HYPERSOFT TECHNOLOGIES LIMITED
CIN: L62010TG1983PLC003912
Registered Office: Unit 117, 1st Floor Techno-1 Sy. No. 86, 87(P), 88(P), 88/1, Raidurg, Serilingampally Mandal, Ranga Reddy, Madhapur, Hyderabad, Shaikpet, Telangana, India, 500081
Website: www.hypersoftindia.com | Email: info@hypersoftindia.com | Ph: 8143858084

Date: 18.11.2026

To
The Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort
Mumbai – 400 001

Sub.: Intimation of Postal Ballot Notice of the Company, E-voting Facility and fixation of cut-off date – Hypersoft Technologies Limited (Scrip Code: 539724).

Respected Sir,

With reference to Regulation 30 of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the postal ballot Notice of the Company and same is available on website of the Company i.e. www.hypersoftindia.com

Further the Postal Ballot Notice has been sent only through electronic mode to those Members who have registered their e-mail address with their Depository Participant(s) ('DPs') or with CIL Securities Limited, Registrar and Share Transfer Agent of the Company ('RTA') and whose names appear in the Register of Members / List of Beneficial Owners as received from Depositories i.e. National Securities Depository Limited ('NSDL')/Central Depository Services (India) Limited ('CDSL') and for reckoning the voting rights of the Members of the Company as on Friday, November 13, 2026 ('Cut-off date') in accordance with the provisions of the Companies Act, 2013, read with Rules made thereunder and applicable MCA Circulars and SEBI Circulars.

The Company has availed remote e-voting facility from Central Depository Services (India) Limited (CDSL) and below is the calendar of the events for remote e-voting:

1.	Date of completion of dispatch of notice of postal ballot to the shareholders of the Company through E-mail.	Wednesday, November 18, 2026.
2.	Publication of Newspaper Advertisement for completion of dispatch of notice of postal ballot.	Thursday, November 19, 2026.
3.	Cut-off date to record the entitlement of the shareholders to cast their vote electronically.	Friday, November 13, 2026.
4.	Date and time of commencement of voting through electronic means	Thursday, November 19, 2026 at 09:00 A.M. (IST).

5.	Date and time of end of voting through electronic means	Friday, December 18, 2026 at 05:00 P.M. (IST).
6.	Date of declaration of result by the Chairman /Company Secretary	The results of the Postal Ballot will be announced by Chairman or the Company Secretary not later than 2 (Two) working days of the conclusion of the Postal Ballot.

You are requested to take the same on record.

Thanking you,

Yours faithfully,

For HYPERSOFT TECHNOLOGIES LIMITED

MANOHAR REDDY PANDI

Digitally signed by MANOHAR REDDY PANDI
Date: 2026.11.18 22:28:00 +05'30'

Manohar Reddy Pandi
Company Secretary
M. No. A35524

HYPERSOFT TECHNOLOGIES LIMITED
CIN: L62010TG1983PLC003912
Registered Office: Unit 117, 1st Floor Techno-1 Sy. No. 86, 87(P), 88(P), 88/1, Raidurg, Serilingampally Mandal, Ranga Reddy, Madhapur, Hyderabad, Shaikpet, Telangana, India, 500081
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POSTAL BALLOT NOTICE

[Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 as amended and applicable circulars issued by the Ministry of Corporate Affairs, from time to time]

E-VOTING STARTS ON	E-VOTING ENDS ON
Thursday, 19th November, 2026 at 09:00 Hours (IST)	Friday, 18th December, 2026 at 17:00 Hours (IST)

Dear Member(s),

Notice is hereby given that the resolutions set out below are proposed for approval by the members of Hypersoft Technologies Limited ("the Company") by means of Postal Ballot, only by remote e-voting process ("e-voting") being provided by the Company to all its members to cast their votes electronically, pursuant to Sections 108 and 110 of the Companies Act, 2013 ("the Act"), Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") as amended, Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations" or "Listing Regulations"), and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ("MCA") for holding general meetings / conducting postal ballot process through electronic voting (remote e-voting) vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and subsequent circulars issued in this regard, the latest being 3/2025 dated September 22, 2025 ("MCA Circulars"), and other applicable laws and regulations, as amended from time to time (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), that the resolutions appended below are proposed to be passed by the Equity Shareholders of the Company (as on the Cut-off Date) ("Members"), through postal ballot ("Postal Ballot") only by way of remote e-voting process ("remote e-voting"). An Explanatory Statement pertaining to the said resolutions setting out the material facts and the reasons thereof forms part of this Notice of Postal Ballot ("Notice").

