

December 20, 2023

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400001.

National Stock Exchange of India Ltd.,
Exchange Plaza, C/1, G Block,
Bandra - Kurla Complex, Bandra (E),
Mumbai - 400051.

Scrip ID: BSOFT
Scrip Code: 532400

Symbol: BSOFT
Series: EQ

Kind Attn: The Manager,
Department of Corporate Services

Kind Attn: The Manager,
Listing Department

Subject: - Newspaper Publication - Postal Ballot Notice and E-voting Information

Dear Sir/Madam,

Please find enclosed clippings of the “Postal Ballot Notice and E-voting Information” published in today’s Financial Express, Indian Express and Loksatta. The same are also available on the Company’s website at www.birlasoft.com.

This is for your information and records.

Thanking you.

Yours faithfully,

For **Birlasoft Limited**

Sneha
Prashant
Padve

Digitally signed
by Sneha
Prashant Padve
Date: 2023.12.20
11:42:35 +05'30'



Sneha Padve
Company Secretary & Compliance Officer

Encl.:- As mentioned above.

Birlasoft Limited

Registered Office: 35 & 36, Rajiv Gandhi Infotech Park, Phase - I, MIDC, Hinjawadi, Pune (MH) 411057, India

Tel: +91 20 6652 5000 | Fax +91 20 6652 5001 | contactus@birlasoft.com | www.birlasoft.com

CIN: L72200PN1990PLC059594

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POSTAL BALLOT NOTICE AND E-VOTING INFORMATION

NOTICE is hereby given pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), read together with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the "Management Rules"), (including any statutory modification or re-enactment thereof for the time being in force) and any other applicable provisions of the Act and the rules made thereunder, read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, read with other relevant circulars, including General Circular No. 09/2023 dated September 25, 2023 Issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 ("SEBI Circular"), and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("SEBI LODR") and other applicable provisions, if any, of the SEBI LODR, for the time being in force and as amended from time to time and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), for seeking the approval of the Members of Birlasoft Limited ("Company") to transact the Special Business as set out below and as contained in the Postal Ballot Notice dated Friday, December 15, 2023 ("Notice"), by way of Postal Ballot by voting through electronic means only ("e-voting"/"remote e-voting").

Special Resolutions:

Sr. No.	Particulars
1	Appointment of Ms. Satyavati Berera (DIN: 05002709) as an Independent Director of the Company for a term of 5 (five) years
2	Appointment of Ms. Nidhi Killawala (DIN: 05182060) as an Independent Director of the Company for a term of 5 (five) years

The Company has engaged the services of National Securities Depository Limited ("NSDL") to provide e-voting facility. Mr. Jayavant Bhawe (Proprietor of J. B. Bhawe & Co; Membership No. - F4266) has been appointed as the "Scrutinizer", to scrutinize the e-voting process in a fair and transparent manner.

Notice of Postal Ballot dated Friday, December 15, 2023 ("Notice"), has been sent by the Company on Tuesday, December 19, 2023, only through electronic mode, to those Members whose e-mail addresses are registered with the Company/NSDL and Central Depository Services (India) Limited (collectively referred to as "Depositories") and whose names are recorded in the Register of Members/Register of Beneficial Owners maintained by the Depositories as on Friday, December 15, 2023 ("Cut-Off date"). The communication of assent/dissent of the Members will only take place through remote e-voting system. A person who is not a Member as on the Cut-Off date should treat this Notice for information purposes only.

The Notice is also available on the website of the Company at www.birlasoft.com, on the website of stock exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively and on the website of the NSDL at www.evoting.nsdl.com.

The remote e-voting period commences from 09.00 a.m. (IST) on Wednesday, December 20, 2023 and ends at 05.00 p.m. (IST) on Thursday, January 18, 2024. The e-voting module will be disabled by NSDL thereafter. Electronic Voting Event Number (EVEN) of the Company is 127360. Only Members whose names are recorded in the Register of Members/Register of Beneficial Owners maintained by the Depositories as on the Cut-Off date will be entitled to cast their votes. "Instructions for electronic voting by Members" are annexed to the Postal ballot Notice.

