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Web : www.cerebracomputers.com

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CIN: L85110KA1993PLC015091

Wednesday, 28th May, 2025

Department of Corporate Services (Listing) BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai - 400 001 Scrip Code: 532413	Listing Department National Stock Exchange of India Limited 5 th Floor, Exchange Plaza Bandra (E), Mumbai-400 051 Scrip Symbol: CEREBRAINT
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Dear Sirs

Sub: Outcome of Board Meeting held on Wednesday, 28th May, 2025.

Ref: Regulations 30 and 33 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”)

Further to our intimation dated 21st May, 2025 and pursuant to Regulations 30 and 33 of SEBI LODR Regulations, we hereby inform you that the Board of Directors of Cerebra Integrated Technologies Limited (the “Company”) at its Meeting held today i.e., 28th May 2024, which commenced at 6:30 PM and concluded at 8:30 PM *inter-alia*, considered and approved the following:

1. Considered and Approved the Audited Financial Results prepared in accordance with Indian Accounting Standards (Ind AS) for the fourth quarter and financial year ended 31st March, 2025:

We hereby confirm that Messrs. YCRJ & Associates, Chartered Accountants (ICAI Firm Registration Number: 006927S), Statutory Auditors of the Company, have issued the Audit Report for the fourth quarter and financial year ended 31st March 2025 with a disclaimer opinion on the Audited Financial Results of the Company and pursuant to SEBI Circular No. CIRCULARCIR/CFD/CMD/56/2016 dated 27th May, 2016, statements showing impact on audit qualifications is also enclosed herewith.

2. Date of AGM may be decided by the Managing Director will be intimated in due course.



Thanking you
Yours faithfully

For Cerebra Integrated Technologies Limited

SURBHI JAIN Digitally signed
by SURBHI JAIN
Date: 2025.05.28
20:28:56 +05'30'

Surbhi Jain
Company Secretary and
Compliance Officer
M. No. - A58109

Encl: As above

INDEPENDENT AUDITOR'S REPORT

To
The Board of Directors of
Cerebra Integrated Technologies Limited

Report on the Audit of Standalone Financial Results

Disclaimer of Opinion

We were engaged to audit the accompanying standalone quarterly financial results of Cerebra Integrated Technologies Limited (CIN :L85110KA1993PLC015091), for the quarter ended 31st March, 2025 and the year to date results for the period from April 01, 2024 to March 31, 2025 ("Standalone Financial Results"), attached herewith, being submitted by the company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

We do not express an opinion on the accompanying standalone financial results of the company. Because of the significance of the matters described in the Basis for Disclaimer of Opinion section of our report, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these standalone financial results.

Basis for Disclaimer of Opinion

We conducted our audit of in accordance with the Standards on Auditing ("SA"s) specified under Section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those SAs are further described in the "Auditor's Responsibilities for the Audit of the Standalone Financial Results" section of our report. We are independent of the Company in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India ("ICAI") together with the ethical requirements that are relevant to our audit of the standalone financial results under the provisions of the Act and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the ICAI's Code of Ethics. Because of the significance of the matter described below in the Basis for Disclaimer of Opinion section of our report, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

- a) *The Company has prepared its financial results on a going concern basis, notwithstanding the fact that, the company is incurring significant operating losses during the financial year. In addition, the Company has substantially reduced its workforce, ceased certain key operations — including refurbishment activities and experienced a substantial decline in revenues. Furthermore, the Company is facing challenges in meeting its obligations, including the servicing of current liabilities and settlement of income tax dues. These events and conditions collectively give rise to material uncertainties that may cast significant doubt on the Company's ability to continue as a going concern. We were unable to obtain sufficient and appropriate audit evidence to support management's assessment that the going concern basis of accounting is appropriate.*

- b) *The company has reported Rs.10.03 Crore as carrying value of inventory including E-waste inventory as on 31.03.2025 after devaluing the stock to the extent of Rs.19.96 crore on adhoc basis, for which we have not been provided with item-wise details, movement of inventory during the period and basis for the valuation. Due to the nature of inventory majority being E-waste stock, we could not verify the quantity of the inventory and in the absence of sufficient audit evidence we are unable to comment on the compliance of Ind AS - 2 "Inventory" and also, we are unable express opinion on the correctness of the quantity and the carrying value of inventory held as on 31.03.2025 and its consequential impact, if any, on the standalone Financial Results.*
- c) *Loans and advances given by the company includes Rs.5.95 Crore receivable from its subsidiary company which is outstanding for more than 3 years. Also, the subsidiary company's auditors expressed concerns over the subsidiary company's ability to continue as going concern, as the net worth of the subsidiary company has been completely eroded. The company has not made any provision for expected credit loss of said loan and its investment in equity shares (book value of Rs.0.035 Crore) of the said subsidiary company. And hence, we are unable to express opinion on the correctness of the carrying value of the Loans receivable from its subsidiary company and investment in equity shares of its subsidiary company.*
- d) *Total Trade receivables of the company as on 31.03.2025 is Rs. 148.39 crore, out of which Rs. 145.86 crore is outstanding for more than 1 year. However, the company has made provision for bad and doubtful debts only to the extent of Rs.68.86 crores on adhoc basis and written off to the extent of Rs2.32 Crores during the year. Also, the balance of trade receivables is subject to confirmation and the company has not assessed the loss allowance for expected credit loss and therefore, we are unable to express opinion on the correctness of the provisions for bad and doubtful debts, carrying value of the said receivables and its impact, if any, on the standalone financial results.*
- e) *The company is having outstanding dues recoverable from an overseas party amounting to Rs. 100.28 Crore (Rs.15.00 crore reported under Other current assets and Rs.85.28 crore reported -under Other Non current assets) on account of sale consideration of Company's erstwhile subsidiary M/s Cerebra Middle East FZCO Dubai, vide sale agreement dated 17.03.2022 and settlement of advances due from said erstwhile subsidiary company. As per the terms of the said agreement, the payment period now stands expired and overdue for payment for more than 2 years and the balances are subject to confirmation. The Company has not made any provision for bad and doubtful receivables, also the said balances were not restated as per the requirement of Ind AS 21 "The effects of changes in foreign exchange rates". Hence, we are unable to comment on the regulatory compliances, recoverability of dues and its impact on the standalone Financial results.*
- f) *The company has given Rs.20.29 crore (Rs.10.81 crore reported under current assets and Rs.9.49 crore reported -under Non current assets) towards Capital Advances and Other Advances to various parties, which are outstanding for more than 1 year and are subject to confirmation. Also, no provision has been made in the books for bad and doubtful portion. Hence, we are unable to comment on its recoverability and its consequential impact, if any, on the standalone financial results.*

Management's Responsibilities for the Standalone Financial Results

These quarterly standalone financial results as well as the year-to-date standalone financial results have been prepared on the basis of the annual financial statements.

