

Form No. MGT-9

EXTRACT OF ANNUAL AS ON THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2024

[Pursuant to Section 92(3) of the Companies Act, 2013 and rule 12(1) of the Companies (Management and Administration) Rules, 2014]

I. REGISTRATION AND OTHER DETAILS:

CIN	L72200TG1994PLC018391
Registration Date	26/09/1994
Name of the Company	Tera Software Limited
Category / Sub-Category of the Company	Company limited by Shares/Indian Non-Government Company
Address of the Registered office and contact details	#8-2-293/82/A/1107, Road No: 55, Plot No: 1107, Jubilee Hills, Hyderabad-500033, Telangana. Tel: 040-23547447, 040 - 23547448 Fax: 040 - 23547449 Email: info@terasoftware.in; Website: www.terasoftware.com
Whether listed company (Yes / No)	Yes (BSE & NSE)
Name, Address and Contact details of Registrar and Transfer Agent, if any	KFIN Technologies Limited Selenium Building, Tower-B Plot No.31 & 32, Financial District Nanakramguda, Serilingampally Hyderabad - 500032, Rangareddy, Telangana Toll free Number: 1-800-309-4001 WhatsApp Number: (91) 910 009 4099 KPRISM (Mobile Application): https://kprism.kfintech.com/ Email: einward.ris@kfintech.com Website: https://www.kfintech.com

II. PRINCIPAL BUSINESS ACTIVITIES OF THE COMPANY:

All the business activities contributing 10% or more of the total turnover of the company shall be stated:-

Sl. No	Name and Description of main products/ services	NIC Code of the Product/ Service	% to total turnover of the Company
1	IT & Integrated related services	6201	100%

III. PARTICULARS OF HOLDING, SUBSIDIARY AND ASSOCIATE COMPANIES:

S.No.	Name and Address of the company	CIN/GLN	Holding/ Subsidiary/ Associate	% of shares held	Applicable Section
1	TS Innovations Private Limited	U62020TS2023PTC175114	Subsidiary	74	2(87)

IV. SHARE HOLDING PATTERN (Equity Share Capital Breakup as percentage of Total Equity):

i. Category-wise Share Holding

Category of Shareholders	No. of Shares held at the beginning of the year (1st April, 2023)				No. of Shares held at the end of the year (31st March, 2024)				% Change during the year
	Demat	Phy-sical	Total	% of Total Shares	Demat	Physical	Total	% of Total Shares	
A. Promoters									
1) Indian									
a) Individual/HUF	5947327	--	5947327	47.53	5947327	--	5947327	47.53	--
b) Central Govt.	--	--	--	--	--	--	--	--	--
c) State Govt.(s)	--	--	--	--	--	--	--	--	--
d) Bodies Corp	--	--	--	--	--	--	--	--	--
e) Banks / FI	--	--	--	--	--	--	--	--	--
f) Any Other	--	--	--	--	--	--	--	--	--
Sub-total(A)(1): -	5947327	--	5947327	47.53	5947327	--	5947327	47.53	--

