

May 19, 2020

**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: -** Intimation of receipt of request for re-classification from ‘Promoter and Promoter Group’ to ‘Public’ category under Regulation 30 and 31A of SEBI (Listing Obligations Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Dear Sir/Madam,

In accordance with Regulation 31A (8) of the Listing Regulations, we hereby inform you that we are in receipt of a letter dated May 19, 2020, whereby the persons named in the table below have requested that they be re-classified from the ‘Promoter and Promoter Group’ category to the ‘Public’ category of shareholders of the Company, under the provisions of the Listing Regulations (“Request”):

S. No.	Shareholder	No. of Equity Shares	Percentage of Equity Share Capital
1.	Mr. Shashishekhar Pandit	2,22,287	0.08
2.	Ms. Nirmala Pandit	2,39,000	0.09
3.	Mr. Chinmay Pandit	27,286	0.01
4.	Mr. Kishor Patil	5,143	0.00
5.	Mr. Shrikrishna Patwardhan	7,77,190	0.28
6.	Mr. Ajay Bhagwat	18,50,289	0.67
7.	Ms. Ashwini Bhagwat jointly held with Mr. Ajay Bhagwat	43,300	0.02
8.	Mr. Sachin Tikekar	5,94,056	0.21
9.	Ms. Anupama Patil	0	0.00
10.	Proficient Finstock LLP	11,32,514	0.40
11.	K and P Management Services Pvt Ltd	3,00,910	0.11
12.	Ms. Hemlata Shende	40,000	0.01

The Request has been received from the above shareholders currently belonging to “Promoter and Promoter Group” category of the Company as of May 19, 2020 and a copy of the Request is enclosed with this intimation.

The Request will be considered by the Board of Directors of the Company and all appropriate approvals will be sought by the Company as set out in Regulation 31A of the Listing Regulations.

We request you to treat this as our intimation of material event in accordance with Regulation 31A(8) of the Listing Regulations.

**Birlasoft Limited**

(Formerly KPIT Technologies 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](http://www.birlasoft.com)

CIN: L72200PN1990PLC059594

Lastly, due to the Coronavirus pandemic and the restrictions imposed by the Government for free movement, we are working from home, and hence, unable to submit signed intimation.

Considering the above, we request you to consider this as sufficient compliance and take the same on your record.

Thanking you.

Yours faithfully,

**For Birlasoft Limited**  
*(Formerly KPIT Technologies Limited)*

Sd/-

Sneha Padve  
**Company Secretary & Compliance Officer**  
Contact details: Ms. Sneha Padve  
Phone: 8975098528

**Birlasoft Limited**

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CIN: L72200PN1990PLC059594

May 19, 2020

To,  
The Board of Directors  
Birlasoft Limited  
Plot No. 35 & 36, MIDC Phase I,  
Rajiv Gandhi Infotech Park  
Hinjawadi, Pune – 411057

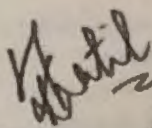
**Subject: Request for reclassification under Regulation 31A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) from the ‘Promoter and Promoter Group’ category to ‘Public’ category of Birlasoft Limited (“Company”)**

1. The shareholders listed in **Annexure A**, collectively referred to as the “**Outgoing Promoters**”, hold the relevant number of equity shares of the Company as set out in **Annexure A**. While filing disclosures with BSE Limited and National Stock Exchange of India Limited (collectively, “**Stock Exchanges**”), the Company lists the Outgoing Promoters under the category of “Promoter and Promoter Group”.
2. In January 2018, the Outgoing Promoters entered into various agreements with National Engineering Industries Limited (“**NEI**”) and Central India Industries Limited (“**CII**”) in connection with the Company including the Implementation Agreement dated 29 January 2018 (as amended from time to time), the Inter-se Agreement dated 29 January 2018 (as amended from time to time) and the Option Agreement dated 29 January 2018 (as amended from time to time) (collectively, “**Transaction Documents**”). Pursuant to the consummation of certain transactions contemplated under the Transaction Documents, NEI and CII became promoters of the Company in addition to the Outgoing Promoters, in compliance with applicable law.
3. Subsequently, pursuant to the consummation of certain other transactions contemplated under the Transaction Documents, the Outgoing Promoters submit that as on the date of this letter, they are not associated with the business of the Company in any manner whatsoever and do not exercise any control over the Company, directly or indirectly, or have any influence over the business and policy decisions made by the Company. Further, the Outgoing Promoters are not involved in the day-to-day activities of the Company. Accordingly, the Outgoing Promoters request that they be reclassified from the ‘Promoter and Promoter Group’ category to the ‘Public’ category of shareholders of the Company.
4. It is hereby confirmed that the Outgoing Promoters are eligible for such reclassification as ‘public’ shareholders and satisfy the conditions set out in regulation 31A of the Listing Regulations and any other applicable law. In accordance with Regulation 31A(3)(b), of the Listing Regulations, the Outgoing Promoters confirm that they and the persons related to them (as defined by sub-clause (i), (ii) and (iii) of sub-clause (pp) of sub-regulation (1) of Regulation 2 of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018):
  - (i) together, do not hold more than 10 (ten) percent of the total voting rights of Company;
  - (ii) do not exercise control over the affairs of the Company, whether directly or indirectly;