The company's management and the Board of Directors are responsible for the preparation and presentation of these financial results that give a true and fair view of the net loss and other comprehensive income of the company and other financial information in accordance with the recognition and measurement principles laid down in Indian Accounting Standards, prescribed under Section 133 of the Act, read with relevant rules issued thereunder and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. This responsibility also includes maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of the company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls that were operating effectively for ensuring the accuracy and completeness of the accounting records, relevant to the preparation and presentation of the financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error.

In preparing the standalone financial results, the Board of Directors are responsible for assessing the Company's ability, to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the Board of Directors either intends to liquidate the Company or to cease operations, or has no realistic alternative but to do so.

The Board of Directors are also responsible for overseeing the financial reporting process of the Company.

Auditor's Responsibilities for the Audit of the Standalone Financial Results

Our objectives are to obtain reasonable assurance about whether the standalone financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these standalone financial results.

As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional scepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the standalone financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under section 143(3)(i) of the Act, we

are responsible for expressing our opinion, through a separate report on the complete set of financial statements, on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.

- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by the Board of Directors.
- Conclude on the appropriateness of the Board of Directors' use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the ability of the Company to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial results or, if such disclosures are inadequate, to modify our opinion. Our opinion is based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Company to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the standalone financial results, including the disclosures, and whether the financial results represent the underlying transactions and events in a manner that achieves fair presentation.


We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

The standalone annual financial results include the results for the quarter ended 31 March 2025 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subject to limited review as required under the Listing Regulations.

For **YCRJ & Associates**
Chartered Accountant
Firm Reg: 0069275


CA Yashvanth Khanderi
Partner

M No : 029066

Place: Bangalore

Date : May 28, 2025

UDIN : 25029066BMLY5C7395



**CEREBRA INTEGRATED TECHNOLOGIES LIMITED**

CIN: L85110KA1993PLC015091

Regd. Office: No.5 5 Off 3rd Cross, 1st Stage, Peenya Industrial Area,

Bangalore-560058 Tel No.: +91 97409 11799

email:investors@cerebracomputers.com, www.cerebracomputers.com,

Statement of Standalone Audited Financial Results for the Fourth Quarter and Year ended 31st March 2025

Particulars	INR in Lakhs (Except EPS)				
	Standalone				
	3 months ended	Preceding 3 months ended	Corresponding 3 months ended in the previous year	Year Ended	
	31.03.2025	31.12.2024	31.03.2024	31.03.2025	31.03.2024
	Audited	Unaudited	Audited	Audited	Audited
Income					
Revenue from operations	252.26	1,073.72	1,521.04	3,561.50	5,198.09
Other income	0.90	1.11	130.75	7.75	137.36
Total Income	253.16	1,074.83	1,651.79	3,569.25	5,335.44
Expenses					
Cost of Material consumed	29.08	808.26	1,268.26	2,840.82	4,698.82
Employee benefits expense	50.03	59.91	93.04	255.15	371.78
Finance costs	157.77	156.48	95.82	629.19	596.52
Depreciation and amortisation expense	14.78	9.94	10.60	44.58	42.29
Other Expenses	320.93	1,679.21	470.86	3,915.45	3,886.70
Total Expenses	572.60	2,713.80	1,938.59	7,685.19	9,596.10
Profit /(Loss) before exceptional items and tax	-319.44	-1,638.97	-286.79	-4,115.94	-4,260.66
Exceptional Item					
a) Devaluation of stock	401.04	627.32		1,995.99	1300.00
b) Excess Provision Reversed	-	-422.89		-422.89	
c) Excess Provision for warantee Reversed	-29.60			-29.60	
Profit /(Loss) before tax	-690.88	-1,843.39	-286.79	-5,659.43	-5,560.66
Income tax Expenses					
a) Current tax					
b) Short Income Tax Provision of earlier year					153.42
c) Deferred tax	86.63	-1,014.33	-881.97	-927.71	-881.97
Total tax expenses	86.63	-1,014.33	-881.97	-927.71	-728.55
Profit /(Loss) for the year	-777.51	-829.06	595.18	-4,731.73	-4,832.11
Other Comprehensive Income/(Loss)					
Items that will not be reclassified to profit or loss					
Income Tax relating to above					
Total other comprehensive Income/(Loss)					
Total Comprahensive Income/(Loss)	-777.51	-829.06	595.18	-4,731.73	-4,832.11
Earnings per equity share of Rs 10/ each					
Basic	-0.69	-0.74	0.53	-4.23	-4.31
Diluted	-0.69	-0.74	0.53	-4.23	-4.31

Notes

1. The above Financial results as reviewed and recommended by the Audit Committee were approved by the Board of Directors as its Meeting held on 28th May 2025
2. These financial results have been prepared in accordance with Indian Accounting Standards ("IND AS) prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules thereunder and in terms of Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and SEBI Circular dated 5 July, 2016.
3. Lack of working capital led the company to temporarily shut down refurbishment activity and the company is more dependent on back-to-back orders
4. The Company is engaged in the business of E-Waste Recycling & Refurbishment segment and therefore has only one reportable segment in accordance with IND AS 108 "operating Segments".

