99.6090	0.3910	0	6241	

Resolution No.	10									
Resolution required:	SPECIAL - Approval of the Cyient Associate Stock Option Plan 2023									
Whether promoter/ promoter group are	Yes									
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	Votes Abstained
	E-Voting		2,17,47,640	84.2207	2,17,47,640	0	100.0000	0.0000	0	0

Promoter and Promoter Group	Poll	2,58,22,188	38,43,768	14.8855	38,43,768	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,55,91,408	99.1062	2,55,91,408	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	6,28,70,694	5,81,90,516	92.5559	5,80,30,024	1,60,492	99.7241	0.2758	0	4,668
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,81,90,516	92.5559	5,80,30,024	1,60,492	99.7242	0.2758	0	4668
Public- Non Institutions	E-Voting	2,18,82,124	28,70,461	13.1178	28,69,260	1,201	99.9581	0.0418	0	973
	Poll		2,95,456	1.3502	2,93,456	2,000	99.3230	0.6769	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		31,65,917	14.468	31,62,716	3,201	99.8989	0.1011	0	973
	Total	11,05,75,006	8,69,47,841	78.6325	8,67,84,148	1,63,693	99.8117	0.1883	0	5641

Resolution No.	11									
Resolution required: (Ordinary/ Special)	SPECIAL - Approval for Grant of Options Under Cyient Associate Stock Option Plan 2023 to the Employees of the Subsidiaries and Associate Companies of the Company									
Whether promoter/ promoter group are	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	Votes Abstained
Promoter and Promoter Group	E-Voting	2,58,22,188	2,17,47,640	84.2207	2,17,47,640	0	100.0000	0.0000	0	0
	Poll		38,43,768	14.8855	38,43,768	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		2,55,91,408	99.1062	2,55,91,408	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	6,28,70,694	5,81,90,516	92.5559	4,64,58,713	1,17,31,803	79.8389	20.1610	0	4,668
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		5,81,90,516	92.5559	4,64,58,713	1,17,31,803	79.8390	20.1610	0	4668
	E-Voting	2,18,82,124	28,70,461	13.1178	27,85,021	85,440	97.0234	2.9765	0	973
	Poll		2,95,456	1.3502	2,93,456	2,000	99.3230	0.6769	0	0

Public- Non Institutions	Postal Ballot (if applicable)	2,10,02,124	0	0.0000	0	0	0.0000	0.0000	0	0
	Total		31,65,917	14.468	30,78,477	87,440	97.2381	2.7619	0	973
	Total	11,05,75,006	8,69,47,841	78.6325	7,51,28,598	1,18,19,243	86.4065	13.5935	0	5641



# S. CHIDAMBARAM

B.Com., LLB., F.C.S., A.C.M.A

**Company Secretary in Practice**

#6-3-855/10/A, Flat No .4A, Sampathji Apartments,  
Near Niraj Public School,  
Lane Opp.to Green Park Hotel,  
Ameerpet, Hyderabad - 500 016 (India)  
Mobile: 98490 56652 | Email: schid285@gmail.com

## REPORT OF SCRUTINIZER

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014)

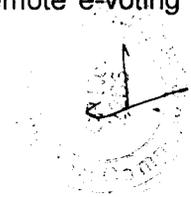
To  
The Chairman  
CYIENT LIMITED  
4th Floor, 'A' Wing, Plot No.11,  
Software Units layout Infocity,  
Madhapur, Hyderabad TG 500081

**32<sup>nd</sup> Annual General Meeting (AGM) of the Equity Shareholders of CYIENT LIMITED held on Wednesday 21<sup>st</sup> June 2023, at 4.00 PM IST through video Conferencing (VC) / other Audio Visual Means (OAVM)**

Dear Sir,

I, S. Chidambaram, Practicing Company Secretary, at # 6-3-855/10/A, Flat No. 4A, Sampath Apartments, Near Niraj Public School, Lane Opp. To Green park Hotel, Ameerpet, Hyderabad - 500016, appointed as Scrutinizer by the Board of Directors of **CYIENT LIMITED** (the Company) for the purpose of scrutinizing the e-voting process (remote e-voting) and electronic voting (e-voting) during the AGM pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (Amendment Rules, 2015) in respect of the below mentioned resolutions proposed at the 32<sup>nd</sup> Annual General Meeting of the Equity Shareholders of the Company held on Wednesday the 21<sup>st</sup> June, 2023 at 4.00 PM IST through VC, submit my report as under.

