

## TERA SOFTWARE LIMITED

Regd. Office: #8-2-293/82/A/1107, Road Number 55, Jubilee Hills,

Hyderabad, Telangana 500033. Tel: +91-40-2354 7447

E-mail: info@terasoftware.in www.terasoftware.com

Date: 24th September, 2024

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai-400001	National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Banda Kurla Complex, Bandra (F) Mumbai-400051
Scrip Code: 533982	Symbol: TERASOFT

Dear Sir / Madam,

Sub: Minutes of the 30<sup>th</sup> Annual General Meeting (AGM)

Please find enclosed extract of the Minutes of the 30<sup>th</sup> Annual General Meeting of the Company held on 09<sup>th</sup> September, 2024 for your records.

Thanking You.

Yours truly,

For TERA SOFTWARE LIMITED

CH. MALLIKARJUNA Company Secretary M.No.A47545 SOFTWARE 130

GST: 36AABCT1332L1ZF | PAN: AABCT1332L | CIN: L72200TG1994PLC018391

MINUTES OF THE THIRTIETH (30<sup>TH</sup>) ANNUAL GENERAL MEETING OF THE MEMBERS OF TERA SOFTWARE LIMITED HELD ON MONDAY, THE 9<sup>TH</sup> DAY OF SEPTEMBER, 2024, AT 04:00 P.M., AT THE REGISTERED OFFICE OF THE COMPANY, AT 8-2-292/82/a/1107, PLOT NO.1107, ROAD NO.55, JUBILEE HILLS, HYDERABAD-500033, TELANGANA, INDIA.

## **Directors Present:**

1	Sri. T. Gopichand	Chairman & Managing Director								
2	Sri. T. Madhu Mitra	Whole-time Director								
3	Dr. T. Hanuman Chowdary	Independent Director, Chairman of Nomination								
		& Remuneration Committee and Corporate								
	-	Social Responsibility Committee								
4	Dr. T.V. Lakshmi	Independent Director								
5	Sri. Divakar Atluri	Independent Director and Chairman of Audit								
		Committee								
6	Prof. Dr. Braja Bandhu Nayak	Independent Director								
7	Smt. V. Usha Rani	Independent Director								
8	Sri. T. Bapaiah Chowdary	Non-Executive Director and Chairman of								
		Stakeholders Relationship Committee								

## In Attendance/Invitees:

9	Sri. Ch. Mallikarjuna	Company Secretary
10	Ms. D. Pravallika	Chief Financial Officer
	Sri. G.V. Ramana	Partner, Narven & Associates
12	Sri D.C. Naidu	Partner, Darapaneni & Co., (Internal Auditors)
13	Mr. K. Ch. Venkat Reddy	Scrutinizer, C.V. Reddy K & Associates,
		(Secretarial Auditors)

## **Members Present:**

Promoters and Promoter Group: 04

Public: 75

Sri. Ch. Mallikarjuna, Company Secretary welcomed the Shareholders and Invitees. There after he requested all the Directors and invitees to occupy the Chairs on the Dias. Sri. Tummala Gopichand chaired the meeting and conducted the proceedings. After ascertaining the requisite quorum being present, he called the meeting to order.

The Chairman addressed the shareholders and briefed them about the performance and achievements of the Company during the financial year 2023-24.

The Statutory registers such as Register of Directors and Key Managerial Personnel and their shareholding, Register of Contracts were made available for inspection during the meeting.

The Chairman concluded his speech extending his thanks to the shareholders, bankers, customers, Board of Directors and employees for their unrelenting dedication, support, and commitment.

The Chairman took up the formal proceedings of the Meeting. With the permission of the members, the notice convening the 30<sup>th</sup> Annual General Meeting together with financial statements and Directors' report were taken as read and confirmed that the Auditors' Report did not contain any qualification. He invited members to ask questions on the financial reports and accounts of the Company. The queries raised by the Members were answered by the Chairman to their satisfaction and he appreciated the members for their suggestions and keen interest in the affairs of the Company.