For and on behalf of the Board of Directors
For CEREBRA INTEGRATED TECHNOLOGIES LTD.
Managing Director
V Ranganathan
Managing Director
DIN: 01247305

Place : Bangalore

Date : 28.05.2025

**CEREBRA INTEGRATED TECHNOLOGIES LIMITED**

CIN: L85110KA1993PLC015091

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Standalone Statement of Asset and Liability for the Year ended 31st March 2025

INR in Lakhs

Particulars	Standalone	
	As at 31/03/2025 Audited	As at 31/03/2024 Audited
ASSETS		
(1) Non-current assets		
(a) Property, Plant and Equipment	1,182.32	932.75
(b) Capital work-in-progress	-	290.91
(c) Other Intangible asset	2.60	9.18
(d) Financial Assets		
i) Investments	5.15	31.39
ii) Trade receivables	552.88	4,036.17
iii) Loans	597.43	595.50
iv) Other financial assets	0.33	2.06
(e) Deferred tax assets(Net)	1,914.41	986.69
(f) Other non current assets	9,590.23	9,517.96
Total Non-current asset	13,845.36	16,402.61
(2) Current assets		
(a) Inventories	1,003.47	3,048.11
(b) Financial assets		
i) Trade receivables	7,400.36	12,007.27
ii) Cash and cash equivalents	10.86	13.57
iii) Bank balances other than (ii) above	36.41	91.48
(c) Other current assets	4,138.02	4,267.92
Total Current assets	12,589.12	19,428.36
Total assets	26,434.48	35,830.97
Equity and liabilities		
Equity		
(a) Equity share capital	11,198.65	11,198.65
(b) Other equity	5,775.31	10,507.04
Total Equity	16,973.96	21,705.69
Liabilities		
(1) Non-current liabilities		
(a) Financial liabilities		
(i) Borrowings		
(b) Provisions	7.22	13.35
Total Non-current liabilities	7.22	13.35
(2) Current liabilities		
(a) Financial liabilities		
(i) Borrowings	4,019.99	3,906.73
(ii) Trade payable		
a) Total outstanding dues of micro enterprise and small enterprise	9.55	14.92
b) Total outstanding dues of creditors other than micro enterprise and small enterprise		
(iii) Other financial liabilities	1,068.89	5,516.59
(b) Other current liabilities	24.48	26.26
(c) Provisions	749.79	873.47
(d) Current tax liabilities (Net)	138.13	157.80
Total Current liabilities	3,442.47	3,616.16
Total equity and liabilities	9,453.30	14,111.93
Total equity and liabilities	26,434.48	35,830.97

For and on behalf of the Board of Directors
For CEREBRA INTEGRATED TECHNOLOGIES LTD.
Managing DirectorV Ranganathan
Managing Director
DIN: 01247305Place : Bangalore
Date : 28.05.2025

**CEREBRA INTEGRATED TECHNOLOGIES LIMITED**

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Statement of Standalone Cash flow Statement for the Period Ended 31st March 2025

INR in Lakhs

Particulars	For the period ended 31st March 2025		For the period ended 31st March 2024	
A.Cashflow from operating activities				
Net profit before tax		-5,659.43		-5,560.67
Adjustments for:				
Depreciation(net)	44.58		42.29	
Interest expenditure	629.19		299.35	
Interest income	-4.37		-5.77	
Excess provision/unclaimed credit withdrawn	-29.60		-	
Profit on Sale of Fixed Asset	-1.76		-128.55	
Provision for Bad debts	3,483.29		3,402.60	
Provision for employee benefit Expenses	3.80		-4.12	
Devaluation of inventory	1,995.99		1,300.00	
Provision for warranty	-		-	
Income tax provision write back	-		-153.42	
Dividend Income	-1.14		-1.83	
Adjustment for unrealised foreign Exchange loss/gains	-		-1.20	
		6,119.97		4,749.35
Operating profit/(Loss)before working capital changes		460.54		-811.32
Adjustments for changes in :				
Decrease/(increase) in inventories	48.65		202.78	
Decrease/(increase) in trade & other recivables	475.35		496.80	
(Decrease)/increase in trade & other payables	-561.30		514.52	
		-37.30		1,214.10
Cash generated from operations		423.24		402.79
Less: Income tax paid(net of refund)				165.34
Net cashflow from operating activities		423.24		237.45
B.Cashflow from investing activities				
Interest income	4.37		5.77	
Cash Flow from sale of Fixed Assets	5.08		131.33	
Dividend Income	1.14		1.83	
Investment in fixed deposits	55.07		126.55	
Redemption /(Investment) in mutual funds(Net)	26.24		-1.65	
Purchase of fixed assets including capital WIP	-		-3.88	
Net cash flow from investing activities		91.90		259.95
C.Cashflow from Financing activities				
Increase(decrease) in borrowings	58.67		-37.75	
Loan to Subsidiary	-1.93		-0.26	
Interest paid	-629.19		-299.35	
Net cash flow from financing activities		-572.44		-337.36
Net increase/(Decrease)in Cash & Cash equivalents(A+B+C)		-57.30		160.05
Cash &Cash equivalents				
Opening balance		-2,235.37		-2,395.42
Closing balance		-2,292.67		-2,235.37
Net increase/Decrease in cash and cash equivalents		-57.30		160.05

For and on behalf of the Board of Directors
for CEREBRA INTEGRATED TECHNOLOGIES LTD.**Managing Director**

V Ranganathan

Managing Director

DIN: 01247305

Place : Bangalore

Date : 28.05.2025

ANNEXURE I

Statement on Impact of Audit reports for Disclaimer of opinion (for audit report with modified opinion) submitted along-with Annual Audited Financial Results – (Standalone)

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2025

I.	Sl. No.	Particulars	Audited Figures (Rs. In Lakhs Except EPS) (as reported before adjusting for qualifications)	Adjusted Figures (Rs. In Lakhs Except EPS) (audited figures after adjusting for qualifications)
	1.	Turnover / Total income	3,569.25	3,569.25
	2.	Total Expenditure	7,685.19	7,685.19
	3.	Net Profit/(Loss)	-4,726.50	-4,726.50
	4.	Earnings Per Share (Basic)	-4.31	-4.31
	5.	Total Assets	26434.48	26434.48
	6.	Total Liabilities	26434.48	26434.48
	7.	Net Worth	16973.96	16973.96s
	8.	Any other financial item(s) (as felt appropriate by the management) Exceptional Items- a) Devaluation of Stock b) Excess Provision Reversed c) Reversal of warrantee provision	1,995.99 -422.89 -29.60	1,995.99 -422.89 -29.60

