

Date: 26th August, 2024

USA

To,
The General Manager,
BSE Limited
Sir Phiroze Jeejeebhoy Towers
Dalal Street, Fort, Mumbai-400 001

Dear Sir.

Sub: Outcomes of Board Meetings Outcome of Board Meeting held on 26th August 2024.
Ref: B2B Software Technologies Limited, Stock Code: 531268

With reference to the captioned subject, we hereby herewith inform that the Board of Directors in their meeting held today i.e., 26th August 2024 has considered and approved the following-

1. Based on the recommendation of audit committee Appointment of Ms. Srijani Sarkar, Chartered Accountant as an Internal Auditors of the Company on the and fix their remuneration The required Annexure details pursuant to SEBI Listing regulations are annexed herewith as an Annexure –I.
2. Resignation of Mr. Suresh Chode (DIN- 03473921) Non-executive Director of the Company. The required Annexure details pursuant to SEBI Listing regulations are annexed herewith as an Annexure –II.
3. Based on recommendation of Nomination and Remuneration Committee appointment of Mrs. Parvatha Samantha Reddy (DIN- 00141961) as an additional director of the Company, liable to retire by rotation. thereof. The required Annexure details pursuant to SEBI Listing regulations are annexed herewith as an Annexure –III.
4. Recommended to the members of the Company for the appointment of Mrs. Parvatha Samantha Reddy (DIN- 00141961), who has appointed as an Additional Director in the category of Independent Director with effect from 26th August, 2024, as a Director (in the category of Non-Executive Director) of the Company. She will be liable to retire by rotation. The required Annexure details pursuant to SEBI Listing regulations are annexed herewith as an Annexure –III.
5. Recommended to the members of the Company for the appointment of Mr. Sreeramulu Kavuri (DIN-01999979), who was appointed as an Additional Director in the category of Independent Director with effect from 28th June, 2024, as a Director (in the category of Independent Director) of the Company. The required Annexure details pursuant to SEBI Listing regulations are annexed herewith as an Annexure –IV.
6. Recommended to the members of the Company for the appointment of Mr. Lakshminarayana Bolisetty (DIN- 02766709), who was appointed as an Additional Director in the category of Independent Director with effect from 28th June, 2024, as a Director (in the category of Independent Director) of the Company. The required Annexure details pursuant to SEBI Listing regulations are annexed herewith as an Annexure –V.
7. Recommended to the members of the Company to approve the ESOP Scheme 2024.

8. Payment of performance Bonus of Rs. 17,18,581/- for the financial year 2023 -2024 to Mr. V. Bala Subramanyam, Executive Director, subject to the approval of members in the 30th Annual General Meeting.
9. Appointment of M/s DSMR & Associates, Company Secretaries as the Secretarial Auditors of the Company for the financial year 2024-2025.
10. Re-constitution of Audit Committee, Nomination and Remuneration Committee of the company consequent to resignation Mr. Suresh Chode (DIN: 03473921) and appointment of Mrs. Parvatha Samantha Reddy (DIN- 00141961) as non-executive Director of the Company.

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Compositions of Committees after Reconstitution-

Name of Committee	Composition	Category
Audit Committee	Mr. Sreeramulu Kavuri (DIN: 01999979)- Chairman	Chairman-Independent Director
	Mr. Lakshminarayana Bolisetty (DIN: 02766709)- Member	Member-Independent Director
	Mrs. Parvatha Samantha Reddy (DIN- 00141961)	Member Non- Independent Director
Nomination and Remuneration Committee	Mr. Lakshminarayana Bolisetty (DIN: 02766709)- Chairman	Chairman Independent Director
	Mr. Sreeramulu Kavuri (DIN: 01999979)- Member	Member Independent Director
	Mrs. Parvatha Samantha Reddy (DIN- 00141961)	Member Non-Independent Director

The Meeting commenced at 12 noon and concluded at 4:50 p.m.

