

February 22, 2024

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,

Further to our intimation dated February 21, 2024, please find enclosed clipping of the “Postal Ballot Notice and E-voting Information” published in today’s Indian Express. The same is 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: 2024.02.22
14:20:52 +05'30'



Sneha Padve
Company Secretary & Compliance Officer
Membership No.: ACS 9678

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

Corrigendum : This Postal Ballot Notice and E-voting Information advertisement was scheduled to be published on 21/02/2024, in The Indian Express, Pune Edition. However, due to technical issue, the advertisement of "Extract of Unaudited Consolidated Financial Results For The Quarter and Nine Months Ended 31 December 2023 dated 24/01/2024 was inadvertently published by The Indian Express, Pune on 21/02/2024. Hence, publishing the correct advertisement herein below.

- The Indian Express

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birlasoft

Challenge
The Norm



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, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021, 20/2021 dated December 8, 2021, 03/2022 dated May 5, 2022, 11/2022 dated December 28, 2022 and 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 Wednesday, January 24, 2024 ("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 Mr. Manish Choksi (DIN:00026496) as an Independent Director of the Company for a term of 5 (five) years
2	Increase in the limit of managerial remuneration payable to Mr. Angan Guha, Chief Executive Officer & Managing Director ("CEO & MD"), in excess of 5% of the net profits of the Company and consequential increase in the overall maximum managerial remuneration limit from 11% to 18% of the net profits of the Company in any financial year(s) during his 3-year tenure as CEO & MD

The Company has engaged the services of National Securities Depository Limited ("NSDL") to provide e-voting facility. Mr. Jayavant Bhave (Proprietor of J. B. Bhave & 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 Wednesday, January 24, 2024 ("Notice"), has been sent by the Company on Tuesday, February 20, 2024, only through electronic mode, to those Members whose e-mail addresses are registered with the Company/NSDL and Central Depository Services 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, February 16, 2024 ("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, February 21, 2024 and ends at 05.00 p.m. (IST) on Thursday, March 21, 2024. The e-voting module will be disabled by NSDL thereafter. Electronic Voting Event Number (EVEN) of the Company is 127902. 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.

Update of PAN, KYC and Nomination details

SEBI vide its Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/70 dated May 17, 2023, has mandated that, the Members, whose folio(s) / demat account(s) do not have PAN/Choice of Nomination/Contact Details/Mobile Number/Bank Account Details/Specimen Signature updated, shall be eligible for any payment including dividend, interest or redemption in respect of such folios/demat accounts, **only through electronic mode with effect from April 1, 2024**, upon their furnishing all the aforesaid details in entirety.

If a Member updates the above mentioned details after April 1, 2024, then such Member would receive all the dividends etc. declared during that period (from April 1, 2024 till date of updation) pertaining to the shares held after the said updation automatically. A detailed information in this respect is provided in the Postal Ballot Notice.

Online Dispute Resolution Mechanism

Members are also 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, Master Circular No. SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/145 dated August 11, 2023 and Circular No. SEBI/HO/OIAE/OIAE_IAD-3/P/CIR/2023/191 dated December 20, 2023, SEBI has introduced a common Online Dispute Resolution ("ODR") mechanism to facilitate the 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 the same are also available on the website of the Company at <https://www.birlasoft.com/company/investors/policies-reportsfilings/#Shareholders-info>.

For Birlasoft Limited
Sd/-
Sneha Padve
Company Secretary

Place : Pune
Date : February 20, 2024