



TERA SOFT

Redefining IT Solutions

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: 10th September, 2024

To

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

Sub: Disclosure of Voting Results alongwith Scrutinizer Report of the 30th Annual General Meeting (AGM) of the Company.

We wish to inform you that the 30th Annual General Meeting of the Company was held on 9th September, 2024 at 04.00 PM physically at the Registered Office of the Company at Plot No.1107, Road No.55, Jubilee Hills, Hyderabad-500033, Telangana, INDIA.

In this regard, we are enclosing herewith the voting results along with the consolidated report of the Scrutinizer for both remote E-Voting and AGM Venue Ballot Voting as required under Regulation 44 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations 2015.

Based on the consolidated report of the Scrutinizer, as annexed, all resolutions as set out in the Notice of the 30th AGM have been duly approved by the shareholders with requisite majority.

Request you to kindly take the same on record.

Thanking You,

Yours truly,

For TERA SOFTWARE LIMITED

CH. MALLIKARJUNA
Company Secretary
M.No.A47545



	TERA SOFTWARE LIMITED									
Date of the AGM/EGM	09-09-2024									
Total number of shareholders on record date	17037									
No. of shareholders present in the meeting either in person or										
Promoters and Promoter Group:	4									
Public:	75									
No. of Shareholders attended the meeting through Video										
Promoters and Promoter Group:	Not Applicable									
Public:	Not Applicable									
Resolution No.	1									
Resolution required: (Ordinary/ Special)	ORDINARY - To consider and adopt the audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31 March, 2024 and the Reports of the Auditors and Directors thereon.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)] *100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	59,47,327	59,32,327	99.7478	59,32,327	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		59,32,327	99.7478	59,32,327	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	256	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	65,64,292	9,936	0.1514	7,241	2,695	72.8764	27.1235	0	0
	Poll		1,294	0.0197	1,294	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,230	0.1711	8,535	2,695	76.0018	23.9982	0	0
Total	1,25,11,875	59,43,557	47.5033	59,40,862	2,695	99.9547	0.0453	0	0	

Resolution No.	2									
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Tummala Bapaiah Chowdary (DIN: 00107795), who retires by rotation and being eligible offers himself for re-appointment.									
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)] *100	Votes Invalid	Votes Abstaine d
Promoter and Promoter Group	E-Voting	59,47,327	59,32,327	99.7478	59,32,327	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		59,32,327	99.7478	59,32,327	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	256	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	65,64,292	9,936	0.1514	5,741	4,195	57.7797	42.2202	0	0
	Poll		1,294	0.0197	1,294	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	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									
Resolution required: (Ordinary/ Special)	SPECIAL - To appoint Mrs. Vemuri Usha Rani (DIN: 03601565) as an Independent Director.									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]* 100	% of Votes against on votes polled (7)=[(5)/(2)] *100	Votes Invalid	Votes Abstaine d
Promoter and Promoter Group	E-Voting	59,47,327	59,32,327	99.7478	59,32,327	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		59,32,327	99.7478	59,32,327	0	100.0000	0.0000	0.0000	0
Public- Institutions	E-Voting	256	0	0.0000	0	0	0.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		0	0	0	0	0.0000	0.0000	0.0000	0
Public- Non Institutions	E-Voting	65,64,292	9,936	0.1514	7,241	2,695	72.8764	27.1235	0	0
	Poll		1,294	0.0197	1,294	0	100.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		11,230	0.1711	8,535	2,695	76.0018	23.9982	0	0
Total	1,25,11,875	59,43,557	47.5033	59,40,862	2,695	99.9547	0.0453	0	0	



CONSOLIDATED SCRUTINIZER'S REPORT

[Pursuant to Section 108 of Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 and Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time]

To
The Chairman,
Tera Software Limited ("the Company"),
L72200TG1994PLC018391
MCH No-8-2-293/82/A/1107,
Road No-55, Plot No-1107, Jubilee Hills,
Hyderabad-500033, Telangana

Dear Sir/Madam,

Sub: Consolidated Scrutinizer's Report on voting by Remote E-voting and E-voting facility provided to the shareholders during the 30th Annual General Meeting (AGM) of the Equity Shareholders of Tera Software Limited ("the Company") held on Monday, 09th day of September, 2024 at 04:00 P.M.

I, C V Reddy K, Proprietor of C V Reddy K & Associates, Practicing Company Secretaries, having office situated at 402, 4th Floor, St No 15, Kamala Towers, Himayathnagar, Hyderabad - 500029, Telangana, have been appointed as the Scrutinizer of Tera Software Limited ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisite majority on e-voting carried out as per the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard - 2 on General Meetings as issued by the Institute of the Company Secretaries of India, on the Resolutions contained in the Notice of the 30th Annual General Meeting of the members of the company on Monday, the 09th day of September, 2024 at 04.00 P.M.