Kindly take the same into your records.

Thanking You,

Yours Faithfully
For B2B SOFTWARE TECHNOLOGIES LIMITED

USA

PRABHAT BHAMINI

Company Secretary & Compliance officer
Membership Number- A69664.

Encl:

1. Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) relating to appointment of Internal Auditor as Annexure I.
2. Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) relating to appointment and Resignation of Directors as Annexure II III & IV & V
3. Brief Profile and Consent Letter of Ms. Srijani Sarkar, for the appointment as Internal Auditor of the Company.
4. Resignation letter of Mr. Suresh Chode (DIN : 03473921), Non-executive Director of the Company.

Annexure I

Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015_ Appointment of Internal Auditor of the Company

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Particulars	Ms. Srijani Sarkar, Chartered Accountant
Reason for change viz. appointment, resignation, removal, death or otherwise	Ms. Srijani Sarkar, Chartered Accountant appointed as internal Auditor of the Company for the FY 2024-2025.
Date of Appointment / Cessation	26 th August 2024.
Brief Profile	Ms. Srijani Sarkar is a Chartered Accountant based in Hyderabad, India. With a strong foundation in auditing, financial reporting and taxation, she has quickly established herself as a competent professional. She has been involved in various internal and statutory audits and gained significant experience in software, energy and healthcare industries while demonstrating a meticulous approach to financial reporting and ensuring strict compliance with statutory requirements. She is adept at analyzing complex financial data, identify and providing actionable insights that drive improved internal controls and operational efficiency. Her expert skills will add value to our organisation by ensuring internal controls and accurate financial reporting.
Disclosure of relationships between Directors	Ms. Srijani Sarkar is not related to any Director of the Company
Other Directorship/Membership (in listed entities) In case of resignation of Independent Director	Not Applicable

Annexure II

Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015_ Resignation of Mr. Suresh Chode, Non-executive Director.

Particulars	Mr. Suresh Chode (DIN: 03473921)
Reason for change viz. appointment, resignation, removal, death or otherwise	Mr. Suresh Chode (DIN: 03473921) tendered his resignation due to other personal commitments.
Date of Appointment / Cessation	26 th August 2024
Brief Profile(In case of appointment)	NA
Disclosure of relationships between Directors	Mr. Suresh Chode (DIN: 03473921) is not related to any Director of the Company
Other Directorship/Membership (in listed entities) In case of resignation of Independent Director	Not Applicable

Annexure -III

Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015_ Appointment of Mrs. Parvatha Samantha Reddy (DIN- 00141961)

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Particulars	Mrs. Parvatha Samantha Reddy (DIN- 00141961)
Reason for change viz. appointment, resignation, removal, death or otherwise	Mrs. Parvatha Samantha Reddy (DIN- 00141961) appointed as Non-executive Director, liable to retire by rotation, with effect from 26 th August 2024
Date of Appointment / Cessation	26 th August 2024
Brief Profile	<p>Mrs. Parvatha Samantha Reddy (DIN-00141961) graduated from London Business School in 2011 with a Sloan fellowship, Masters in Strategy and Leadership for Senior Executives.</p> <p>She has more than 25 years of professional and entrepreneurial experience in for profit and not for profit enterprises, Large corporate and start-up companies in varied role ranging from Business strategy to financial management and product management.</p> <p>She was conferred the Woman Achiever award by the State of Telangana on May 8th, 2023, for outstanding achievement in Service / Entrepreneurship by Satyavathi Rathod, the Minister Tribal Welfare, Women and Child Welfare of Telangana.</p> <p>She is a member of promoter group of B2B Software Technologies Limited</p>
Disclosure of relationships between Directors	Mrs. Parvatha Samantha Reddy (DIN-00141961) is not related to any Director of the Company
Other Directorship/Membership (in listed or unlisted companies) In case of resignation of Independent Director	Not Applicable