- ii
- a) *The Company has prepared its financial results on a going concern basis notwithstanding the fact that, the Company has Incurred significant operating losses during the last two financial years, Substantially reduced its workforce and ceased certain key operations, including refurbishment activities and experienced a substantial decline in revenues, also the Company has challenges in meeting its obligations, servicing its current liabilities including Income tax dues and Reported a gearing ratio of 23.70%, exceeding its strategic cap of 20%. These events and conditions, collectively, indicate the existence of material uncertainties that may cast significant doubt on the Company's ability to continue as a going concern. We were unable to obtain sufficient appropriate audit evidence to support management's assertion that the going concern basis of accounting is appropriate.*
- b) *The company has reported Rs.10.03 Crore as carrying value of inventory including E-waste inventory as on 31.03.2025 after devaluing the stock to the extent of Rs.19.95 crore on adhoc basis, for which we have not been provided with item-wise details, movement of inventory during the period and basis for the valuation. Due to the nature of inventory majority being E-waste stock, we could not verify the quantity of the inventory and in the absence of sufficient audit evidence we are unable to comment on the compliance of Ind AS - 2 "Inventory" and also, we are unable express opinion on the correctness of the quantity and the carrying value of inventory held as on 31.03.2025 and its consequential impact, if any, on the standalone Financial Results.*



/s/

- c) Loans and advances given by the company includes Rs.5.95 Crore receivable from its subsidiary company which is outstanding for more than 3 years. Also, the subsidiary company's auditors expressed concerns over the subsidiary company's ability to continue as going concern, as the net worth of the subsidiary company has been completely eroded. The company has not made any provision for expected credit loss of said loan and its investment in equity shares (book value of Rs.0.035 Crore) of the said subsidiary company. And hence, we are unable to express opinion on the correctness of the carrying value of the Loans receivable from its subsidiary company and investment in equity shares of its subsidiary company.
- d) Total Trade receivables of the company as on 31.03.2025 is Rs. 148.39 crore, out of which Rs. 145.86 crore is outstanding for more than 1 year. However, the company has made provision for bad and doubtful debts only to the extent of Rs.68.86 crores on adhoc basis and written off to the extent of Rs.2.32 crore during the year. Also, the balance of trade receivables is subject to confirmation and the company has not assessed the loss allowance for expected credit loss and therefore, we are unable to express opinion on the correctness of the provisions for bad and doubtful debts, carrying value of the said receivables and its impact, if any, on the standalone financial results.
- e) The company is having outstanding dues recoverable from an overseas party amounting to Rs. 100.28 Crore on account of sale consideration of Company's erstwhile subsidiary M/s Cerebra Middle East FZCO Dubai, vide sale agreement dated 17.03.2022 and settlement of advances due from said erstwhile subsidiary company. As per the terms of the said agreement, the payment period now stands expired and overdue for payment for more than 2 years and the balances are subject to confirmation. The Company has not made any provision for bad and doubtful receivables, also the said balances were not restated as per the requirement of Ind AS 21 "The effects of changes in foreign exchange rates". Hence, we are unable to comment on the regulatory compliances, recoverability of dues and its impact on the standalone Financial results.
- f) The company has given Rs.20.29 crore (Rs.10.81 crore reported under current assets and Rs.9.49 crore reported -under Non current assets) towards Capital Advances and Other Advances to various parties, which are outstanding for more than 1 year and are subject to confirmation. Also, no provision has been made in the books for bad and doubtful portion. Hence, we are unable to comment on its recoverability and its consequential impact, if any, on the standalone financial results.

- a) Type of Opinion – Disclaimer
- b) Frequency of Qualification: First Time
- c) For Audit Qualification (s) where the impact is quantified by the auditors, (Managements view)
- d) For the Audit Qualification(s) where the impact is not quantified by the auditors :
- i) Managements estimation on impact of the qualifications : No quantification
- ii) If Management is unable to estimate the impact, Reasons for the same.

With respect to the qualification mentioned above point no. II (a) The management is identifying the root causes of the erosion and are exploring strategies to increase revenue. The management has already



considered cost cutting measures to reduce losses by streamlining operations and reducing workforce. The management has already begun fund raising options by debt or equity to improve the financial position.

With respect to the qualification mentioned above point no. II (b) management of the opinion that, company have maintained stock records. However, nature of inventory measurement of EPR materials can be done only on estimated basis, However company has initiated the development software to address the requirement.

With respect to the qualifications mentioned above. Auditor has quantified only qualification mentioned point II (c). With respect to the same management is looking at merging the company with the parent company as an option or it will look out for outright sale for recovery of advance.

With respect to the qualification mentioned above in point no. II (d) the management is of the opinion that it is continuously following up with the customers for recovery and also formed bad debts provision policy for making provision for bad and doubtful debts. However, the management is confident of recovering most of the receivables.

With respect to the qualification mentioned above in point no. II (e) the management is of the opinion that the company is taking steps to revalidate the agreement by extending the period and is confident of recovering the dues.

With respect to the qualification mentioned above in point no. II (f) the management is of the opinion that it is continuously following up for recovery and also formed bad debts provision policy for making provision for bad and doubtful debts. However, the management is confident of recovery.

e) Auditors comments on (i) or (ii) above :

III

Signatories:

For CEREBRA INTEGRATED TECHNOLOGIES LTD.


Managing Director

CFO / Managing directors


Audit Committee Chairman

For YCRJ & Associates
Chartered Accountants


YASHWANTH KHANDERI
PARTNER
M.No: 029068
F.R. No: 0069279
Statutory Auditor



Place: Bangalore
Date: 28.05.2025

INDEPENDENT AUDITOR'S REPORT

To
The Board of Directors of
Cerebra Integrated Technologies Limited

Report on the audit of the Consolidated Annual Financial Results

Disclaimer of Opinion

We were engaged to audit the accompanying Consolidated quarterly financial results of Cerebra Integrated Technologies Limited hereinafter referred to as the "Holding Company") and its subsidiary (together referred to as "the Group") for the quarter ended 31st March, 2025 and for the year ended 31st March, 2025 (collectively referred to as "the Statement" or "Consolidated Financial Results"), attached herewith, being submitted by the Holding Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (the "Listing Regulations").

We do not express an opinion on the accompanying consolidated financial results. Because of the significance of the matters described in the 'Basis for Disclaimer of Opinion' section of our report, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion on these consolidated financial results.