2) Foreign										
a) Individuals (Non-Residents Individuals/Foreign Individuals)	--	--	--	--	--	--	--	--	--	--
b) Government	--	--	--	--	--	--	--	--	--	--
c) Institutions	--	--	--	--	--	--	--	--	--	--
d) Foreign Portfolio Investor	--	--	--	--	--	--	--	--	--	--
e) Any Other....	--	--	--	--	--	--	--	--	--	--
Sub-total(A)(2): -	--	--	--	--	--	--	--	--	--	--
Total shareholding of Promoter (A) = (A)(1)+(A)(2)	5947327	--	5947327	47.53	5947327	--	5947327	47.53	--	--
B. Public Shareholding										
1) Institutions										
a) Mutual Funds										
b) Venture Capital Funds	--	--	--	--	--	--	--	--	--	--
c) Alternate Investment Funds	--	--	--	--	--	--	--	--	--	--
d) Foreign Venture Capital Investors	--	--	--	--	--	--	--	--	--	--
e) Foreign Portfolio Investors	--	--	--	--	544	--	544	0	0.00	--
f) Financial Institutions / Banks	100	--	100	0	100	--	100	0	0.00	--
g) Insurance Companies	--	--	--	--	--	--	--	--	--	--
h) Provident Funds/Pension Funds	--	--	--	--	--	--	--	--	--	--
i) Any other	--	--	--	--	--	--	--	--	--	--
Sub-total(B)(1)	100	--	100	0	644	--	644	0	0.00	--
2. Central Government/State Government(s)/President of India	--	--	--	--	--	--	--	--	--	--
Sub-total(B)(2)	--	--	--	--	--	--	--	--	--	--
3. Non-Institutions										
Bodies Corporate	288389	--	288389	2.30	347150	--	347150	2.77	0.47	--
Individuals										
Individuals holding nominal share capital upto Rs. 2 lakhs	5063315	48348	5111663	40.85	5186884	47448	5234332	41.83	0.98	--
Individuals holding nominal share capital in excess of Rs. 2 lakhs	415326	--	415326	3.32	364746	--	364746	2.92	0.4	--
Others	--	--	--	--	--	--	--	--	--	--
NBFC's registered with RBI	--	--	--	--	--	--	--	--	--	--
Employee Trusts	--	--	--	--	--	--	--	--	--	--
Overseas Depositories	--	--	--	--	--	--	--	--	--	--
Trusts	1450	--	1450	--	--	--	--	0.01	0.01	--
Non-Resident Indians	159356	--	159356	1.27	118350	--	118350	0.95	0.32	--
Clearing Members	7494	--	7494	0.06	781	--	781	0.01	0.05	--
HUF	495352	--	495352	3.96	413127	--	413127	3.30	0.66	--
IEPF	85418	--	85418	0.68	85418	--	85418	0.68	0.06	--
Qualified Foreign Investor	--	--	--	--	--	--	--	--	--	--
Sub-Total B(3):	6516100	48348	6564448	52.47	6516456	47448	6563904	52.47	0.00	--
Total B=B(1) +B(2)+B(3):	6516200	48348	6564548	52.47	6517100	47448	6564548	52.47	0.00	--
Total (A+B):	12463527	48348	12511875	100.00	12464427	47448	12511875	100.00	0.00	--
C. Shares held by custodians for GDRs & ADRs	--	--	--	--	--	--	--	--	--	--
Grand Total (A+B+C):	12463527	48348	12511875	100.00	12464427	47448	12511875	100.00	0.00	--

ii. Shareholding of Promoters

Sl. No.	Shareholder's Name	Shareholding at the beginning of the year (1st April, 2023)			Shareholding at the end of the year (31st March, 2024)			
		No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	No. of Shares	% of total Shares of the company	% of Shares Pledged / encumbered to total shares	% change in share holding during the year
1	Mr. Raja Sekhar Tummala	2824617	22.58	--	2824617	22.58	--	--
2	Mr. Tummala Gopichand	1196554	9.56	74.44	1196554	9.56	74.44	--
3	Mr. Madhu Mitra Tummala	841308	6.72	1.09	841308	6.72	1.09	--
4	Mrs. Tummala Pavana Devi	574760	4.59	29.14	574760	4.59	29.14	--
5	Ms. N Sri Durga	226537	1.81	--	226537	1.81	--	--
6	Mrs. T. Seetharamamma	136875	1.09	--	136875	1.09	--	--
7	Mr. Tummala Bapaiah Chowdary	92676	0.74	16.19	92676	0.74	16.19	--
8	Mrs. Tummala Tulasi Rani	54000	0.43	--	54000	0.43	--	--
9	Total	5947327	47.53	--	5947327	47.53	--	-

iii) Change in Promoters' Shareholding: Nil

Sl. No.	Name of the Promoter	Shareholding at the beginning of the year 1st April, 2023		Cumulative Shareholding during the year	
		No. of shares	% of total shares of the company	No. of shares	% of total shares of the company

(iv) Shareholding Pattern of Top Ten Shareholders (other than Directors, Promoters and Holders of GDRs and ADRs):