In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 022- 4886 7000 / 022 - 2499 7000 or contact Mr. Amit Vishal at evoting@nsdl.co.in.

The result of e-voting shall be intimated to BSE Limited and National Stock Exchange of India Limited, where the Company's equity shares are listed, within a period of 2 working days (not exceeding 3 days) from the conclusion of the e-voting. The results would also be uploaded on the website of Company at www.birlasoft.com, the stock exchanges at www.bseindia.com and www.nseindia.com, and NSDL at www.evoting.nsdl.com.

Online Dispute Resolution Mechanism

Members are further informed that pursuant to Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023, read with a Corrigendum No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 dated August 4, 2023, and further a Master Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/145 dated August 11, 2023 SEBI has introduced a common Online Dispute Resolution ("ODR") mechanism to facilitate online resolution of all kinds of disputes arising in the Indian securities market. Members can access the SEBI Circulars on the website of SEBI at <https://www.sebi.gov.in/> and on the website of the Company at <https://www.birlasoft.com/company/investors/policies-reports-filings#Shareholders-info>.

For Birlasoft Limited

Place : Pune
Date : December 19, 2023

Sd/-
Sneha Padve
Company Secretary

Birlasoft Limited

Registered Office: 35 & 36, Rajiv Gandhi Infotech Park, Phase-I, MIDC, Hinjawadi, Pune (MH) 411057, India
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For Birlasoft Limited

Place : Pune
Date : December 19, 2023

Sd/-
Sneha Padve
Company Secretary



बिरलासॉफ्ट लिमिटेड

नोंदणीकृत कार्यालय : ३५ व ३६, राजीव गांधी इन्फोटेक पार्क, फेज-1, एमआयडीसी, हिंजवली, पुणे (मह.) - ४११०५७, भारत | दूरध्वनी क्र.: +९१ २० ६६५२ ५००० | फॅक्स क्र.: +९१ २० ६६५२ ५००१ | ई-मेल: contactus@birlasoft.com | संकेतस्थळ : www.birlasoft.com | सीआयएन: L72200PN1990PLC069694

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पोस्टल बॅलट सूचना आणि ई-मतदानाबाबत माहिती

सभासदांना या द्वारे सूचना देण्यात येते की, कंपनी कायदा, २०१३ ("कायदा") चे कलम ११० आणि इतर लागू तरतुदी व कंपनी (व्यवस्थापन आणि प्रशासन) नियम, २०१४ ("व्यवस्थापन नियम") चे नियम २० आणि २२ (वैधानिक फेरफार वा सुधारणासह), आणि त्या अंतर्गत तयार करण्यात आलेले नियम आणि त्यासह वाचली जाणारी कंपनी व्यवहार मंत्रालयाने जारी केलेली सर्वसाधारण परिपत्रके क्र. १४/२०२० रोजी दि. ८ एप्रिल २०२०, क्र. १७/२०२० रोजी दि. १३ एप्रिल २०२०, त्यासह वाचली जाणारी संबंधित परिपत्रके ज्यामध्ये २५ सप्टेंबर २०२३ रोजीचे सामान्य परिपत्रक क्र. ०९/२०२३ (एकत्रित उल्लेख "एनएसडी परिपत्रके") चा समावेश आहे आणि सिक्युरिटीज अॅण्ड एक्स्चेंज बोर्ड ऑफ इंडिया ("सेबी") यांचे दि. ७ ऑक्टोबर २०२३ चे परिपत्रक क्र. SEBI/HO/CFD/CFD-POD-2/P/CIR/2023/167 ("सेबी परिपत्रक") आणि सिक्युरिटीज अॅण्ड एक्स्चेंज बोर्ड ऑफ इंडिया (सिस्टीम ऑब्लेगेशन्स अॅण्ड डिस्क्लोजर रिव्हायरमेंट्स) रेग्युलेशन्स, २०१५, ("सेबी एलओडीआर") चा नियम ४४ आणि असल्यास सेबी एलओडीआरच्या अन्य तरतुदी यानुसार तसेच इन्स्टिट्युट ऑफ कंपनी सेक्रेटरीज ऑफ इंडियाने जारी केलेले सर्वसाधारण सभेची संबंधित सेक्रेटरीयल स्टॅण्डर्ड्स ("एसएस-२") तसेच शुक्रवार १५ डिसेंबर २०२३ रोजीच्या पोस्टल बॅलट सूचनेत ("नोटीस") नमूद केल्याप्रमाणे विशेष ठरावाद्वारे बिरलासॉफ्ट लिमिटेड ("कंपनी") सभासदांची मान्यता पोस्टल बॅलटच्या इलेक्ट्रॉनिक मतदान पद्धतीने ("ई-मतदान"/"दूरस्थ ई-मतदान") घेऊ इच्छित आहे.

