

December 14, 2022

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

Dear Sir/Madam,

Please find enclosed clippings of the “Postal Ballot Notice and E-voting Information” published in today’s Financial Express, Indian Express and Loksatta. The same are 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 Padve
Company Secretary & Compliance Officer

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

Birlasoft Limited

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POSTAL BALLOT NOTICE AND E-VOTING INFORMATION

Notice is hereby given that Birlasoft Limited (the “Company”), 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 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 (“SS-2”) issued by the Institute of Company Secretaries of India, is seeking approval of its members by way of Ordinary Resolutions for the appointment of Mr. Angan Guha (DIN 09791436) as a Director liable to retire by rotation and as the Chief Executive Officer (“CEO”) and Managing Director (“MD”) of the Company, for a period of 3 (three) years with effect from December 1, 2022 and remuneration payable to him, as approved by the Board of Directors of the Company at its meeting held on Friday, November 04, 2022 and as set out in the Notice of Postal Ballot dated Monday, December 5, 2022 (“Notice”), by way of Postal Ballot by voting through electronic means only (“e-voting”/“remote e-voting”).

The Company has engaged the services of National Securities Depository Limited (“NSDL”) to provide e-voting facility. Mr. Jayavant Bhavne (Proprietor of J. B. Bhavne & Co; Membership No. – F4266) has been appointed as the “Scrutinizer” to scrutinize the e-voting process in a fair and transparent manner.

In compliance with 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, 3/2022 dated May 5, 2022 issued by the Ministry of Corporate Affairs, the Company has sent the Notice on Tuesday, December 13, 2022, only through electronic mode, to those members whose e-mail addresses are registered with the Company / NSDL and Central Depository Services (India) 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, December 9, 2022 (“Cut-Off date”). The communication of assent/dissent of the members will only take place through remote e-voting system. Any 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 Thursday, December 15, 2022 and ends at 05.00 p.m. (IST) on Friday, January 13, 2023. The e-voting module will be disabled by NSDL thereafter. Electronic Voting Event Number (EVEN) of the Company is 123047. 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.

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.: 1800 1020 990 and 1800 22 44 30 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.

For Birlasoft Limited

Place : Pune

Date : December 13, 2022

Sd/
Sneha Padve
Company Secretary

Birlasoft Limited

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Sneha Padve

Company Secretary

Place : Pune

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पोस्टल बॅलट सूचना आणि ई-मतदानाबाबत माहिती

बिर्लासॉफ्ट लिमिटेडच्या ("कंपनी") सभासदांना या द्वारे सूचना देण्यात येते की, कंपनी कायदा, २०१३ ("कायदा") चे कलम ११० आणि इतर लागू तरतुदी व कंपनी (व्यवस्थापन आणि प्रशासन) नियम, २०१४ ("व्यवस्थापन नियम") चे नियम २० आणि २२ (वैधानिक फेरफार वा सुधारणासह), सेबी (लिस्टिंग ऑब्लिगेशन्स अँड डिस्क्लोझर रिक्वायर्मेंट्स) २०१५ ("सेबी एलओडीआर") चा नियम ४४ आणि त्यातील वेळोवेळी झालेल्या आणि सध्या अंमलात सुधारणा, तसेच इन्स्टिट्यूट ऑफ कंपनी सेक्रेटरीज ऑफ इंडिया द्वारे जारी केलेले सेक्रेटरीयल स्टँडर्ड ऑन जनरल मिटिंग्स ("एसएस-२") या सर्व तरतुदींअन्वये आणि कंपनीच्या संचालक मंडळाने शुक्रवार, ०४ नोव्हेंबर २०२२ रोजी झालेल्या बैठकीत मंजूर केल्यानुसार, आणि सोमवार, ५ डिसेंबर २०२२ रोजीच्या पोस्टल बॅलटच्या सूचनेमध्ये नमूद केल्यानुसार ("सूचना"), श्री. अंगन गुहा (डीआयएन ०९७९१४३६) यांची कंपनीच्या संचालक पदी (रोटेशन द्वारे निवृत्त होण्यास जबाबदार) आणि १ डिसेंबर, २०२२ पासून ३ (तीन) वर्षांच्या कालावधीसाठी कंपनीच्या मुख्य कार्यकारी अधिकारी ("सीईओ") आणि व्यवस्थापकीय संचालक ("एमडी") पदी नियुक्ती करणे आणि देय मोबदला मंजूर करण्या निमित्त सामान्य ठरावांद्वारे सभासदांची मान्यता पोस्टल बॅलटच्या इलेक्ट्रॉनिक पद्धतीने ("ई-मतदान" / "दूरस्थ ई-मतदान") घेऊ इच्छित आहे.

कंपनीने नॅशनल सिक्युरिटीज डिपॉझिटरी लिमिटेड ("एनएसडीएल") यांची ई-मतदान सुविधा प्राप्त करण्यासाठी सेवा घेण्याचे ठरविले आहे. श्री. जयवंत भावे, (प्रोग्रामायटर - जे.बी. भावे अँड कंपनी - मॅबरशीप नं. - एफ४२६६) यांची ई-मतदान प्रक्रिया खुल्या आणि पारदर्शक पद्धतीने पार पाडण्यासाठी निरीक्षक म्हणून नियुक्ती करण्यात आली आहे.

