



TERA SOFTWARE LIMITED

Regd. Office: #8-2-293/92/A/1107, Plot No 1107, Road No 55, Jubilee Hills, Hyderabad-33.
CIN: L72200TG1994PLC018391, Website: www.terasoftware.com, Tel: 040 2354 7447

NOTICE OF 29th ANNUAL GENERAL MEETING, BOOK CLOSURE AND REMOTE E-VOTING

Notice is hereby given that the 29th Annual General Meeting (AGM) of the Members of Tera Software Limited Scheduled to be held on Thursday, 17th August, 2023 at 11:00 a.m. (IST), at Jubilee Hills International Centre (Jubilee Hills Club), Near Post Office, Road No.14, Jubilee Hills, Hyderabad-500 033, Telangana, India, to transact the businesses as set out in the Notice of AGM, in compliance with Companies Act, 2013 ("Act"), rules framed there under and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Regulations").

In accordance with the MCA General Circulars No. 20/2020 dated May 5, 2020 & MCA General Circular No. 02/2022 dated May 5, 2022, SEBI Circular Nos. SEBI/HO/CFD/CMD2/CIR/P/2022/62 and SEBI/HO/DDHS/P/CIR/2022/0063 dated May 13, 2022 and in accordance with the General Circular No. 10/2022 and General Circular No. 11/2022 dated December 28, 2022 & SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 the financial statements (including Board's Report, Auditor's Report or other documents required to be attached therewith) for the Financial Year ended 31st March, 2023 pursuant to Section 136 of the Act and Notice calling the AGM pursuant to Section 101 of the Act read with the Rules framed thereunder, such statements including the Notice of AGM are being sent only in electronic mode to those Members on 24-07-2023 whose e-mail addresses are registered with the Company / KFin or the Depository Participant(s). The Annual Report is also available on the website of the Company www.terasoftware.com and on the websites of BSE www.bseindia.com and NSE www.nseindia.com.

Book Closure:

Pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of the SEBI (LODR) Regulations, 2015, the Register of Members and Share Transfer Books of the company will remain closed from Friday, 11th August, 2023 to Thursday, 17th August, 2023 (both days inclusive) for the purpose of AGM.

Remote e-Voting:

In compliance with Section 108 of the Companies Act, 2013 (the Act), read with rule 20 of the Companies (Management & Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (LODR) Regulations, 2015, the company has engaged the services of Kfin Technologies Limited ("Kfin") to provide the e-voting facility to the shareholders of the Company. The detailed instructions for remote e-voting are given in the Notice of the AGM. Members are further informed that:

- Members holding shares either in physical form or dematerialized form as on the cut-off date 10th August, 2023; may cast their votes electronically on the businesses set out in the notice through electronic voting system of Kfin.
- The remote e-voting shall commence on Monday, 14th August, 2023 at 9:00 a.m. and shall end on Wednesday, 16th August, 2023 at 5:00 p.m. Votes, once casted shall not be allowed to change.
- The facility of Ballot voting shall be made available during the AGM and those members present in the AGM, who have not casted their votes through remote e-voting are eligible to vote. The members already voted through remote e-voting shall not be allowed to vote again.
- The manner of registration and evoting is provided in the notice for both physical and demat shareholders.
- Members who have not registered their email ids with respective depository participants and members holding physical shares are requested to update their Email Ids with Company's RTA- Kfin Technologies Pvt. Ltd., email to einward.ris@kfintech.com or to the company at companysecretary@terasoftware.in.
- In case of any query or issues pertaining to e-voting, please refer Help & FAQ's section available at <https://evoting.kfintech.com> or write an email to evoting@kfintech.com contact at 040-6716 1500/1503/1509/2222, Toll Free No.: 1800-309-4001.

Yours truly,
For TERA SOFTWARE LIMITED
Sd/- T. GOPICHAND
Chairman & Managing Director
DIN: 00107886

Place: Hyderabad
Date: 24.07.2023