Further, based on the reports of the other auditors on the separate audited financial statements of the subsidiary included in the Group, we state that the aforesaid consolidated financial results:

a. include the annual financial results of the following entity:

1. Cerebra LPO India Limited

b. have been prepared in accordance with the requirements of Regulation 33 of the Listing Regulations in this regard; and

c. we are unable to comment on whether they present a true and fair view in conformity with the recognition and measurement principles laid down in the applicable Indian Accounting Standards and other accounting principles generally accepted in India, due to the matters described in the 'Basis for Disclaimer of Opinion' section

Basis for Disclaimer of Opinion

We conducted our audit in accordance with the Standards on Auditing ("SAs") specified under section 143(10) of the Companies Act, 2013 ("the Act"). Our responsibilities under those SAs are further described in the Auditor's Responsibilities for the Audit of the Consolidated Annual Financial Results section of our report. We are independent of the Group in accordance with the Code of Ethics issued by the Institute of Chartered Accountants of India together with the ethical requirements that are relevant to our audit of the financial statements under the provisions of the Act, and the Rules thereunder, and we have fulfilled our other ethical responsibilities in accordance with these requirements and the Code of Ethics. Because of the significance of the matter described below in the Basis for

Disclaimer of Opinion section of our report, we have not been able to obtain sufficient appropriate audit evidence to provide a basis for an audit opinion.

- a) *The Holding Company has prepared its financial results on a going concern basis notwithstanding the fact that, the Holding Company has incurred significant operating losses during the financial years, substantially reduced its workforce and ceased certain key operations, including refurbishment activities and experienced a substantial decline in revenues, also the Company has challenges in meeting its obligations, servicing its current liabilities including Income tax dues from which the Company has significant receivables and investments, has its net worth completely eroded. The auditors of the subsidiary have expressed substantial doubt about its ability to continue as a going concern. These events and conditions, collectively, indicate the existence of material uncertainties that may cast significant doubt on the Holding Company's ability to continue as a going concern. We were unable to obtain sufficient appropriate audit evidence to support management's assertion that the going concern basis of accounting is appropriate*
- b) *The holding company has reported Rs.10.03 Crore as carrying value of inventory including E-waste inventory as on 31.03.2025 after devaluing the stock to the extent of Rs.19.96 crore on adhoc basis, for which we have not been provided with item-wise details, movement of inventory during the period and basis for the valuation. Due to the nature of inventory majority being E-waste stock, we could not verify the quantity of the inventory and in the absence of sufficient audit evidence we are unable to comment on the compliance of Ind AS - 2 "Inventory" and also, we are unable express opinion on the correctness of the quantity and the carrying value of inventory held as on 31.03.2025 and its consequential impact, if any, on the consolidated financial statement.*
- c) *Total Trade receivables of the holding company as on 31.03.2025 is Rs. Rs. 148.39 crore, out of which Rs. 145.86 crore is outstanding for more than 1 year. However, the holding company has made provision for bad and doubtful debts only to the extent of Rs.68.86 crores on adhoc basis and written off on to the extent of Rs 2.32 Crores during the year. Also, the balance of trade receivables is subject to confirmation and the company has not assessed the loss allowance for expected credit loss and therefore, we are unable to express opinion on the correctness of the provisions for bad and doubtful debts, carrying value of the said receivables and its impact, if any, on the consolidated financial statements.*
- d) *The company is having outstanding dues recoverable from an overseas party amounting to Rs. 100.28 Crore (Rs.15.00 crore reported under Other current assets and Rs.85.28 crore reported –under Other Non current assets) on account of sale consideration of Company's erstwhile subsidiary M/s Cerebra Middle East FZCO Dubai, vide sale agreement dated 17.03.2022 and settlement of advances due from said erstwhile subsidiary company. As per the terms of the said agreement, the payment period now stands expired and overdue for payment for more than 2 years and the balances are subject to confirmation. The Company has not made any provision for bad and doubtful receivables, also the said balances were not restated as per the requirement of Ind AS 21 "The effects of changes in foreign exchange rates". Hence, we are unable to comment on the regulatory compliances, recoverability of dues and its impact on the Consolidated Financial results.*



- e) *The holding company has given 20.29 crore (Rs.10.81 crore reported under current assets and Rs.9.49 crore reported under Noncurrent assets) towards Capital Advances and Other Advances to various parties, which are outstanding for more than 1 year and are subject to confirmation. Also, no provision has been made in the books for bad and doubtful portion. Hence, we are unable to comment on its recoverability and its consequential impact, if any, on the consolidated financial statements.*

Management's and Board of Directors' Responsibilities for the Consolidated Annual Financial Results

These consolidated annual financial results have been prepared on the basis of the consolidated annual financial statements. The Holding Company's Management and the Board of Directors are responsible for the preparation and presentation of these consolidated annual financial results that give a true and fair view of the consolidated net loss and other comprehensive income and other financial information of the Group in accordance with the recognition and measurement principles laid down in Indian Accounting Standards prescribed under Section 133 of the Act and other accounting principles generally accepted in India and in compliance with Regulation 33 of the Listing Regulations. The respective Management and Board of Directors of the companies included in the Group are responsible for maintenance of adequate accounting records in accordance with the provisions of the Act for safeguarding of the assets of each company and for preventing and detecting frauds and other irregularities; selection and application of appropriate accounting policies; making judgments and estimates that are reasonable and prudent; and the design, implementation and maintenance of adequate internal financial controls, that were operating effectively for ensuring accuracy and completeness of the accounting records, relevant to the preparation and presentation of the consolidated annual financial results that give a true and fair view and are free from material misstatement, whether due to fraud or error, which have been used for the purpose of preparation of the consolidated annual financial results by the Management and the Directors of the Holding Company, as aforesaid.

In preparing the consolidated annual financial results, the Management and the respective Board of Directors of the companies included in the Group are responsible for assessing the ability of each company to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless the respective Board of Directors either intends to liquidate the company or to cease operations, or has no realistic alternative but to do so.

The respective Board of Directors of the companies included in the Group is responsible for overseeing the financial reporting process of each company.

Auditor's Responsibilities for the Audit of the Consolidated Annual Financial Results

Our objectives are to obtain reasonable assurance about whether the consolidated annual financial results as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance but is not a guarantee that an audit conducted in accordance with SAs will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these consolidated annual financial results.