Annexure IV

Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015_ Mr. Sreeramulu Kavuri, Independent Director (DIN: 01999979)

Particulars	Mr. Sreeramulu Kavuri, Independent Director (01999979)
Reason for change viz. appointment, resignation, removal, death or otherwise	Mr. Sreeramulu Kavuri, Independent Director (01999979) appointed as Independent Director of the Company with effect from 28 th June 2024.
Date of Appointment / Cessation	28 th June 2024.
Term of Appointment	5 years i.e 28 th June 2024 to 27 th June 2029

Brief Profile

Mr. Sreeramulu Kavuri, aged 61 years, is practicing as Chartered Accountants in the name and style of M/s Sreeramulu & Co., as Proprietary concern wef 05th May 2016. He is a fellow member of Institute of Chartered Accountants of India (ICAI). He is proficient in the work of filings of ITR's, attending for IT scrutiny works, GST works, assisting for maintenance of books of accounts and other advisory services and has an experience of more than 27 years. He worked as Branch Statutory Auditor for nationalized banks, also worked in Deccan Chronicle as Accounts Manager in Vijayawada unit for nearly 17 months ie from Nov.1991 to March 1993 . He served as Finance Manager in M/s Doctors Organic Chemicals Ltd for 4 years 3 months from April 1993 to June 1997, presently the same Company taken over by M/S Wanbury Ltd, Mumbai. He started working as a practicing chartered accountant after obtaining his certificate of practice in the month of July, 1997. The period and details of his association in practicing Chartered Accountant is as under.

Date of Birth	01-07-1963
Year of passing CA	May.1990
Enrolment with ICAI	29-08-1990
ICAI Member ship No	200237.
Fellow ship date Wef.	04-11-1997
Has been practicing as Chartered Accountant at Hyderabad since July.1997	
In the name of M/s Sreeramulu & Co, as proprietary concern Vide firm registration No.007824S.	From 22-07-1997 to 30-03-2001.
In the name of M/s Sreeramulu & Srihari as partnership concern and latter on changed the name of the firm as M/s S.S.V & Company wef.01-01-2006 Vide firm registration No.007724S.	From 31-03-2001 to 31-03-2016.
In the name of M/s Sreeramulu & Co, as proprietary concern Vide firm registration No.016591S.	From 05-05-2016 to as on date.

Disclosure of relationships between Directors	Mr. Sreeramulu Kavuri (DIN: 01999979) is not related to any Director of the Company
Other Directorship/Membership (in listed entities) In case of resignation of Independent Director	Not Applicable

Annexure V

Intimation under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015- Appointment of Mr. Lakshminarayana Bolisetty (DIN: 02766709)

Particulars	Mr. Lakshminarayana Bolisetty (DIN: 02766709)
Reason for change viz. appointment, resignation, removal, death or otherwise	Mr. Lakshminarayana Bolisetty (DIN: 02766709) appointed as Independent Director of the Company with effect from 28 th June 2024.
Date of Appointment / Cessation	28 th June 2024.
Term of Appointment	5 years i.e 28 th June 2024 to 27 th June 2029
Brief Profile	<p>Mr. Lakshminarayana Bolisetty, is a Masters in Commers (M.Com) and is a Chartered Financial Analyst (CFA). He retired in the Top Management cadre, as General Manager from Corporation Bank, (now merged with Union Bank of India). He had an illustrious career in the Banking sector with wide experience in banking having worked in rural and corporate credit. He had held important positions in the Bank such as Company Secretary of the Bank, Head of Investment & International Banking Division and headed two important Zones of the Bank namely Hyderabad and Mumbai.</p> <p>He was on the panel of Interview Board for recruitment of officers in public sector banks. He is also on the panel of Arbitrators for NSE, BSE & MCEDX. He was also CEO & CFO of an Asset Reconstruction Company for over 6 years which deals in stressed assets of Banks and financial institutions. Presently he is on the Board of few companies as independent director.</p>
Disclosure of relationships between Directors	Mr. Lakshminarayana Bolisetty, (DIN: 02766709) is not related to any Director of the Company
Other Directorship/Membership (in listed entities) In case of resignation of Independent Director	Not Applicable

Srijani Sarkar

Chartered Accountant

srijani.sarkar898@gmail.com

Hyderabad, India

Objective

To ensure accuracy and efficiency in financial processes through the application of auditing, financial analysis, and statutory compliance expertise, while contributing to the success and integrity of the organization.