1. The compliance with the provisions of the Companies Act, 2013 and the Rules made thereunder relating to voting through electronic means (by remote e-voting) and electronic voting (e-voting) at the AGM by the shareholders on the resolutions proposed in the Notice of the 32<sup>nd</sup> Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through e-voting (remote e-voting) and by electronic voting (e-voting) during the AGM are conducted in a fair and transparent manner and render consolidated Scrutineer's Report of the total votes cast in favour or against if any, to the Chairman on the resolutions.
2. The e-voting facility both for e-voting prior to the AGM (remote e-voting) and voting at the AGM by electronics means (e-voting) was provided by KFin Technologies Limited (KFin).
3. In accordance with the Notice of the 32<sup>nd</sup> Annual General Meeting sent to the shareholders and the 'Advertisement' published pursuant to Rule 20(4)(V) of the Companies (Management and Administration) Rules, 2014 (Amendment Rules 2015) on 1<sup>st</sup> of June 2023, the remote e-voting opened at 9:00 AM on June 18<sup>th</sup>, 2023 and remained open up to 5:00 PM on June 20<sup>th</sup>, 2023.
4. After declaration of voting by the Chairman, the shareholders participated at the AGM through VC voted through e-voting facility provided by KFin at the AGM.
5. The Equity Shareholders holding shares as on 12<sup>th</sup> June 2023 "cutoff date", were entitled to vote on the resolutions stated in the Notice of the 32<sup>nd</sup> Annual General Meeting of the Company.
6. As per the information given by the Company the names of the shareholders who had voted by remote e-voting through the facility provided by KFin had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.



7. After closure of e-voting at the AGM, the votes cast through e-voting during the AGM and through remote e-voting prior to the date of AGM were unblocked at 17:56 PM and downloaded from the e-voting website of KFin (<https://www.evoting.karvy.com/>). The e-voting data/results downloaded from the e-voting system of KFin were scrutinized and reviewed, the votes were counted, and the results were prepared.
8. Based on the data downloaded from KFin e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

**(A) RESOLUTION No.- 1**– To receive, consider and adopt:

- a. the audited financial statements of the company for the financial year ended 31st March 2023 together with the reports of the board of directors and the auditors thereon
- b. the audited consolidated financial statements of the company for the financial year ended 31<sup>st</sup> March 2023, together with the report of the auditors thereon;

(i) Voted in favour of the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	474	82,315,015	100
electronic voting (e-voting) during the AGM	43	41,39,224	
<b>TOTAL</b>	<b>517</b>	<b>86,454,239</b>	

(ii) Voted against the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	3	337	0.00
electronic voting (e-voting) during the AGM	0	0	
<b>TOTAL</b>	<b>3</b>	<b>337</b>	

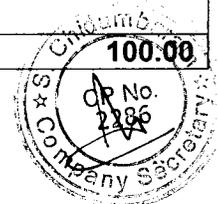
(iii) Abstain votes:

Particulars	Number of members present and exercised voting	Number of votes cast by them
E-Voting	12	4,98,906
electronic voting (e-voting) during the AGM	0	0
<b>TOTAL</b>	<b>12</b>	<b>4,98,906</b>

**(B) RESOLUTION No.-2:** To confirm the payment of interim dividend on the equity shares and to declare a final dividend on the equity shares for the financial year 2022-23.

(i) Voted in favour of the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	%of total number of votes cast
E-Voting	485	82,813,671	100.00



electronic voting (e-voting) during the AGM	43	41,39,224	
<b>TOTAL</b>	<b>528</b>	<b>86,952,895</b>	

(ii) Voted against the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	2	37	<b>0.00</b>
electronic voting (e-voting) during the AGM	0	0	
<b>TOTAL</b>	<b>2</b>	<b>37</b>	

(iii) Abstain votes:

Particulars	Number of members present and exercised voting	Number of votes cast by them
E-Voting	2	550
electronic voting (e-voting) during the AGM	0	0
<b>TOTAL</b>	<b>2</b>	<b>550</b>

**(C) RESOLUTION No- 3:** To appoint a director in place of Mr. Bodanapu Ganesh Venkat Krishna (DIN: 00605187), who retires by rotation and being eligible, offers himself for re-appointment as a Director liable to retire by rotation.