As part of an audit in accordance with SAs, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the consolidated annual financial results, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances. Under Section 143(3) (i) of the Act, we are also responsible for expressing our opinion through a separate report on the complete set of financial statements on whether the company has adequate internal financial controls with reference to financial statements in place and the operating effectiveness of such controls.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures in the consolidated financial results made by the Management and Board of Directors.
- Conclude on the appropriateness of the Management and Board of Directors use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the appropriateness of this assumption. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the consolidated annual financial results or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Group to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the consolidated annual financial results, including the disclosures, and whether the consolidated annual financial results represent the underlying transactions and events in a manner that achieves fair presentation.
- Obtain sufficient appropriate audit evidence regarding the financial results/financial information of the entities within the Group to express an opinion on the consolidated annual financial results. We are responsible for the direction, supervision and performance of the audit of financial information of such entities included in the consolidated financial results of which we are the independent auditors. For the other entities included in the consolidated annual financial results, which have been audited by other auditors, such other auditors remain responsible for the direction, supervision and performance of the audits carried out by them. We remain solely responsible for our audit opinion. Our responsibilities in this regard are further described in paragraph (a) of the section titled "Other Matters" in this audit report.

We communicate with those charged with governance of the Holding Company and such other entities included in the consolidated annual financial results of which we are the independent auditors regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

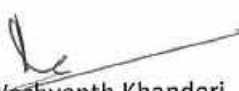


We also provide those charged with governance with a statement that we have complied with relevant ethical requirements regarding independence, and to communicate with them all relationships and other matters that may reasonably be thought to bear on our independence, and where applicable, related safeguards.

Other Matters

- (a) The consolidated annual financial results include the audited financial results of M/s Cerebra LPO India Limited the subsidiary, whose financial statements reflect total assets (before consolidation adjustments) of Rs. 1.02 lakhs as at 31 March 2025, total revenue (before consolidation adjustments) of Rs. Nil and total net Profit (before consolidation adjustments) of Rs. 5.23 lakhs and nil net cash outflows of lakhs for the year ended on that date, as considered in the consolidated annual financial results, which have been audited by their independent auditor. The independent auditors' reports on financial statements of the entity have been furnished to us by the management and our opinion on the consolidated annual financial results, in so far as it relates to the amounts and disclosures included in respect of this entity, is based solely on the report of such auditor and the procedures performed by us are as stated in paragraph above.
- (b) The consolidated annual financial results include the results for the quarter ended 31 March 2025 being the balancing figure between the audited figures in respect of the full financial year and the published unaudited year to date figures up to the third quarter of the current financial year which were subjected to limited review as required under the Listing Regulations.

For YCRJ & Associates
Chartered Accountant
Firm Reg: 0069275


CA Yashvanth Khanderi
Partner

M No : 029066

Place: Bangalore

Date : May 28, 2025

UDIN : 25029066BMLYSE6514.



**CEREBRA INTEGRATED TECHNOLOGIES LIMITED**

CIN: L85110KA1993PLC015091

Regd. Office: No.S 5 Off 3rd Cross, 1st Stage, Peenya Industrial Area,
Bangalore-560058 Tel No.: +91 97409 11799

email:investors@cerebracomputers.com, www.cerebracomputers.com,

Statement of Consolidated Audited Financial Results for the Fourth Quarter and Year ended 31st March 2025

INR in Lakhs (Except EPS)

Particulars	Consolidated				
	3 months ended	Preceding 3 months ended	Corresponding 3 months ended in the previous year	Year Ended	
	31.03.2025	31.12.2024	31.03.2024	31.03.2025	31.03.2024
	Audited	Unaudited	Audited	Audited	Audited
Income					
Revenue from operations	252.26	1,073.72	1,521.04	3,561.50	5,198.09
Other income	6.18	1.24	130.75	13.53	137.36
Total Income	258.43	1,074.95	1,651.79	3,575.03	5,335.44
Expenses					
Cost of Material consumed	29.08	808.26	1,268.26	2,840.82	4,698.82
Employee benefits expense	50.03	59.91	93.05	255.15	371.78
Finance costs	157.77	156.48	95.82	629.19	596.52
Depreciation and amortisation expense	14.78	9.94	10.60	44.58	42.29
Other Expenses	321.04	1,679.57	471.03	3,916.00	3,887.32
Total Expenses	572.70	2,714.16	1,938.76	7,685.74	9,596.72
Profit/(Loss) before exceptional items and tax	-314.27	-1,639.20	-286.97	-4,110.71	-4,261.28
Exceptional Item					
a) Devaluation of stock	401.04	627.32		1,995.99	1300.00
b) Excess Provision Reversed	0.00	-422.89		422.89	
c) Excess Provision for warantee Reversed	29.60			-29.60	
Profit/(Loss) before tax	-685.71	-1,843.63	-286.97	-5,654.20	-5,561.28
Income tax Expenses					
a) Current tax					
b) Short Income Tax Provision of earlier year					153.42
c) Deferred tax	86.62	-1,014.33	-881.97	-927.71	-881.97
Total tax expenses	86.62	-1,014.33	-881.97	-927.71	-728.55
Profit/(Loss) for the year	-772.33	-829.30	595.00	-4,726.49	-4,832.73
Other Comprehensive Income/(Loss)					
Items that will not be reclassified to profit or loss					
Income Tax relating to above					
Total other comprehensive Income/(Loss)					
Total Comprahensive Income/(Loss)	-772.33	-829.30	595.00	-4,726.49	-4,832.73
Earnings per equity share of Rs 10/ each					
Basic	-0.69	-0.74	0.53	-4.22	-4.32
Diluted	-0.69	-0.74	0.53	-4.22	-4.32

Notes

- The above unaudited financial results as reviewed and recommended by the Audit Committee were approved by the Board of Directors at its Meeting held on 28th May 2025.
- These financial results have been prepared in accordance with Indian Accounting Standards ("IND AS) prescribed under Section 133 of the Companies Act, 2013 read with the relevant rules thereunder and in terms of Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and SEBI Circular dated 5 July, 2016.
- Lack of working capital led the company to be temporarily shutdown and the company is more dependent on back-to-back orders.
- The Company is engaged in the business of E-Waste Recycling & Refurbishment segment and therefore has only one reportable segment in accordance with IND AS 108 "operating Segments".

