

Date: 16<sup>th</sup> May, 2025

BSE Limited P.J. Towers, Dalal Street, Mumbai - 400001	National Stock Exchange of India Limited Exchange Plaza, Bandar Kurla Complex Bandra (E ), Mumbai - 400051
<b>Scrip: 533982</b>	<b>Symbol: TERASOFT</b>

Dear Sir/Madam,

**Sub: Outcome of Board Meeting of the Company held on 16<sup>th</sup> May, 2025 - Reg.**

**Ref: Regulation 30 and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

This is to inform you that, the Board of Directors of the Company at their meeting held today i.e. Friday, 16<sup>th</sup> May, 2025 at the Registered Office of the Company situated at Plot No.1107, Road No.55, Jubilee Hills, Hyderabad-500033, Telangana, India, has approved the following Businesses:

1. Audited Financial Results (Standalone & Consolidated) for the Quarter and Year ended 31<sup>st</sup> March, 2025 alongwith Independent Auditors' Reports.
2. Re-appointment of M/s. Darapaneni & Company, Chartered Accountants, Hyderabad as the Internal Auditors of the Company for the Financial Year 2025-26 to conduct the Internal Audit of the Company.
3. Appointment of M/s. RPR & Associates, Company Secretaries, Hyderabad as the Secretarial Auditors of the Company for five Financial Years from 2025-26 to 2029-30, subject to approval of the Members at the ensuing Annual General Meeting, to conduct the Secretarial Audit of the Company. Requisite details as per SEBI Master Circular are enclosed as **Annexure I**.





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

4. Dissolution of the Borrowing Committee.
5. Constitution of a Management Committee.
6. Proposal of acquisition (100% stake) of remaining 26% equity shares of subsidiary company TS Innovations Private Limited, through transfer and make it a wholly owned subsidiary. Requisite details as per SEBI Master Circular are enclosed as **Annexure II**

***Declaration pursuant to Regulation 33(3)(d) of the SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015:***

We, hereby confirm and declare that the Statutory Auditors of the Company M/s Narven Associates, Chartered Accountants, Hyderabad, has issued the Audit Reports on Standalone & Consolidated Audited Financial Results for the year ended 31<sup>st</sup> March, 2025 with unmodified opinion.

Board Meeting commenced at 16:00 hours and concluded at 23:15 hours.

Kindly take the above information on your record.

Yours faithfully,

**For TERA SOFTWARE LIMITED**

  
**CH. MALLIKARJUNA**

**Company Secretary & Compliance Officer**  
**Mem. No. A47545**

CHINI  
MALLIKARJU  
NA

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**Annexure I**

S. No.	Particulars	Details
1	Name of Secretarial Auditors	M/s RPR & Associates
2	Reason for change viz. appointment, re-appointment	As per SEBI (LODR) (Third Amendment) Regulations, 2024, the Board of Directors have considered as recommended by the Audit Committee and recommended the appointment of M/s. RPR & Associates, Company Secretaries in Practice, as the Secretarial Auditors of the Company.
3	Date of appointment & term of appointment	For a term of 5 (five) financial years (i.e., for FY 2025-26 to FY 2029-30), Commencing from the conclusion of the ensuing 31 <sup>st</sup> AGM till the conclusion of 36 <sup>th</sup> AGM to be held in the year 2030, subject to the approval of Shareholders at the ensuing AGM of the Company.
4	Brief profile (in case of appointment)	M/s RPR & Associates is in practice since June, 2003 and registered as peer reviewer, having experience in the field of Company Law, Listing Regulations & allied corporate laws & Secretarial Audit.
5	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

Yours faithfully,  
**For TERA SOFTWARE LIMITED**

  
**CH. MALLIKARJUNA**  
**Company Secretary & Compliance Officer**  
**Mem. No. A47545**





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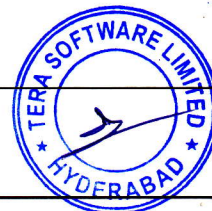
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**Annexure II**

S. No.	Particulars	Details
1	Name of the target entity, details in brief such as size, turnover etc.;	TS Innovations Private Limited (TSIPL)
2	Whether the acquisition would fall within related party transaction(s) and whether the promoter/ promoter group/ group companies have any interest in the entity being acquired? If yes, nature of interest and details thereof and whether the same is done at "arms length";	The subsidiary company (TSIPL) will be a related party of Tera Software Limited
3	Industry to which the entity being acquired belongs;	Information Technology
4	Objects and effects of acquisition (including but not limited to, disclosure of reasons for acquisition of target entity, if its business is outside the main line of business of the listed entity);	The business of target entity is similar line of Listed entity.
5	Brief details of any governmental or regulatory approvals required for the acquisition;	Not Applicable
6	Indicative time period for completion of the acquisition;	Completion is expected to occur in Q2 FY2025-26, subject to any extension as per the terms of SPA.
7	Nature of consideration - whether cash consideration or share swap and details of the same;	Cash consideration







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8	Cost of acquisition or the price at which the shares are acquired	Cash consideration @face value of Rs.10/- each equity share aggregating Rs.26,000/- for 2600 shares.
9	Percentage of shareholding / control acquired and / or number of shares acquired percentage of shareholding / control acquired and / or number of shares acquired	Tera Software Limited would acquire 100% shareholding in the target entity (TSIPL).
10	Brief background about the entity acquired in terms of products/line of business acquired, date of incorporation, history of last 3 years turnover, country in which the acquired entity has presence and any other significant information (in brief);	TS Innovation Private Limited incorporated as a subsidiary company of Tera Software Limited (TSL), which has no turnover recorded since incorporation and to do business operations now, as TSL has awarded new BSNL Projects.

**For TERA SOFTWARE LIMITED**

**CH. MALLIKARJUNA**

**Company Secretary & Compliance Officer**

**Mem. No. A47545**