विशेष ठराव :

अ. क्र.	तपशील
१	सायबती बेररा (DIN : ०५००२७०९) यांची कंपनीच्या स्वतंत्र संचालक म्हणून ५ (पाच) वर्षांच्या कालावधीसाठी नियुक्ती.
२	गिरी किष्कवाला (DIN : ०५१८२०६०) यांची कंपनीच्या स्वतंत्र संचालक म्हणून ५ (पाच) वर्षांच्या कालावधीसाठी नियुक्ती.

कंपनीने नॅशनल सिक्युरिटीज डिपॉझिटरी लिमिटेड ("एनएसडीएल") यांची ई-मतदान सुविधा प्राप्त करण्यासाठी सेवा घेण्याचे ठरविले आहे. श्री. जयवंत भावे, (प्रोग्रामर - जे.बी. भावे अॅण्ड कंपनी - मॅबरशीप नं. - F४२६६) यांची ई-मतदान प्रक्रिया खुल्या आणि पारदर्शक पद्धतीने पार पाडण्यासाठी निरीक्षक म्हणून नियुक्ती करण्यात आली आहे.

शुक्रवार, १५ डिसेंबर, २०२३ रोजी पोस्टल बॅलट घेण्याबाबत सूचना ("सूचना") कंपनीकडून मंगळवार, १९ डिसेंबर, २०२३ रोजी फक्त इलेक्ट्रॉनिक पद्धतीने अशा सभासदांना पाठविण्यात आली आहे, की ज्यांचे ई-मेल पत्ते कंपनी / एनएसडीएल आणि सेंट्रल डिपॉझिटरी सर्व्हिसेस (इंडिया) लिमिटेड (एकत्रित उल्लेख "डिपॉझिटरीज") यांच्याकडे नोंदणीकृत आहेत आणि ज्यांच्या नावांची नोंद शुक्रवार, १५ डिसेंबर, २०२३ रोजी ("कट-ऑफ-डेट") डिपॉझिटरीज यांच्याकडून सांभाळण्यात येणाऱ्या रजिस्टर ऑफ मॅंबर्स / रजिस्टर ऑफ बेंचिफिशियल ओनर्स मध्ये आहेत. सभासदांची मान्यता / नकार फक्त दूरस्थ ई-मतदान पद्धतीने स्वीकारण्यात येईल. जे सभासद सदर कट ऑफ तारखेस सभासद नाहीत त्यांनी ही सूचना फक्त माहितीसाठी आहे असे समजावे.

सदर सूचना कंपनीचे संकेतस्थळ www.birlasoft.com स्टॉक एक्स्चेंज म्हणजे बीएसई लिमिटेड आणि नॅशनल स्टॉक एक्स्चेंज ऑफ इंडिया लिमिटेड यांच्या संकेतस्थळावर अनुक्रमे www.bseindia.com आणि www.nseindia.com आणि एनएसडीएलचे संकेतस्थळ www.evoting.nsdl.com वरही उपलब्ध आहे.