TERA SOFTWARE LIMITED											
SHAREHOLDING PATTERN OF TOP 10 SHAREHOLDERS BETWEEN 31/03/2023 AND 30/03/2024											
Sl. No.	Folio/Dpid-Clientid	Category	Type	Name of the Share Holder	Shareholding at the beginning of the Year		Date	Increase/Decrease in share holding	Reason	Cumulative Shareholding during the Year	
					No of Shares	% of total shares of the company				No of Shares	% of total shares of the company
1	AOHPT0419B	PRI	Opening Balance	RAJA SEKHAR TUMMALA	2824617	22.58	31/03/2023			2824617	22.58
			Closing Balance				30/03/2024			2824617	22.58
2	ACJPT2176P	PRI	Opening Balance	T U M M A L A GOPICHAND	1196554	9.56	31/03/2023			1196554	9.56
			Closing Balance				30/03/2024			1196554	9.56
3	AGNPT8640E	PRI	Opening Balance	MADHU MITRA TUMMALA	841308	6.72	31/03/2023			841308	6.72
			Closing Balance				30/03/2024			841308	6.72
4	ABAPT0588P	PRI	Opening Balance	TUMMALA PAVANA DEVI	574760	4.59	31/03/2023			574760	4.59
			Closing Balance				30/03/2024			574760	4.59
5	AFSPN1918F	PRI	Opening Balance	N SRI DURGA	226537	1.81	31/03/2023			226537	1.81
			Closing Balance				30/03/2024			226537	1.81

6	AAGHP5338C	HUF	Opening Balance	PRAVIN N GALA HUF	180000	1.44	31/03/2023			180000	1.44
			Closing Balance				30/03/2024			180000	1.44
7	AAAPW1327L	PUB	Opening Balance	M A H E N D R A GIRDHARILAL	156209	1.25	31/03/2023			156209	1.25
			Closing Balance				30/03/2024			156209	1.25
8	AKXPT5305Q	PRI	Opening Balance	T SEETHARAMAMMA	136875	1.09	31/03/2023			136875	1.09
			Closing Balance				30/03/2024			136875	1.09
9	AACCP6862E	LTD	Opening Balance	P R O T E C H S O F T SYSTEMS P LTD	102507	0.82	31/03/2023			102507	0.82
			Closing Balance				30/03/2024			102507	0.82
10	ATKPP4467H	PUB	Opening Balance	TRUPTI AJIT KOTIBHASKAR	0	0.00	31/03/2023			0	0.00
			Purchase				19/01/2024	100000	Transfer	100000	0.80
			Closing Balance				30/03/2024			100000	0.80
11	IN30070810656671	IEP	Opening Balance	INVESTOR EDUCATION AND PROTECTION FUND AUTHORITY M	85418	0.68	31/03/2023			85418	0.68
			Closing Balance				30/03/2024			85418	0.68

(v) Shareholding of Directors and Key Managerial Personnel:

Sl. No.	Name	Shareholding at the beginning of the year 01-04-2023		Cumulative Shareholding during the year 31-03-2024	
		No. of shares	% of total shares of the Company	No. of shares	% of total shares of the company
Share Holding of KMP					
1	Mr. T. Gopichand, Chairman & Managing Director	11,96,554	9.56	11,96,554	9.56
2	Mr. T. Madhu Mitra, Whole-time Director (appointed w.e.f.17-08-2023)	8,41,308	6.72	8,41,308	6.72
3	Mr. O. Babu Reddy, CFO (Resigned w.e.f. 30-06-2023)	50	0.00	50	0.00
4	Ms. D. Pravallika, CFO (appointed w.e.f. 31-12-2023)	-	-	-	-
5	Mr. Ch. Mallikarjuna, CS	-	-	-	-
Shareholding of Other Directors					
1	Mrs. T. Pavana Devi (Retired by rotation w.e.f.17-08-2023)	5,74,760	4.59	5,74,760	4.59
2	Mr. T. Bapaiah Chowdary	92,676	0.74	92,676	0.74
3	Dr. T.V. Lakshmi	-	-	-	-
4	Dr. T. Hanuman Chowdary	-	-	-	-
5	Mr. Divakar Atluri	-	-	-	-
6	Prof. Dr. Braja Bandhu Nayak	-	-	-	-

VI. INDEBTEDNESS

Indebtedness of the Company including interest outstanding / accrued but not due for payment (Amount in Rs)