For and on behalf of the Board of Directors
For CEREBRA INTEGRATED TECHNOLOGIES LTD.

Managing Director
V Ranganathan
Managing Director
DIN: 01247305
Place : Bangalore
Date : 28.05.2025

**CEREBRA INTEGRATED TECHNOLOGIES LIMITED**

CIN: L85110KA1993PLC015091

Regd. Office: No.5 5 Off 3rd Cross, 1st Stage, Peenya Industrial Area,
Bangalore-560058 Tel No.: +91 97409 11799

email:investors@cerebracomputers.com, www.cerebracomputers.com,

Statement of Consolidated Asset and Liability for the Year ended 31st March 2025

INR in Lakhs

Particulars	Consolidated	
	As at 31/03/2025 Audited	As at 31/03/2024 Audited
ASSETS		
(1) Non-current assets		
(a) Property, Plant and Equipment	1,182.32	932.75
(b) Capital work-in-progress	-	290.91
(c) Other Intangible asset	2.60	9.18
(d) Financial Assets		
i) Investments	1.65	27.89
ii) Trade receivables	552.88	4,036.17
iii) Loans	-	-
iv) Other financial assets	0.33	2.09
(e) Deferred tax assets(Net)	1,914.41	986.69
(f) Other non current assets	9,590.23	9,517.96
Total Non-current asset	13,244.43	15,803.63
(2) Current assets		
(a) Inventories	1,003.47	3,048.11
(b) Financial assets		
i) Trade receivables	7,400.36	12,007.28
ii) Cash and cash equivalents	11.09	13.80
iii) Bank balances other than (ii) above	36.41	91.48
(c) Other current assets	4,138.81	4,268.58
Total Current assets	12,590.14	19,429.25
Total assets	25,834.57	35,232.89
Equity and liabilities		
Equity		
(a) Equity share capital	11,198.65	11,198.65
(b) Other equity	5,283.17	10,009.66
(c) Non Controlling interest	-210.98	-211.67
Total Equity	16,270.84	20,996.65
Liabilities		
(1) Non-current liabilities		
(a) Financial liabilities		
(i) Borrowings		
(b) Provisions	7.22	13.36
Total Non-current liabilities	7.22	13.36
(2) Current liabilities		
(a) Financial liabilities		
(i) Borrowings	4,019.99	3,906.73
(ii) Trade payable		
a) Total outstanding dues of micro enterprise and small enterprise	9.55	14.92
b) Total outstanding dues of creditors other than micro enterprise and small enterprise	1,068.89	5,516.59
(iii) Other financial liabilities	27.46	36.29
(b) Other current liabilities	847.69	972.07
(c) Provisions	140.46	160.13
(d) Current tax liabilities (Net)	3,442.47	3,616.16
Total Current liabilities	9,556.51	14,222.89
Total equity and liabilities	25,834.57	35,232.89

For and on behalf of the Board of Directors
For CEREBRA INTEGRATED TECHNOLOGIES LTD.
Managing Director

V Ranganathan

Managing Director

DIN: 01247305

Place : Bangalore

Date : 28-05-2024

**CEREBRA INTEGRATED TECHNOLOGIES LIMITED**

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email:investors@cerebracomputers.com, www.cerebracomputers.com,

Consolidated Cash flow Statement for the Year Ended 31st March 2025

INR in Lakhs

Particulars	For the period ended 31st March 2025		For the period ended 31st March 2024	
A.Cashflow from operating activities				
Net profit before tax		-5,654.20		-5,561.28
Adjustments for:				
Depreciation(net)	44.58		42.29	
Interest expenditure	629.19		299.35	
Interest income	-4.37		-5.77	
Excess provision/unclaimed credit withdrawn	-29.60		-	
Profit on Sale of Fixed Asset	-1.76		-128.55	
Provision for Bad debts	3,483.29		3,402.60	
Provision for employee benefit Expenses	3.80		-4.12	
Devaluation of Inventory	1,995.99		1,300.00	
Provision for warranty	-		-	
Income tax provision write back	-		-153.42	
Dividend Income	-1.14		-1.83	
Adjustment for unrealised foreign Exchange loss/gains	-		-1.19	
		6,119.97	-	4,749.35
Operating profit/(Loss)before working capital changes		465.77	-	-811.93
Adjustments for changes in :				
Decrease/(increase) in inventories	48.65		202.78	
Decrease/(increase) in trade & other recivables	475.02		496.75	
(Decrease)/increase in trade & other payables	-568.35		514.92	
		-44.68		1,214.45
Cash generated from operations		421.09		402.52
Less: Income tax paid(net of refund)				165.34
Net cashflow from operating activities		421.09		237.18
B.Cashflow from investing activities				
Interest income	4.37		5.77	
Cash Flow from sale of Fixed Assets	5.08		131.33	
Dividend Income	1.14		1.83	
Investment in fixed deposits	55.07		126.55	
Redemption /(Investment) in mutual funds(Net)	26.24		-1.65	
Purchase of fixed assets including capital WIP	-		-3.88	
Net cash flow from investing activities		91.90		259.95
C.Cashflow from Financing activities				
Increase(decrease) in borrowings	58.67		-37.75	
Loan to Subsidiary	-		-	
Interest paid	-629.19		-299.35	
Net cash flow from financing activities		-570.52		-337.10
Net increase/(Decrease)in Cash & Cash equivalents(A+B+C)		-57.53		160.04
Cash &Cash equivalents				
Opening balance		-2,235.14		-2,395.18
Closing balance		-2,292.67		-2,235.14
Net increase/Decrease in cash and cash equivalents		-57.53		160.04

For and on behalf of the Board of Directors
for CEREBRA INTEGRATED TECHNOLOGIES LTD.**Managing Director**

V Ranganathan

Managing Director

DIN: 01247305

Place : Bangalore

Date : 28-05-2025

ANNEXURE I

Statement on Impact of Audit Disclaimer of Opinion (for audit report with modified opinion) submitted along-with Annual Audited Financial Results – (Consolidated)

Statement on Impact of Audit Qualifications for the Financial Year ended March 31, 2025