(i) Voted in favour of the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	463	8,13,26,469	<b>98.296</b>
electronic voting (e-voting) during the AGM	43	41,39,224	
<b>TOTAL</b>	<b>506</b>	<b>8,54,65,693</b>	

(ii) Voted against the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	16	14,81,548	<b>1.704</b>
electronic voting (e-voting) during the AGM	0	0	
<b>TOTAL</b>	<b>16</b>	<b>14,81,548</b>	

(iii) Abstain votes:

Particulars	Number of members present and exercised voting	Number of votes cast by them
E-Voting	11	6241



electronic voting (e-voting) during the AGM	0	0
<b>TOTAL</b>	<b>11</b>	<b>6,241</b>

**(D) RESOLUTION No.- 4:** To appoint a director in place of Mr. Karthikeyan Natarajan (DIN 03099771), who retires by rotation and being eligible, offers himself for re-appointment as a Director liable to retire by rotation

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	466	8,13,32,367	<b>98.3028</b>
electronic voting (e-voting) during the AGM	43	41,39,224	
<b>TOTAL</b>	<b>509</b>	<b>8,54,71,591</b>	

(ii) Voted against the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	13	14,75,650	<b>1.6972</b>
electronic voting (e-voting) during the AGM	0	0	
<b>TOTAL</b>	<b>13</b>	<b>14,75,650</b>	

(iii) Abstain votes:

Particulars	Number of members present and exercised voting	Number of votes cast by them
E-Voting	11	6,241
electronic voting (e-voting) during the AGM	0	0
<b>TOTAL</b>	<b>11</b>	<b>6,241</b>

**(E) RESOLUTION No 5:** Reappointment of Mr. Ramesh Abhishek (DIN: 07452293) as an Independent Director for the second term

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	450	8,06,71,270	<b>97.5425</b>
electronic voting (e-voting) during the AGM	43	41,39,224	
<b>TOTAL</b>	<b>493</b>	<b>8,48,10,494</b>	

(ii) Voted against the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	29	21,36,747	<b>2.4575</b>



electronic voting (e-voting) during the AGM	0	0	
<b>TOTAL</b>	<b>29</b>	<b>21,36,747</b>	

(iii) Abstain votes:

Particulars	Number of members present and exercised voting	Number of votes cast by them
E-Voting	11	6,241
electronic voting (e-voting) during the AGM	0	0
<b>TOTAL</b>	<b>11</b>	<b>6,241</b>

**(F) RESOLUTION No 6:** Appointment and Re -designation of Mr. Krishna Bodanapu (DIN: 00605187) as Executive Vice Chairman and Managing Director of the Company.

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	472	8,17,35,560	<b>98.7659</b>
electronic voting (e-voting) during the AGM	43	41,39,224	
<b>TOTAL</b>	<b>515</b>	<b>8,58,74,784</b>	

(ii) Voted against the resolution:

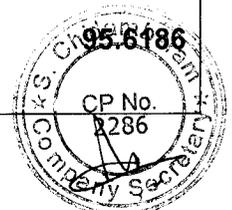
Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	8	10,73,057	<b>1.2341</b>
electronic voting (e-voting) during the AGM	0	0	
<b>TOTAL</b>	<b>8</b>	<b>10,73,057</b>	

(iii) Abstain votes:

Particulars	Number of members present and exercised voting	Number of votes cast by them
E-Voting	10	5,641
electronic voting (e-voting) during the AGM	0	0
<b>TOTAL</b>	<b>10</b>	<b>5,641</b>

**(G) RESOLUTION No.7:** Approval for Payment of Remuneration of Mr. Krishna Bodanapu (DIN: 00605187), Executive Vice Chairman and Managing Director of the Company

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	441	7,90,00,900	<b>95.6186</b>
electronic voting (e-voting) during the AGM	42	41,37,224	
<b>TOTAL</b>	<b>483</b>	<b>8,31,38,124</b>	



(ii) Voted against the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	38	38,07,553	<b>4.3814</b>
electronic voting (e-voting) during the AGM	1	2,000	
<b>TOTAL</b>	<b>39</b>	<b>38,09,553</b>	

(iii) Abstain votes:

Particulars	Number of members present and exercised voting	Number of votes cast by them
E-Voting	11	5,805
electronic voting (e-voting) during the AGM	0	0
<b>TOTAL</b>	<b>11</b>	<b>5,805</b>

**(H) RESOLUTION No.-8:** Appointment and Re-designation of Mr. Karthikeyan Natarajan (DIN: 03099771) as Executive Director and Chief Executive Officer of the Company.