दूरस्थ ई-मतदानाचा प्रारंभ बुधवार, २० डिसेंबर, २०२३ रोजी सकाळी ९.०० वाजता होईल आणि समाप्ती गुरुवार, १८ जानेवारी, २०२४ रोजी सायं. ५.०० वाजता होईल. ई-मतदान यंत्रणा एनएसडीएल यांच्याकडून त्यानंतर बंद करण्यात येईल. कंपनीचा इलेक्ट्रॉनिक व्होटिंग इव्हेंट नंबर (ईव्हीईएन) १२७३६० आहे. फक्त ज्या सदस्यांची नावे डिपॉझिटरीज यांच्याकडून सांभाळण्यात येणाऱ्या रजिस्टर ऑफ मॅंबर्स / रजिस्टर ऑफ बेंचिफिशियल ओनर्स मध्ये कट-ऑफ-डेट रोजी आहेत तेच फक्त मतदान करू शकतील. "सभासदांद्वारे इलेक्ट्रॉनिक मतदानासाठीच्या सूचना" पोस्टल बॅलट नोटीसीमध्ये जोडलेल्या आहेत.

काही प्रश्न असल्यास आपण नेहमी भागधारकांसाठी विचारले जाणारे प्रश्न (एफएचए) आणि भागधारकांसाठी उपलब्ध असलेले ई-मतदान मॅन्युअल जे www.evoting.nsdl.com वर डाऊनलोड सेक्शनमध्ये उपलब्ध आहे ते पहावे किंवा टोल फ्री नं. ०२२-४८८६ ७००० / ०२२ - २४९९ ७००० वर संपर्क साधावा किंवा श्री. अमित विशाल यांच्याशी evoting@nsdl.co.in वर संपर्क साधावा.

ई-मतदानाचा निकाल बीएसई लिमिटेड आणि नॅशनल स्टॉक एक्स्चेंज ऑफ इंडिया लिमिटेड जेथे कंपनीचे समभाग सूचीबद्ध करण्यात आले आहेत, त्यांना ई-मतदान समाप्त झाल्यापासून कामकाजाच्या २ दिवसांच्या कालावधीत (३ दिवसांपेक्षा अधिक नाही) कळविण्यात येईल. त्याचप्रमाणे हे निकाल कंपनीचे संकेतस्थळ www.birlasoft.com आणि स्टॉक्स एक्स्चेंजेसचे संकेतस्थळ www.bseindia.com आणि www.nseindia.com वर आणि एनएसडीएलचे संकेतस्थळ www.evoting.nsdl.com वर अपलोड करण्यात येतील.

ऑनलाइन डिस्प्यूट रेझोल्यूशन मेकॅनिझम

सदस्यांना पुढे सूचित केले जाते की दिनांक ३१ जुलै, २०२३ च्या SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 परिपत्रकानुसार व त्यासह वाचले जाणाऱ्या दिनांक ४ ऑगस्ट २०२३ च्या शुद्धीपत्र क्रमांक SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/135 आणि पुढील दिनांक ११ ऑगस्ट २०२३ रोजीच्या मास्टर परिपत्रक क्रमांक SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/145 नुसार सेबी ने भारतीय सिक्युरिटीज मार्केटमध्ये उद्भवणाऱ्या सर्व प्रकारच्या विवादांचे ऑनलाइन निराकरण सुलभ करण्यासाठी एक सामान्य ऑनलाइन डिस्प्यूट रेझोल्यूशन मेकॅनिझम ("ओडीआर") सादर केली आहे. सदस्य सेबीच्या <https://www.sebi.gov.in/> या संकेतस्थळावर आणि कंपनीच्या <https://www.birlasoft.com/company/investors/policies-reports-filingns#Shareholders-Info>, या संकेतस्थळावर सेबी परिपत्रके पाहू शकतात.

बिरलासॉफ्ट लिमिटेड साठी

ठिकाण : पुणे
दिनांक : १९ डिसेंबर, २०२३

सही / -
नेहा पाडवे
कंपनी सचिव