

July 31, 2024

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: - Proceedings of the 33rd Annual General Meeting (“AGM”) of Birlasoft Limited (“the Company”).

Dear Sir / Madam,

Pursuant to the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the proceedings of the AGM of the Company held on July 31, 2024.

Kindly take the same on your records.

Thanking you.

Yours faithfully,

For Birlasoft Limited



Sneha Padve
Company Secretary & Compliance Officer
Membership No. ACS 9678

Encl.: - As mentioned above.

Summary of proceedings of the 33rd Annual General Meeting of Birlasoft Limited

The 33rd Annual General Meeting (“AGM”) of Birlasoft Limited (“the Company”) was held on Wednesday, July 31, 2024, at 02:30 p.m. (IST), through Video Conferencing/Other Audio-Visual Means (“VC/OAVM”) facility, in compliance with the General Circulars issued by the Ministry of Corporate Affairs (“MCA”) and Circulars issued by the Securities Exchange and Board of India (“the SEBI”) and as per the applicable provisions of the Companies Act, 2013, and the Rules made thereunder. The deemed venue of the AGM was the Registered Office of the Company, i.e., 35 & 36, Rajiv Gandhi Infotech Park, Phase - I, MIDC, Hinjawadi, Pune - 411057, Maharashtra, India.

The following Directors were present:

| Sr. No. | Name | Attended through VC/OAVM from |
|---------|--|-------------------------------|
| 1 | Mrs. Amita Birla - Chairman & Non-Executive Director | New Delhi |
| 2 | Mr. Chandrakant Birla - Non-Executive Director & Chairman of the Stakeholders Relationship Committee | New Delhi |
| 3 | Mr. Ananth Sankaranarayanan - Independent Director & Chairman of Nomination & Remuneration Committee | New Delhi |
| 4 | Ms. Satyavati Berera - Independent Director & Chairperson of the Audit Committee | New Delhi |
| 5 | Ms. Nidhi Killawala - Independent Director | New Delhi |
| 6 | Mr. Manish Choksi - Independent Director - Chairman of Risk Management Committee | New Delhi |
| 7 | Mr. Angan Guha - Chief Executive Officer (“CEO”) & Managing Director | New Delhi |

In attendance

| Sr. No. | Name | Attended through VC/OAVM from |
|---------|---|-------------------------------|
| 1 | Ms. Kamini Shah - Chief Financial Officer | New Delhi |
| 2 | Ms. Sneha Padve - Company Secretary | New Delhi |
| 3 | Ms. Sangeet Hunjan - Deputy Company Secretary | Pune |
| 4 | Mr. Anuj Deshmukh - Company Representative | New Delhi |
| 5 | Mr. Dayesh Angle - Company Representative | New Delhi |
| 6 | Mr. Huzefa Ginwala - Partner, S R B C & Co LLP, Statutory Auditor | Pune |
| 7 | Mr. Sumit Kumar Agrawal - Representative, S R B C & Co LLP, Statutory Auditor | Pune |
| 8 | Ms. Snehal Kulkarni - Representative, Dr. K. R. Chandratre, Secretarial Auditor | Pune |
| 9 | Mr. Jayavant B. Bhawe - Scrutinizer | Pune |

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

Quorum

A total of 75 members attended the meeting.

Chairman

Mrs. Amita Birla - Chairman & Non-Executive Director, chaired the meeting.

Proceedings

Ms. Sneha Padve - Company Secretary, welcomed the members of the Company and briefed them about the process to participate in the meeting. She informed that the statutory registers and other documents as required under applicable laws, were made available for inspection on the website of the Company. It was further informed that as the AGM was being held through VC/OAVM, the facility for appointment of proxies by the members was not applicable and hence, the proxy register was not available for inspection. The members were also briefed about the process for questions & answers.

Mrs. Amita Birla (“the Chairman”) chaired the meeting and welcomed the members to the 33rd AGM of the Company and introduced the other Directors. The requisite quorum being present as per statutory requirements, she called the meeting to order.

The Company Secretary briefed about the process of e-voting. It was further informed that Mr. Jayavant Bhave, Proprietor - J. B. Bhave & Co., Company Secretaries (Membership No. - F4266), had been appointed as the Scrutinizer to scrutinize the votes cast through e-voting at the AGM & remote e-voting and submit a consolidated report thereon.

Thereafter, the Chairman delivered her speech and then invited Mr. Angan Guha - CEO & Managing Director of the Company to address the Members. The notice of AGM and Annual Report were taken as read. The Chairman informed that there were no observations, qualifications or adverse remarks in the Statutory Auditor’s Report on the financials of the Company for the financial year 2023-24 and the Secretarial Audit Report and hence, the same were taken as read. All the resolutions were taken up by the Chairman except for Resolution No. 4 as mentioned in the below table, which was taken up by Ms. Satyavati Berera.

The following items were transacted at the AGM:

| Sr. No. | Particulars of Resolution | Type of Resolution |
|---------|--|--------------------|
| 1 | Adoption of the audited Financial Statements - standalone | Ordinary |
| 2 | Adoption of audited Financial Statements - consolidated | Ordinary |
| 3 | Confirmation of interim dividend and declaration of final dividend | Ordinary |
| 4 | Re-appointment of Amita Birla as a Director liable to retire by rotation | Ordinary |

Thereafter, the Chairman requested the shareholders who have not voted already to vote during the AGM and the speaker shareholders were invited to ask their questions and give their opinions and suggestions, if any, and the same were addressed.

The Chairman authorized Mr. Angan Guha, CEO & Managing Director, Ms. Kamini Shah, Chief Financial Officer and Ms. Sneha Padve, Company Secretary, severally to receive the

Birlasoft Limited

Scrutinizer's Consolidated Report on all the resolutions as set out in the Notice of AGM & related documents, declare the result and submit the same to the Stock Exchanges within prescribed timelines. Subject to receipt of the requisite number of votes, the Resolutions shall be deemed to be passed on the date of this Meeting i.e. Wednesday, July 31, 2024.

The Chairman thanked the Members, the Directors and Auditors present at the meeting for their participation.

The AGM remained open for 15 minutes for e-voting & concluded at 03:30 p.m. (IST) [including time allowed for e-voting at the AGM].

Thanking you.

Yours faithfully,

For **Birlasoft Limited**



Sneha Padve
Company Secretary & Compliance Officer
Membership No. ACS 9678