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: November 11, 2026

To

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai – 400001 Maharashtra, INDIA	**National Stock Exchange of India Limited** Exchange Plaza, Bandra Kurla Complex Bandra (E), Mumbai – 400051 Maharashtra, INDIA
Scrip Code: 533982	**Symbol: TERASOFT**

Sub: Outcome of the Board Meeting held on Wednesday, November 11, 2026

Dear Sir/Madam,

Pursuant to Regulation 30 and 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors of the Company at its meeting held today, Wednesday, November 11, 2026, which commenced at 3:30 P.M. and concluded at 9:15 P.M., inter-alia, considered and approved the following key matters:

1. Financial Results

- Approved the Un-Audited Standalone and Consolidated Financial Results of the Company for the quarter and half-year ended September 30, 2026.
- Copy of the Un-Audited Financial Results along with the Limited Review Report issued by the Statutory Auditors is enclosed herewith.

2. Changes in Key Managerial Personnel (KMP)

- Approved the appointment of Mr. G. Venkatanarayana as the new Chief Financial Officer (CFO) and Key Managerial Personnel of the Company with effect from December 04, 2026.

3. Preferential Issue of Convertible Warrants

- Approved the proposal to issue and allot Convertible Warrants to persons belonging to the Promoter / Promoter Group on a preferential basis, subject to the approval of shareholders.
- Fixed the "Relevant Date" as November 11, 2026 for the purpose of determining the issue price of the Convertible Warrants in accordance with SEBI (ICDR) Regulations.

4. Corporate Restructuring & Amendments

- Approved the proposal of change of name of the Company, subject to members' approval
- Approved the alteration of the Objects Clause of the Memorandum of Association (MOA) of the Company to align with new business directions, subject to member's approval.

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5. Extra-Ordinary General Meeting (EGM)

- Approved the convening of the 1st Extra-Ordinary General Meeting (EGM) of the Company for the Financial Year 2026-27 to seek shareholder approval for the preferential issue, change of name, and MOA alteration.
- Approved the Draft Notice of the EGM and authorized the appointment of e-voting intermediaries to provide remote e-voting platforms for the meeting.

Disclosures Annexures:

- **Annexure A:** Un-audited Financial Results (Standalone & Consolidated) with Limited Review Report.
- **Annexure B:** Brief profile and details of the newly appointed CFO as required under SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123.
- **Annexure C:** Details of the Preferential Issue as per SEBI LODR disclosure guidelines.

We request you to take the above information on record.

Thanking you,

Yours faithfully,
For TERA SOFTWARE LIMITED

CHINI MALLIKA RJUNA

Digitally signed by CHINI MALLIKARJUNA
DN: cn=CHINI MALLIKARJUNA c=IN o=Personal
Reason: I am the author of this document
Location:
Date: 2026-11-11 21:37+05:30

CH. MALLIKARJUNA
Company Secretary & Compliance Officer

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Annexure B

Details of Appointment of Chief Financial Officer under Regulation 30 of SEBI (LODR) Regulations, 2015

Sr. No.	Particulars	Disclosure Details
1.	**Reason for change** viz. appointment, re-appointment, resignation, removal, death or otherwise	**Appointment** of Mr. G. Venkatanarayna as the Chief Financial Officer and Key Managerial Personnel (KMP) of the Company, **consequent to the vacancy caused by the resignation of Mr. G. Anilkumar** *(previously intimated to the Stock Exchanges)*.
2.	**Date of appointment** & term of appointment	Effective from December 04, 2026 **Term:** Appointed as a full-time Key Managerial Personnel (KMP) of the Company.
3.	**Brief profile** (in case of appointment)	Mr. G. Venkatanarayana is a CA Professional with over 14 years of extensive experience in corporate finance, Tax Audits and statutory compliance and also practiced as CA from 2016.
4.	**Disclosure of relationships between directors** (in case of appointment of a director)	Mr. G. Venkatanarayana is not related to any Director or Key Managerial Person.

Annexure C

Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Pursuant to SEBI Master Circular no. HO/49/14/14(7)2025-CFD-POD2/I/ 3762/2026, dated January 30, 2026)

Sr. No.	Particulars	Disclosure Details
1.	**Type of securities proposed to be issued**	Fully Convertible Warrants
2.	**Type of issuance**	Preferential Allotment on a private placement basis
3.	**Total number of securities proposed to be issued**	Up to 5,14,491 of securities, aggregating up to ₹ 14,99,99,851/-

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<table>
<tr><td>4.</td><td>Name and Number of the investors</td><td>i) Mr. T. Madhu Mitra (Whole-Time Director; Promoter Group) and
ii) Mrs. T. Pavana Devi (Promoter Group)</td></tr>
<tr><td>5.</td><td>Issue Price / Allotted Price</td><td>₹291.55 per security</td></tr>
<tr><td>6.</td><td>Outcome of the subscription</td><td>Post-Allotment Shareholding Pattern Effect:
• Promoter holding will change from 47.53 % to 49.61%
• Public holding will change from 52.47% to 50.39%.</td></tr>
<tr><td></td><td colspan="2">
<table>
<tr><td rowspan="2">Name of the proposed allottee</td><td colspan="2">Pre-Issue Equity holding</td><td rowspan="2">No. of Warrants proposed to be allotted</td><td colspan="2">Post issue Equity holding after conversion of the warrants</td></tr>
<tr><td>No. of shares</td><td>% of holding</td><td>No. of shares</td><td>% of holding</td></tr>
<tr><td>1) Mr. T. Madhu Mitra</td><td>841308</td><td>6.72</td><td>257246</td><td>1098554</td><td>8.43</td></tr>
<tr><td>2) Mrs. T. Pavana Devi</td><td>574760</td><td>4.59</td><td>257245</td><td>832005</td><td>6.39</td></tr>
</table>
</td></tr>
<tr><td>7.</td><td>In case of convertibles – intimation on conversion</td><td>The Warrants are convertible into an equal number of Equity Shares within 18 months from the date of allotment, failing which the tenure of the instrument will lapse.</td></tr>
<tr><td>8.</td><td>Triggering of Open Offer under SEBI (SAST) Regulations, 2011</td><td>No</td></tr>
</table>

Yours faithfully,
For Tera Software Limited

Ch. Mallikarjuna
Company Secretary & Compliance Officer

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