



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

Date: September 26, 2025

To

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai-400001	National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Banda Kurla Complex, Bandra (F) Mumbai-400051
Scrip Code: 533982	Symbol: TERASOFT

Dear Sir / Madam,

**Sub: Proceedings of 31<sup>st</sup> Annual General Meeting and disclosures under SEBI (LODR) Regulations, 2015.**

Summary of proceedings as required under Regulation 30 read with Part-A of Schedule-III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is as follows:

The 31<sup>st</sup> Annual General Meeting (AGM) of the shareholders of the Company was held on Friday, September 26, 2025 at 16:00 hours physically at the Registered Office of the Company at # 8-2-292/82/A/1107, Plot No.1107, Road No.55, Jubilee Hills, Hyderabad-500 033, Telangana, India:

**Directors Present:**

1. Sri. T. Gopichand, Chairman & Managing Director
2. Sri. T. Madhu Mitra, Whole-Time Director
3. Sri. Divakar Atluri, Independent Director, Chairman of Audit Committee
4. Smt. V. Usha Rani, Independent Director, Chairman of Nomination & Remuneration Committee
5. Sri. T. Bapaiah Chowdary, Non-executive Director, Chairman of Stakeholders Relationship Committee.

**Invitees Present:**

6. Sri. Ch. Mallikarjuna, Company Secretary & Compliance Officer
7. Ms. D. Pravallika, Chief Financial Officer
8. Sri. G.V. Ramana, Partner, Narven Associates, (Statutory Auditors)
9. Sri. D. C. Naidu, Partner, Darapaneni & Co. (Internal Auditors)
10. Sri. Y. Ravi Prasada Reddy, RPR & Associates, (Secretarial Auditors).





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**Members Present:**

Category	No. of Shareholders present
Promoter and Promoter Group	4
Public	98
<b>Total</b>	<b>102</b>

Sri Ch. Mallikarjuna, Company Secretary & Compliance Officer welcomed the Shareholders and Invitees. There after he requested Sri T. Gopichand, Chairman of the Board to chair the meeting and conduct the proceedings. Accordingly, he chaired and conducted the AGM proceedings. After ascertaining the requisite quorum being present, he called the meeting to order. The Chairman addressed the shareholders and briefed them about the performance and achievements of the Company during the financial year 2024-25.

The notice convening the meeting and the report of the statutory auditors were taken to be read, with the permission of the shareholders present.

Thereafter, the Chairman informed that, the Company had provided the facility to the shareholders to cast their votes electronically on all resolutions set forth in the notice convening the AGM. Shareholders who were present at the AGM and had not cast their votes electronically were provided the opportunity to cast their votes physically through Ballot during the meeting. It was further informed that there would be no voting by show of hands.

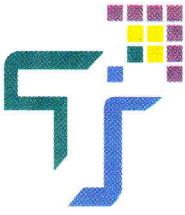
He further informed that CS Y. Ravi Prasada Reddy, Practicing Company Secretary, who was appointed as the scrutinizer to supervise the e-voting process, was requested to compile the results of remote e-voting as well as ballot voting at the AGM and submit consolidated scrutinizer's report within the stipulated time.

The shareholders were also informed that the results of e-voting along with the Scrutinizer's Report shall be submitted to the Stock Exchanges and the same shall also be placed on the website of the Company and website of Kfin Technologies Limited.

After that the Chairman requested the shareholders to spoke who were registered as speakers and others, accordingly the question and answers session completed.

The Company Secretary, with the permission of the Chairman, then concluded the meeting with vote of thanks to all the members, Directors, Auditors, and Staff for making the Meeting a success. The meeting concluded at 16:45 hours.





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The following items of business, as stated in the Notice of AGM, were put to vote by members:

<b>Ordinary Business with ORDINARY RESOLUTION</b>	
1	To consider and adopt the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2025, together with the Reports of the Board of Directors and Auditors thereon.
2	To declare dividend on Equity Shares (Rs.1/- per equity Share).
3	To consider and appoint a Director in place of Mr. Madhu Mitra Tummala (DIN: 07124242), who retires by rotation and being eligible, has offered himself for re-appointment.
<b>Special Business with ORDINARY RESOLUTION</b>	
4	Approval of material Related Party Transactions with TS Innovations Private Limited.
5	Appointment of M/s RPR & Associates as Secretarial Auditors of the Company.
<b>Special Business with SPECIAL RESOLUTION</b>	
6	Approval of an incentive to Mr. T. Madhu Mitra (DIN: 07124242), Whole-Time Director of the Company.
7	Approval to increase the remuneration of Mr. T. Madhu Mitra (DIN: 07124242), Whole-Time Director of the Company.
8	Approval of the Managerial Remuneration to be paid to Mr. Tummala Gopichand (DIN: 00107886), Chairman and Managing Director of the Company.
9	Re-appointment and to fix the remuneration of Mr. Tummala Gopichand as Chairman and Managing Director of the Company.
10	Approval of Remuneration to Mr. T. Gopichand, Chairman & Managing Director and Mr. T. Madhu Mitra, Whole-Time Director of the Company, in excess of limits prescribed under regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.





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11	Approval for overall Borrowing Limits under Section 180(1)(c) of the Companies Act, 2013.
12	Approval under Section 180(1)(a) of the Companies Act, 2013 inter alia for creation of mortgage or charge on the assets, properties or undertaking(s) of the company.
13	Approval to advance any loan/give guarantee/provide security Under section 185 of the companies act, 2013.

Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations shall be submitted separately.

This is for your intimation and records.

Yours truly,  
For **TERA SOFTWARE LIMITED**

  
**CH. MALLIKARJUNA**  
Company Secretary & Compliance Officer  
Mem. A47545