The notice dated 03rd August, 2024 was sent to the shareholders, in respect of the resolutions passed at the AGM of the Company to all members at their E Mail addresses as registered with the Company/Depositories, in compliance with the MCA circulars and Securities and Exchange Board of India. The Company had availed the e-voting facility offered by KFin Technologies Limited for conducting remote e-voting by the Shareholders of the Company.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting and voting during the AGM on the resolutions contained in the notice of the AGM. My responsibility as Scrutinizer for the remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the resolutions. Based on the reports generated from the remote e-voting system provided by KFin Technologies Limited (Service Provider), the authorized agency to provide e-voting facility and voting at the AGM. I hereby submit my report as under:

1. The Company has availed e-voting facility from KFin Technologies Limited ("e-voting facilitator") for enabling the shareholders to cast their votes electronically. The Company has also provided e-voting facility to the shareholders present at the AGM through postal ballot who has not casted their votes earlier;
2. The e-voting period remained open from 9.00 A.M. on 06th September, 2024 till 5.00 P.M. on 08th September, 2024;
3. The Shareholders holding shares as on the "cut off" date i.e. 02nd September, 2024 were entitled to vote on the proposed resolutions (Item Nos. 1 to 3) as set out in the Notice of 30th Annual General Meeting of the Company;
4. At the end of the voting period on 08th September, 2024 at 5:00 P.M., the voting portal of the Service Provider was unblocked forthwith;
5. After the conclusion of AGM, the remote voting facility provided for AGM was unblocked and the combined report has been generated based on the data downloaded from the KFin Technologies Limited e-voting system.
6. Based on the data downloaded from the official e-voting website of the e-Voting facilitator, I hereby submit combined report as under:



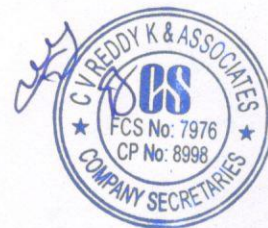
A. **Resolution No. 1:** To consider and adopt the audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2024 and the Reports of the Auditors and Directors thereon:

(i) Voted in favour and against the resolution:

Mode of voting	No. of members voted	No. of votes casted by them	Favour		Against	
			No. of votes casted by them	% of favour valid votes to Total votes received	No. of votes casted by them	% of against valid votes to Total votes received
Remote Voting	84	5942263	5939568	99.9546	2695	0.0454
Venue Voting	9	1294	1294	100	0	0
TOTAL	93	5943557	5940862	99.9546	2695	0.0454

(ii) Invalid and abstained votes:

Mode of voting	No. of members present and voted	No. of votes casted by them	Invalid		Abstain	
			No. of members present and voted	No. of votes casted by them	No. of members present and voted	No. of votes casted by them
Remote Voting	0	0	0	0	0	0
Venue Voting	0	0	0	0	0	0
TOTAL	0	0	0	0	0	0



B. **Resolution No. 2:** To appoint a Director in place of Sri. Tummala Bapaiah Chowdary (DIN: 00107795), who retires by rotation and being eligible offers himself for re-appointment:

(i) Voted in favour and against the resolution:

Mode of voting	No. of members voted	No. of votes casted by them	Favour		Against	
			No. of votes casted by them	% of favour valid votes to Total votes received	No. of votes casted by them	% of against valid votes to Total votes received
Remote Voting	84	5942263	5938068	99.9294	4195	0.0706
Venue Voting	9	1294	1294	100	0	0
TOTAL	93	5943557	5939362	99.9294	4195	0.0706

(ii) Invalid and abstained votes:

Mode of voting	No. of members present and voted	No. of votes casted by them	Invalid		Abstain	
			No. of members present and voted	No. of votes casted by them	No. of members present and voted	No. of votes casted by them
Remote Voting	0	0	0	0	0	0
Venue Voting	0	0	0	0	0	0
TOTAL	0	0	0	0	0	0



C. Resolution No. 3: To appoint Smt. Vemuri Usha Rani (DIN: 03601565) as an Independent Director:

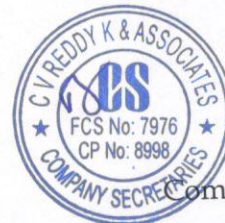
(i) Voted in favour and against the resolution:

Mode of voting	No. of members voted	No. of votes casted by them	Favour		Against	
			No. of votes casted by them	% of favour valid votes to Total votes received	No. of votes casted by them	% of against valid votes to Total votes received
Remote Voting	84	5942263	5939568	99.9546	2695	0.0454
Venue Voting	9	1294	1294	100	0	0
TOTAL	93	5943557	5940862	99.9546	2695	0.0454

(ii) Invalid and abstained votes:

Mode of voting	No. of members present and voted	No. of votes casted by them	Invalid		Abstain	
			No. of members present and voted	No. of votes casted by them	No. of members present and voted	No. of votes casted by them
Remote Voting	0	0	0	0	0	0
Venue Voting	0	0	0	0	0	0
TOTAL	0	0	0	0	0	0

For C V Reddy K & Associates
Company Secretaries



C V Reddy K

Company Secretary in Practice

M No: F7976

CP No: 8998

COP Unique Code: I2010AP725500

UDIN: F007976F001187363

Peer Review Certificate No: 681/2020

Firm Unique Code: S2010AN130900

Date: 10.09.2024
Place: Hyderabad