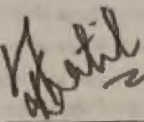
- (iii) do not have any special rights with respect to the Company through formal or informal arrangements, including through any shareholder agreements;
  - (iv) are not represented in any capacity on the board of directors of the Company (including through any nominee director);
  - (v) are not acting as key managerial persons in the Company;
  - (vi) are not 'wilful defaulters' as per the Reserve Bank of India guidelines; and
  - (vii) are not fugitive economic offenders.
5. The Outgoing Promoters also undertake to abide by the conditions listed in Regulation 31A(4) of the Listing Regulations after their reclassification as public shareholders of the Company pursuant to the approval of such reclassification by the shareholders of the Company and the Stock Exchanges, failing which, they shall automatically be reclassified as promoters/ persons belonging to the promoter group, as applicable.
6. The Outgoing Promoters request you to consider and approve their application for reclassification from the 'Promoter and Promoter Group' category to the 'Public' category of shareholders of the Company, and place the same before the shareholders of the Company for approval. Further, the Outgoing Promoters request that the required applications be made to the Stock Exchanges to give effect to the reclassification in accordance with Regulation 31A of the Listing Regulations.

Yours Sincerely,

Signed and delivered on behalf of  
**PROFICIENT FINSTOCK LLP**  
through its authorized signatory:

  
\_\_\_\_\_  
Name : Kishor Patil  
Title : Designated Partner

Signed and delivered by  
**SHASHISHEKHAR PANDIT**

  
\_\_\_\_\_

Signed and delivered on behalf of  
**K AND P MANAGEMENT SERVICES PRIVATE  
LIMITED**

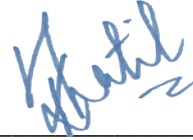
through its authorized signatory:



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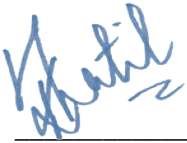
Name : Kishor Patil  
Title : Director

Signed and delivered on behalf of  
**NIRMALA PANDIT**



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Signed and delivered by  
**KISHOR PATIL**



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Signed and delivered on behalf of  
**CHINMAY PANDIT**



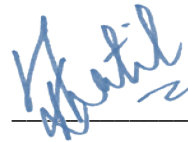
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Signed and delivered on behalf of  
**ANUPAMA PATIL**



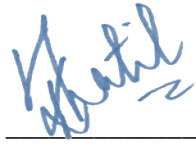
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Signed and delivered on behalf of  
**SHRIKRISHNA PATWARDHAN**



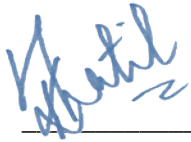
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Signed and delivered on behalf of  
**AJAY BHAGWAT**



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Signed and delivered on behalf of  
**ASHWINI BHAGWAT**



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Signed and delivered on behalf of  
**SACHIN TIKEKAR**



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Signed and delivered on behalf of  
**HEMLATA SHENDE**



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**ANNEXURE A**

**LIST OF OUTGOING PROMOTERS**

<b>S. No.</b>	<b>Shareholder</b>	<b>No. of Equity Shares</b>	<b>Percentage of Equity Share Capital</b>
1.	Mr. Shashishekhhar Pandit	222,287	0.08
2.	Ms. Nirmala Pandit	2,39,000	0.09
3.	Mr. Chinmay Pandit	27,286	0.01
4.	Mr. Kishor Patil	5,143	0.00
5.	Mr. Shrikrishna Patwardhan	777,190	0.28
6.	Mr. Ajay Bhagwat	1850,289	0.67
7.	Ms. Ashwini Bhagwat jointly held with Mr. Ajay Bhagwat	43,300	0.02
8.	Mr. Sachin Tikekar	594,056	0.21
9.	Ms. Anupama Patil	0	0.00
10.	Proficient Finstock LLP	1,132,514	0.40
11.	K and P Management Services Pvt Ltd	3,00,910	0.11
12.	Ms. Hemlata Shende	40,000	0.01