	Secured Loans excluding deposits	Unsecured Loans	Deposits	% of total shares of the company
Indebtedness at the beginning of the financial year				
i) Principal Amount	19,31,50,980	3,45,10,000		22,76,60,980
ii) Interest due but not paid	-	1,38,63,589		1,38,63,589
iii) Interest accrued but not due	-	-		
Total (i+ii+iii)	19,31,50,980	4,83,73,589		24,15,24,569
Change in Indebtedness during the financial year				
- Addition	8,76,06,568	54,55,273	-	9,30,61,841
- Reduction	-	-	-	-
	8,76,06,568	54,55,273		9,30,61,841

Indebtedness at the end of the financial year				
i)	Principal Amount	28,07,57,548	3,45,10,000	31,52,67,548
ii)	Interest due but not paid	-	1,93,18,862	1,93,18,862
iii)	Interest accrued but not due	-	-	-
Total (i+ii+iii)		28,07,57,548	5,38,28,862	33,45,86,410

VII. REMUNERATION OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

Remuneration to Managing Director, Whole-time Directors and/or Manager:

(Amount in Rs.)

Sl. No.	Particulars of Remuneration	Name of MD/WTD/Manager		Total Amount
		Mr. T. Gopichand Chairman & Managing Director	Mr. T. Madhu Mitra Whole-Time Director	
				Increased remuneration w.e.f.17/08/2023
1	Gross salary			
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	1,08,00,000	18,00,000	1,26,00,000
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	-	-	-
	(c) Profits in lieu of salary under section 17(3) Income- tax Act, 1961	-	-	-
2	Stock Option	-	-	-
3	Sweat Equity	-	-	-
4	Commission - as % of profit - others, specify...	-	-	-
5	Others, please specify	-	-	-
	Total (A)	1,08,00,000	18,00,000	1,26,00,000
	Ceiling as per the Act	Within the limits of Para-A, Section II, Part-II of Schedule V of the Companies Act, 2013		

Remuneration to other directors:

(Amount in Rs.)

Sl. No	Particulars of Remuneration	Sitting Fee for attending the Board/ Committee Meeting
1.	Independent Directors	
(i)	Dr. T. Hanuman Chowdary	2,35,000
(ii)	Dr. T.V. Lakshmi	1,41,000
(iii)	Mr. Divakar Atluri	2,14,000
(iv)	Prof. Dr. Braja Bandhu Nayak	2,10,000
	Total (1)	8,00,000
2.	Other Non-Executive Directors	
(i)	Mr. T. Bapaiah Chowdary	1,61,000
(ii)	Mrs. T. Pavana Devi	50,000
	Total (2)	2,11,000
	Total B=(1+2)	10,11,000

Remuneration to Key Managerial Personnel other than MD / Manager / WTD

(Amount in Rs.)

Sl. No.	Particulars of Remuneration	Name of the KMP other than MD/WTD/ Manager			Total
		O. Babu Reddy Chief Financial Officer (resigned w.e.f. 30/06/2023)	Pravallika Chief Financial Officer (appointed w.e.f. 31/12/2023)	Ch. Mallikarjuna Company Secretary	
1.	Gross salary				
	(a) Salary as per provisions contained in section 17(1) of the Income-tax Act, 1961	4,95,000	7,34,400	9,72,000	22,01,400
	(b) Value of perquisites u/s 17(2) Income-tax Act, 1961	--	--	--	--
	(c) Profits in lieu of salary under section 17(3) Income-tax Act, 1961	--	--	--	--
2	Stock Option	--	--	--	--
3	Sweat Equity	--	--	--	--
4	Commission - as % of profit - others, specify...	--	--	--	--
5	Others, please specify	--	--	--	--
	Total	4,95,000	7,34,400	9,72,000	22,01,400

VIII. PENALTIES / PUNISHMENT / COMPOUNDING OF OFFENCES

Type	Section of the Companies Act	Brief Description	Details of Penalty / Punishment/ Compounding fees Imposed	Authority [RD /NCLT/ COURT]	Appeal made, if any (give Details)
A. COMPANY					
Penalty			NONE		
Punishment					
Compounding					
B. DIRECTORS					
Penalty			NONE		
Punishment					
Compounding					
C. OTHER OFFICERS IN DEFAULT					
Penalty			NONE		
Punishment					
Compounding					

For and on behalf of the Board

 Place: Hyderabad
 Date : 3rd August, 2024

T. Madhu Mitra
 Whole-Time Director
 DIN: 07124242

Tummala Gopichand
 Chairman and Managing Director
 DIN: 00107886