सर्वसाधारण परिपत्रके क्र. १४/२०२०, दि. ८ एप्रिल, २०२०, १७/२०२०, दि. १३ एप्रिल २०२०, २२/२०२० दि. १५ जून २०२०, ३३/२०२०, दि. २८ सप्टेंबर, २०२०, ३९/२०२०, दि. ३१ डिसेंबर, २०२०, १०/२०२१, दि. २३ जून, २०२१, २०/२०२१, दि. ८ डिसेंबर २०२१, ३/२०२२, दि. ५ मे, २०२२, जी कंपनी व्यवहार मंत्रालय यांच्याकडून जारी करण्यात आली आहेत त्या नुसार कंपनीने फक्त इलेक्ट्रॉनिक पद्धतीने मंगळवार, १३ डिसेंबर, २०२२ रोजी अशा सदस्यांना सूचना पाठविली आहे की, ज्यांचे ई-मेल पते कंपनी / एनएसडीएल आणि सेंट्रल डिपॉझिटरी सर्व्हिसेस (इंडिया) लिमिटेड, (एकत्रितपणे ज्याचा उल्लेख 'डिपॉझिटरीज' असा आहे) यांच्याकडे नोंदविलेले आहेत आणि ज्यांच्या नावांची नोंद शुक्रवार, ९ डिसेंबर, २०२२ रोजी ("कट-ऑफ-डेट") डिपॉझिटरीज यांच्याकडून सांभाळण्यात येणाऱ्या रजिस्टर ऑफ मॅबर्स / रजिस्टर ऑफ बेनिफिशियल ओनर्स मध्ये आहेत. सभासदांची मान्यता / नकार फक्त दूरस्थ ई-मतदान पद्धतीने स्वीकारण्यात येईल. कोणी व्यक्ती जी कट-ऑफ-डेटला सभासद नाही त्या व्यक्तीने सदर सूचना फक्त माहिती देण्याच्या हेतूने आहे असे मानावे.

सदर सूचना कंपनीचे संकेतस्थळ www.birlasoft.com स्टॉक एक्सचेंज म्हणजे बीएसई लिमिटेड आणि नॅशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड यांच्या संकेतस्थळावर अनुक्रमे www.bseindia.com आणि www.nseindia.com आणि एनएसडीएलचे संकेतस्थळ www.evoting.nsdl.com वरही उपलब्ध आहे.

दूरस्थ ई-मतदानाचा प्रारंभ गुरुवार, १५ डिसेंबर, २०२२ रोजी सकाळी ९.०० वाजता होईल आणि समाप्ती शुक्रवार, १३ जानेवारी, २०२३ रोजी सायं. ५.०० वाजता होईल. ई-मतदान यंत्रणा एनएसडीएल यांच्याकडून त्यानंतर बंद करण्यात येईल. कंपनीचा इलेक्ट्रॉनिक व्होटींग इव्हेंट नंबर (ईव्हीईएन) १२३०४७ आहे. फक्त ज्या सदस्यांची नावे डिपॉझिटरीज यांच्याकडून सांभाळण्यात येणाऱ्या रजिस्टर ऑफ मॅबर्स / रजिस्टर ऑफ बेनिफिशियल ओनर्स मध्ये कट-ऑफ-डेट रोजी आहेत तेच फक्त मतदान करू शकतील.

काही प्रश्न असल्यास आपण नेहमी भागधारकांसाठी विचारले जाणारे प्रश्न (एफएक्यूज) आणि भागधारकांसाठी उपलब्ध असलेले ई-मतदान मॅन्युअल जे www.evoting.nsdl.com वर डाऊनलोड संकेतस्थळ उपलब्ध आहे ते पहावे किंवा टोल फ्री नं. १८०० १०२० ९९० आणि १८०० २२ ४४ ३० वर संपर्क साधावा किंवा श्री. अमित विशाल यांच्याशी evoting@nsdl.co.in वर संपर्क साधावा.

ई-मतदानाचा निकाल बीएसई लिमिटेड आणि नॅशनल स्टॉक एक्सचेंज ऑफ इंडिया लिमिटेड जेथे कंपनीचे समभाग सूचीबद्ध करण्यात आले आहेत, त्यांना ई-मतदान समाप्त झाल्यापासून कामकाजाच्या २ दिवसांच्या कालावधीत (३ दिवसांपेक्षा अधिक नाही) कळविण्यात येईल. त्याचप्रमाणे हे निकाल कंपनीचे संकेतस्थळ www.birlasoft.com आणि स्टॉक्स एक्सचेंजेसचे संकेतस्थळ www.bseindia.com आणि www.nseindia.com वर आणि एनएसडीएलचे संकेतस्थळ www.evoting.nsdl.com वर अपलोड करण्यात येतील.

बिर्लासॉफ्ट लिमिटेड साठी

ठिकाण : पुणे
दिनांक : १३ डिसेंबर, २०२२सही/-
स्नेहा पाडवे
कंपनी सचिव