The Chairman informed the members that the Company has provided the facility to cast votes electronically to the shareholders, on all resolutions set forth in the notice convening the AGM. The said facility is provided by Kfin Technologies Limited.

Further, the Chairman requested the Shareholders who are present at the AGM and who did not cast their votes electronically may cast their votes during the meeting. It was further informed that there would be no voting by show of hands.

Further, the Chairman informed that Sri. K.Ch. Venkat Reddy, Practising Company Secretary appointed as the Scrutinizer to scrutinize the polling process.

The members were informed that the combined results of E-voting and Poll would be placed on the website of the Company and Stock Exchanges within two working days of the conclusion of the meeting.

On the basis of Scrutinizer's report on the E-voting and Poll; all the resolutions as set out in the Notice of 30<sup>th</sup> Annual General Meeting were duly passed with requisite majority, the details of which are as under:

Resolution No.										
Recolution	OBDINABV	To consider	the polone	Sudited Cton	101	1:1-1				
required:	Financial Year	r ended 31 Ma	and adopt ungeren, 2024 an	e audited Stan	of the Andito	onsolidate rs and Dir	Financial Year ended 31 March, 2024 and the Reports of the Auditors and Directors thereon	Financial Year ended 31 March, 2024 and the Reports of the Auditors and Directors thereon	any tor th	<u>o</u>
(Ordinary/		2				n o num c				-
Special)										
Whether	No									
promoter/										27
promoter group	Sec.		2					3		
are interested in	8		i e							
agenda/resoluti		8-								
Category	Mode of	No of	No of	% of Votes	No of	Jo ok	% of Wotes in	0. of Weter	Votos	Veter
	Voting	choroc	140.01	Delled on	10.01	10.01	70 01 4 0155 111	70 OI VOIES	votes	v otes
	A OULING	held (1)	votes polled (2)	rolled on outstandin	votes – in favour (4)	votes -	ravour on votes polled	against on votes	Invali	Abstaine d
	2			g shares	,	against	*	(7)=[(5)/(2)]*10	1	3
×		v	9	(3)=[(2)/(1)]		(5)		0		
			e 200	)]* 100	,					
Promoter and	E-Voting	59,47,327	59,32,327	99.7478	59,32,327	0	100.0000	0.0000	0	0
Promoter Group	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
8	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	(II applicable)									
	Total		59,32,327	99.7478	59,32,327	0	100.0000	0.0000	0	0
Public-	E-Voting	256	0	0.0000	0	0	0.0000	0.0000	0	0
Institutions	Poll	5	0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000	0	0
	(if			r		ų,				,
	applicable)		ā							
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non	E-Voting	65,64,292	9,936	0.1514	7,241	2,695	72.8764	27.1235	0	0
Institutions	Poll		1,294	0.0197	1,294	0	100.0000	0.0000	0	0

0	0	0			on and					Votes	Abstaine	s.	0	0	0		0	0
0	0	0			y rotatic					Votes	Invali	<del>.</del>	0	0	0	=	0	0
0.0000	23.9982	0.0453			- To appoint a Director in place of Mr. Tummala Bapaiah Chowdary (DIN: 00107795), who retires by rotation and offers himself for re-appointment.					% of Votes	against on votes	(7)=[(5)/(2)]*10	0.0000	0.0000	0.0000		0.0000	0.0000
0.0000	76.0018	99.9547			dary (DIN: 0010		4			s in	favour on	*_	100.0000	0.0000	0.0000	2	100.0000	0.0000
0	2,695	2,695			iah Chow					No. of	Votes	against (5)	0	0	0		0	0
0	8,535	59,40,862			ummala Bapa					No. of	Votes – in	(4)	59,32,327	0	0		59,32,327	0
0.0000	0.1711	47.5033			olace of Mr. T		3			% of Votes	Polled on	g shares (3)=[(2)/(1)]* 100	99.7478	0.0000	0.0000		99.7478	0.0000
0	11,230	59,43,557			Director in p f for re-appoi					No. of	votes	(z) paucd	59,32,327	0	0		59,32,327	0
3,	н	1,25,11,8	18		- To appoint a offers himsel				19	No. of	shares held	3	59,47,327					256
Postal Ballot (if applicable)	Total	Total		2	ORDINARY - To appoint a Director in place of being eligible offers himself for re-appointment.	Yes	9	2		Mode of	Voting		E-Voting	Poll	Postal	Ballot (if applicable)	Total	E-Voting
*				Resolution No.	Resolution required: (Ordinary/	Whether promoter/	promoter group	are interested in the	agenda/resoluti	Category			Promoter and	Promoter Group				Public-