I	Sl. No.	Particulars	Audited Figures (Rs. In Lakhs Except EPS) (as reported before adjusting for qualifications)	Adjusted Figures (Rs. In Lakhs Except EPS) (audited figures after adjusting for qualifications)
	1.	Turnover / Total income	3,575.03	3,575.03
	2.	Total Expenditure	7,685.74	7,685.74
	3.	Net Profit/(Loss)	-4,726.49	-4,726.49
	4.	Earnings Per Share (Basic)	-4.32	-4.32
	5.	Total Assets	25834.57	25834.57
	6.	Total Liabilities	25834.57	25834.57
	7.	Net Worth	16270.84	16270.84
	8.	Any other financial item(s) (as felt appropriate by the management)	1995.99	1995.99
		Exceptional Items-	-422.89	-422.89
		Devaluation of Stock	-29.60	-29.60
		Provision for Bad and doubtful debts		

II Audit Qualification (each audit qualification separately):

- a) *The Holding Company has prepared its financial results on a going concern basis notwithstanding the fact that, the Holding Company has Incurred significant operating losses during the last two financial years, Substantially reduced its workforce and ceased certain key operations, including refurbishment activities and experienced a substantial decline in revenues, also the Company has challenges in meeting its obligations, servicing its current liabilities including Income tax dues and Reported a gearing ratio of 23.70%, exceeding its strategic cap of 20%. The subsidiary company, from which the Company has significant receivables and investments, has its net worth completely eroded. The auditors of the subsidiary have expressed substantial doubt about its ability to continue as a going concern. These events and conditions, collectively, indicate the existence of material uncertainties that may cast significant doubt on the Holding Company's ability to continue as a going concern. We were unable to obtain sufficient appropriate audit evidence to support management's assertion that the going concern basis of accounting is appropriate*



- b) The holding company has reported Rs.10.03 Crore as carrying value of inventory including E-waste inventory as on 31.03.2025 after devaluing the stock to the extent of Rs.19.95 crore on adhoc basis, for which we have not been provided with item-wise details, movement of inventory during the period and basis for the valuation. Due to the nature of inventory majority being E-waste stock, we could not verify the quantity of the inventory and in the absence of sufficient audit evidence we are unable to comment on the compliance of Ind AS - 2 "Inventory" and also, we are unable express opinion on the correctness of the quantity and the carrying value of inventory held as on 31.03.2025 and its consequential impact, if any, on the consolidated financial statement.
- c) Total Trade receivables of the holding company as on 31.03.2025 is Rs. Rs. 148.39 crore, out of which Rs. 145.86 crore is outstanding for more than 1 year. However, the holding company has made provision for bad and doubtful debts only to the extent of Rs.68.86 crores on adhoc basis and written off on to the extent of Rs 2.32 Crores during the year. Also, the balance of trade receivables is subject to confirmation and the company has not assessed the loss allowance for expected credit loss and therefore, we are unable to express opinion on the correctness of the provisions for bad and doubtful debts, carrying value of the said receivables and its impact, if any, on the consolidated financial statements.
- d) The company is having outstanding dues recoverable from an overseas party amounting to Rs. 100.28 Crore on account of sale consideration of Company's erstwhile subsidiary M/s Cerebra Middle East FZCO Dubai, vide sale agreement dated 17.03.2022 and settlement of advances due from said erstwhile subsidiary company. As per the terms of the said agreement, the payment period now stands expired and overdue for payment for more than 2 years and the balances are subject to confirmation. The Company has not made any provision for bad and doubtful receivables, also the said balances were not restated as per the requirement of Ind AS 21 "The effects of changes in foreign exchange rates". Hence, we are unable to comment on the regulatory compliances, recoverability of dues and its impact on the Consolidated Financial results.
- e) The holding company has given 20.29 crore (Rs.10.81 crore reported under current assets and Rs.9.49 crore reported under Noncurrent assets) towards Capital Advances and Other Advances to various parties, which are outstanding for more than 1 year and are subject to confirmation. Also, no provision has been made in the books for bad and doubtful portion. Hence, we are unable to comment on its recoverability and its consequential impact, if any, on the consolidated financial statements.

- a) Type of Opinion – Disclaimer of Opinion
- b) Frequency of Qualification: First Time
- c) For Audit Qualification (s) where the impact is quantified by the auditors, (Managements view)
Nil
- a) For the Audit Qualification(s) where the impact is not quantified by the auditors :
- i) Managements estimation on impact of the qualifications : No quantification
 - ii) If Management is unable to estimate the impact, Reasons for the same.

With respect to the qualification mentioned above point no. II (a) The management is identifying the root causes of the erosion and are exploring strategies to increase revenue. The management has already considered cost cutting measures to reduce losses by streamlining operations and reducing



workforce. The management has already begun fund raising options by debt or equity to improve the financial position.

With respect to the qualification mentioned above point no. II (b) management of the opinion that, company have maintained stock records. However, nature of inventory measurement of EPR materials can be done only on estimated basis, However company has initiated the development software to address the requirement.

With respect to the qualifications mentioned above. Auditor has quantified only qualification mentioned point II (c). With respect to the same management is looking at merging the company with the parent company as an option or it will look out for outright sale for recovery of advance.

With respect to the qualification mentioned above in point no. II (d) the management is of the opinion that it is continuously following up with the customers for recovery and also formed bad debts provision policy for making provision for bad and doubtful debts. However, the management is confident of recovering most of the receivables.

With respect to the qualification mentioned above in point no. II (e) the management is of the opinion that the company is taking steps to revalidate the agreement by extending the period and is confident of recovering the dues.

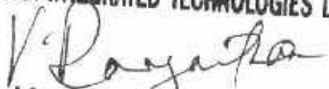
With respect to the qualification mentioned above in point no. II (f) the management is of the opinion that it is continuously following up for recovery and also formed bad debts provision policy for making provision for bad and doubtful debts. However, the management is confident of recovery.

b) **Auditors comments on (i) or (ii) above :** As irregularity is persisting for the past few years the company should take time bound actions

III

Signatories:

For CEREBRA INTEGRATED TECHNOLOGIES LTD.


Managing Director

CFO / Managing directors


CFO

For YCRJ & Associates
Chartered Accountants




Audit Committee Chairman


YASHWANTH KHANDER
PARTNER
M.No: 029066
F.R. No: 0069279
Statutory Auditor



Place: Bangalore
Date: 28.05.2025