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	469	8,17,17,544	<b>98.7458</b>
electronic voting (e-voting) during the AGM	43	41,39,224	
<b>TOTAL</b>	<b>512</b>	<b>8,58,56,768</b>	

(ii) Voted against the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	10	10,90,473	<b>1.2542</b>
electronic voting (e-voting) during the AGM	0	0	
<b>TOTAL</b>	<b>10</b>	<b>10,90,473</b>	

(iii) Abstain votes:

Particulars	Number of members present and exercised voting	Number of votes cast by them
E-Voting	11	6,241
electronic voting (e-voting) during the AGM	0	0
<b>TOTAL</b>	<b>11</b>	<b>6,241</b>



**(I) RESOLUTION No. 9:** Approval for Payment of Remuneration to Mr. Karthikeyan Natarajan (DIN: 03099771), Executive Director and Chief Executive Officer of the Company.

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	462	8,24,68,037	<b>99.609</b>
electronic voting (e-voting) during the AGM	43	41,39,224	
<b>TOTAL</b>	<b>505</b>	<b>8,66,07,261</b>	

(ii) Voted against the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	17	3,39,980	<b>0.391</b>
electronic voting (e-voting) during the AGM	0	0	
<b>TOTAL</b>	<b>17</b>	<b>3,39,980</b>	

(iii) Abstain votes:

Particulars	Number of members present and exercised voting	Number of votes cast by them
E-Voting	11	6,241
electronic voting (e-voting) during the AGM	0	0
<b>TOTAL</b>	<b>11</b>	<b>6,241</b>

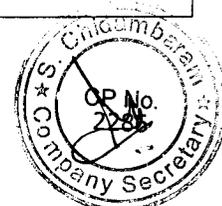
**(J) RESOLUTION No 10:** Approval of the Cyient Associate Stock Option Plan 2023

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	465	8,26,46,924	<b>99.8117</b>
electronic voting (e-voting) during the AGM	42	41,37,224	
<b>TOTAL</b>	<b>507</b>	<b>8,67,84,148</b>	

(ii) Voted against the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	15	1,61,693	<b>0.1883</b>
electronic voting (e-voting) during the AGM	1	2,000	
<b>TOTAL</b>	<b>16</b>	<b>1,63,693</b>	

(iii) Abstain votes:



Particulars	Number of members present and exercised voting	Number of votes cast by them
E-Voting	10	5,641
electronic voting (e-voting) during the AGM	0	0
<b>TOTAL</b>	<b>10</b>	<b>5,641</b>

**(K) RESOLUTION No 11:** Approval for Grant of Options Under Cyient Associate Stock Option Plan 2023 to the Employees of the Subsidiaries and Associate Companies of the Company

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	364	7,09,91,374	<b>86.4065</b>
electronic voting (e-voting) during the AGM	42	41,37,224	
<b>TOTAL</b>	<b>406</b>	<b>7,51,28,598</b>	

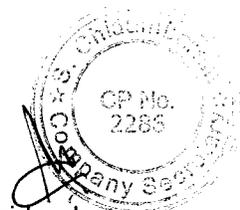
(ii) Voted against the resolution:

Particulars	Number of members present and exercised voting	Number of votes cast by them	% of total number of votes cast
E-Voting	120	1,18,17,243	<b>13.5935</b>
electronic voting (e-voting) during the AGM	1	2,000	
<b>TOTAL</b>	<b>121</b>	<b>1,18,19,243</b>	

(iii) Abstain votes:

Particulars	Number of members present and exercised voting	Number of votes cast by them
E-Voting	10	5,641
electronic voting (e-voting) during the AGM	0	0
<b>TOTAL</b>	<b>10</b>	<b>5,641</b>

Thanking you,  
Yours faithfully,



S. Chidambaram  
Company Secretary in Practice  
Scrutinizer, C P No. 2286  
Membership No.3935

Place: Hyderabad  
Dated: 22/06/2023