

June 1, 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: BSOF
Scrip Code: 532400

Symbol: BSOF
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-1, MIDC, Hinjawadi, Pune (MH) 411057, India
Tel: +91 20 6652 5000 | Fax: +91 20 6652 5001 | contactus@birlasoft.com | www.birlasoft.com | CIN: L72200PN1990PLC059594

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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 with the Companies (Management and Administration) Rules, 2014, as amended (the “**Rules**”) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, is seeking approval of its shareholders by way of Special Resolution for buyback of up to 7,800,000 fully paid-up equity shares of face value of INR 2/- each (“**Equity Shares**”) representing upto 2.79% of the total number of equity shares in the paid-up share capital of the Company, at a price of INR 500/- per Equity Share payable in cash, for an aggregate amount not exceeding INR 3,900 million/- (excluding transaction costs, applicable taxes and other incidental and related expenses) through the “**tender offer**” route as prescribed under the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018, as approved by the Board of Directors of the Company at its meeting held on Monday, May 23, 2022 and as set out in the Notice of Postal Ballot dated Friday, May 27, 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 only through electronic mode on Tuesday, May 31, 2022 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, May 27, 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 Wednesday, June 1, 2022 and ends at 05.00 p.m. (IST) on Thursday, June 30, 2022. The e-voting module will be disabled by NSDL thereafter. Electronic Voting Event Number (EVEN) of the Company is 119976. Only those shareholders 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 : May 31, 2022

Sd/
Sneha Padve
Company Secretary

Birlasoft Limited

Registered Office: 35 & 36, Rajiv Gandhi Infotech Park, Phase-I, MIDC, Hinjawadi, Pune (MH) 411057, India
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Place : Pune
Date : May 31, 2022

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पोस्टल बॅलट सूचना आणि ई-मतदानाबाबत माहिती

यानुसार सूचना देण्यात येते की, कंपनीज अॅक्ट, २०१३ (दि "अॅक्ट") मधील कलम ११० आणि असल्यास, लागू होणाऱ्या अन्य तरतुदी आणि त्यासह वाचल्या जाणाऱ्या कंपनीज (मॅनेजमेंट अॅण्ड अॅडमिनिस्ट्रेशन) रूल्स २०१४, जो वेळोवेळी सुधारीत करण्यात आला (दि "रूल्स") आणि सिक्युरिटीज अॅण्ड एक्स्चेंज बोर्ड ऑफ इंडिया (लिस्टिंग अॅडमिनिस्ट्रेशन अॅण्ड डिस्कलोजर रिव्वायअमेंट्स) रेग्युलेशन्स, २०१५, जे वेळोवेळी सुधारीत करण्यात आले, त्यातील रेग्युलेशन क्र. ४४ अनुसार बिरलासॉफ्ट लिमिटेड (दि "कंपनी") ७,८००,०००/- पूर्णपणे देण्यात आलेल्या समभागांची फेरखरेदी दर्शनी मूल्य प्रत्येकी भारतीय रू. २/- ("समभाग") जे कंपनीच्या एकूण समभागांचा २.७९% हिस्सा आहे ते भारतीय रूपये प्रत्येकी ५००/- रोखीने, एकंदर मूल्य भारतीय रूपये ३,९०० दशलक्षहून अधिक नाही एवढ्या रकमेस (प्रक्रियेची किंमत, लागू होणारे कर आणि अन्य प्रासंगिक आणि संबंधित खर्च वगळून), "निविदा प्रस्ताव" पद्धतीने जी पद्धती सिक्युरिटीज अॅण्ड एक्स्चेंज बोर्ड ऑफ इंडिया (सिक्युरिटीजची फेरखरेदी) रेग्युलेशन्स २०१८ अंतर्गत तयार करण्यात आलेले नियम आणि कंपनीच्या संचालक मंडळाच्या सोमवार, २३ मे, २०२२ रोजी झालेल्या बैठकीत मंजूर करण्यात आल्याप्रमाणे आणि 'पोस्टल बॅलट' च्या शुक्रवार, २७ मे, २०२२ रोजी जारी करण्यात आलेल्या सूचनेत ("सूचना") नमूद करण्यात आल्यानुसार, फक्त इलेक्ट्रॉनिक पद्धतीने ("ई-मतदान" / "रिमोट ई-मतदान") विशेष ठरावाद्वारे सभासदांची मान्यता घेऊ इच्छित आहे.

कंपनीने नॅशनल सिक्युरिटीज डिपॉझिटरी लिमिटेड ("एनएसडीएल") यांची ई-मतदान सुविधा प्राप्त करण्यासाठी सेवा घेण्याचे ठरविले आहे. श्री. जयवंत भावे, (प्रोप्रायटर - जे.बी. भावे अॅण्ड 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, ३१ मे, २०२२ रोजी अशा सभासदांना सूचना पाठविली आहे की, ज्यांचे ई-मेल पत्ते कंपनी / एनएसडीएल आणि सेंट्रल डिपॉझिटरी सर्व्हिसेस (इंडिया) लिमिटेड, (एकत्रितपणे ज्याचा उल्लेख "डिपॉझिटरीज" असा आहे) यांच्याकडे नोंदविलेले आहेत आणि ज्यांच्या नावांची नोंद शुक्रवार, २७ मे, २०२२ रोजी ("कट-ऑफ-डेट") डिपॉझिटरीज यांच्याकडून सांभाळण्यात येणाऱ्या रजिस्टर ऑफ मॅबर्स / रजिस्टर ऑफ बेनिफिशियल ओनर्स मध्ये आहेत. सभासदांची मान्यता / नकार फक्त रिमोट 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 एक्स्चेंज म्हणजे बीएसई लिमिटेड आणि नॅशनल स्टॉक एक्स्चेंज ऑफ इंडिया लिमिटेड यांच्या संकेतस्थळावर अनुक्रमे www.bseindia.com आणि www.nseindia.com आणि एनएसडीएलचे संकेतस्थळ www.evoting.nsdl.com वरही उपलब्ध आहे.

रिमोट ई-मतदानाचा प्रारंभ बुधवार १ जून, २०२२ रोजी सकाळी ९.०० वाजता होईल आणि समाप्ती गुरुवार, ३० जून, २०२२ रोजी सायं. ५.०० वाजता होईल. ई-मतदान यंत्रणा एनएसडीएल यांच्याकडून त्यानंतर बंद करण्यात येईल. कंपनीचा इलेक्ट्रॉनिक व्होटींग इव्हेंट नंबर (ईव्हीईएन) ११९९७६ आहे. फक्त ज्या सभासदांची 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 सेक्शनमध्ये 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 एक्स्चेंज 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 एक्स्चेंजेसचे संकेतस्थळ www.bseindia.com आणि www.nseindia.com वर आणि एनएसडीएलचे संकेतस्थळ www.evoting.nsdl.com वर अपलोड करण्यात येतील.

बिरलासॉफ्ट लिमिटेड साठी

ठिकाण : पुणे
दिनांक : ३१ मे, २०२२सही/-
स्नेहा पाडवे
कंपनी सचिव