Institutions	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal		0	0.0000	0	0	0.0000	0.0000	0	0
3	Ballot (if applicable)	2			d				2	
	Total		0	0	0	0	0.0000	0.0000	0	0
Public- Non	E-Voting	65,64,292	9,936	0.1514	5,741	4,195	57.7797	42.2202	0	0
Institutions	Poll		1,294	0.0197	1,294	0	100.0000	0.0000	0	0
	Postal	16.	0	0.0000	0	0	0.0000	0.0000	0	0
•	applicable)									
	Total		11,230	0.1711	7,035	4,195	62.6447	37.3553	0	0
	Total	1,25,11,875	59,43,557	47.5033	59,39,362	4,195	99.9294	0.0706	0	0
*		,·								
Resolution No.	3	п								
Resolution	SPECIAL -	To appoint Mrs	Vemuri Ust	la Rani (DIN:	03601565) as	an Indep	SPECIAL - To appoint Mrs. Vemuri Usha Rani (DIN: 03601565) as an Independent Director.			
required:	vi				•	1				
(Ordinary/										
Special)	9. *			•						
Whether	No		3							
promoter/										
promoter group									17	()
are interested in										٠
the										
agenda/resoluti on?						-			-	
Category	Mode of	No. of	No. of	% of Votes	No. of	No. of	% of Votes in	% of Votes		Votes
	Voting	shares held	votes	Polled on	Votes – in	Votes	favour on	against on votes	Invali d	Abstaine
			Formar (=)	σ charec	(1) moint		*[(C)/(V)]=(9)	(7)=[(5)/(2)]*10		;
				(3)=[(2)/(1)]* 100	20	(5)	100	0 0	-	
Promoter and	E-Voting	59,47,327	59,32,327	99.7478	59,32,327	0	100.0000	0.0000	0	0

0	0		0	0	0	0		1	0	0	0	0		0	0
0	0		0	0	0	0	5:		0	0	0	0		0	0
0.0000	0.0000		0.0000	0.0000	0.0000	0.0000	2		0.0000	27.1235	0.0000	0.0000		23.9982	0.0453
0.0000	0.0000		100.0000	0.0000	0.0000	0.0000			0.0000	72.8764	100.0000	0.0000		76.0018	99.9547
0	0		0	0	0	0			0	2,695	0	0		2,695	2,695
0	0	,	59,32,327	0	0	0			0	7,241	1,294	0		8,535	59,40,862
0.0000	0.0000		99.7478	0.0000	0.0000	0.0000			0	0.1514	0.0197	0.0000		0.1711	47.5033
0	0		59,32,327	0	0	0	2		0	9,636	1,294	0		11,230	59,43,557
1,				256						65,64,292	ŗ				1,25,11,875
Poll ·	Postal	Ballot (if	Total	E-Voting	Poll	Postal	Ballot (if	applicable)	Total	E-Voting	Poll	Postal	Ballot (if applicable)	Total	Total
Promoter Group   Poll		9		Public-	Institutions			٠		Public- Non	Institutions		8		*

Sri. Ch. Mallikarjuna, Company Secretary proposed vote of thanks. The meeting concluded at 04:30 p.m.

Place: Hyderabad Date: 12-09-2024

Chairman & Managing Director DIN: 00107886 T. GOPICHAND