Education

- **Associate Member of the Institute of Chartered Accountants of India (ICAI)** since January 2023
- **Bachelor of Commerce (B.com)** from Mysore University, Karnataka, secured **Second Rank** in the University

Key Skills

- Proficient in financial statement preparation and reporting.
- Experienced in setting up and validating internal controls and internal audit systems.
- Ability to identify risks and recommend process improvements.
- Strong knowledge of statutory compliance and regulatory requirements.
- Skilled in tax planning, compliance, and litigation support.
- Adept at analyzing complex financial data to provide actionable insights.
- Proficient in working with various ERPs.
- Capable of leveraging AI tools to enhance workplace efficiency.
- Effective problem-solving skills in high-pressure situations.
- Strong communication skills.

Experience

With a strong foundation in auditing, financial reporting and taxation, she has quickly established herself as a competent professional. Being associated with a reputed Chartered Accountants firm, she has been involved in various internal and statutory audits and gained significant experience in software, energy and healthcare industries while demonstrating a meticulous approach to financial reporting and ensuring strict compliance with statutory requirements.

- **Auditing:** Srijani has handled both internal and external audits, ensuring that all processes adhere to statutory requirements and maintaining a high level of accuracy and integrity in financial reporting.
- **Financial Reporting:** She has been instrumental in the preparation of financial statements, ensuring they are compliant with accounting standards and reflect the true financial position of the clients.
- **Statutory Compliance:** Srijani has verified statutory compliance for various clients, including listed entities, ensuring that all regulatory requirements are met and minimizing potential risks.
- **Internal Audits:** Leading internal audits, she has identified process improvements, enhanced internal controls, and provided valuable insights that have streamlined operations for listed entities.
- **Taxation:** Srijani's experience also includes assisting clients with tax planning, compliance, and litigation support, offering accurate and timely advice in complex tax matters.

August 12, 2024


To
The Board of Directors,
B2B Software Technologies Limited
Hyderabad.

Dear Sirs,

Sub: Consent to be appointed as Internal Auditor of the Company

With reference to our discussions on the above captioned subject, I am glad to hereby give my consent to be appointed as Internal Auditor of **M/s B2B Software Technologies Limited** ("the company") in accordance with the provisions of Section 138 of the Companies Act, 2013.

Thanking you,



Srijani Sarkar
Chartered Accountant
Membership No. 268927



Place: Hyderabad

Date: August 12, 2024

Date: August 18th, 2024

To,

The Board of Directors,
B2B SOFTWARE TECHNOLOGIES LIMITED
3rd Floor, AVR Towers, 6 - 3 - 1112,
Behind West Side Show Room,
Near Somajiguda, Begumpet, Hyderabad
Telangana - 500016

Dear Sir,


Sub: Resignation as a Non-Executive Director of the Company

I hereby tender my resignation from the office of the Director of the B2B Software Technologies Limited with effect from 26th August 2024, as my other professional commitments have increased. The reason for resignation is purely personal in nature and there is no other material reason other than mentioned.

I would like to express my gratitude to the Company and the Board of Directors for the opportunity and support provided during my tenure. I wish the Company continued success in the future.

Thanking You

Yours Faithfully



SURESH CHODE

(DIN: 03473921)

Add-H No-9-53, ReddiChinnaVeeraj Bazar,
Varni, Near Gromor, Varni, Nizamabad
Telangana- 500089