The Board of Directors has appointed M/s. SPP & Associates, Practicing Company Secretaries, Hyderabad, as Scrutinizer for conducting the Postal Ballot, through e-voting process, in a fair and transparent manner, and they have communicated their willingness to be appointed and will be available for the said purpose.

The Scrutinizer will submit the report to the Chairman of the Company or the Company Secretary of the Company or any other person authorized by him, upon completion of the scrutiny of the Postal Ballot (through remote e-voting). The results of the Postal Ballot will be announced by the Chairman or the Company Secretary not later than 2 (Two) working days of the conclusion of the Postal Ballot. The results of the Postal Ballot shall be posted on the Company's website viz. www.hypersoftindia.com and on CDSL website viz. www.evotingindia.com besides communicating to the BSE Limited, the Stock Exchange where the Shares of the Company are listed. The proposed resolutions, if approved by requisite majority, shall be deemed to have been passed on the last date of e-voting, i.e., Friday, 18th December, 2026.

SPECIAL BUSINESSES:

ITEM NO. 1: To approve the appointment of Mrs. Preethi Diviti (DIN: 12047004) as Whole-time Director of the Company and payment of remuneration.

To consider and if thought fit, to pass with or without modification, the following resolution as Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 152, 161, 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 (the "Act") read with Schedule V to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and Regulations 17(1C) and 19 and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mrs. Preethi Diviti, who was appointed by the Board as an Additional Director and as Whole-time Director with effect from 14th November, 2026, be and is hereby appointed as a Director of the Company, liable to retire by rotation, and as the Whole-time Director of the Company, designated as such and a Key Managerial Personnel, for a term of five (5) years with effect from 14th November, 2026, on an annual remuneration of Rs. 11,00,000/- (Rupees Eleven Lakhs only), on the terms and conditions set out in the Explanatory Statement."

"RESOLVED FURTHER THAT where, in any financial year during her tenure, the Company has no profits or its profits are inadequate, the aforesaid remuneration shall be paid to Mrs. Preethi Diviti as minimum remuneration, subject to the limits prescribed under Schedule V to the Act."

"RESOLVED FURTHER THAT any Director of the Company and the Company Secretary of the Company be and are hereby severally authorised to file the necessary forms with the Registrar of Companies, to intimate the Stock Exchanges, and to do all such acts, deeds and things as may be necessary to give effect to this Resolution."

ITEM NO. 2: To approve the appointment of Mr. Sachin Sharma (DIN: 12047433) as a Non-Executive Independent Director of the Company.

To consider and if thought fit, to pass with or without modification, the following resolution as Special Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161 and other applicable provisions of the Companies Act, 2013 (the "Act") read with Schedule IV to the Act and the Companies (Appointment and Qualification of Directors) Rules, 2014, and Regulations 16(1)(b), 17(1C), 25(2A) and other applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. Sachin Sharma, who was appointed by the Board as an Additional Director in the category of Non-Executive Independent Director with effect from 14th November, 2026, who has submitted a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, be and is hereby appointed as a Non-Executive Independent Director

of the Company, not liable to retire by rotation, for a first term of five (5) consecutive years commencing from 14th November, 2026 to 13th November, 2031."

"RESOLVED FURTHER THAT any Director of the Company and the Company Secretary of the Company be and are hereby severally authorised to file the necessary forms with the Registrar of Companies, to intimate the Stock Exchanges, and to do all such acts, deeds and things as may be necessary to give effect to this Resolution."

ITEM NO. 3: To approve the sub-division (split) of the equity shares of the Company from the face value of Rs. 10/- each to the face value of Rs. 2/- each and consequential alteration of Clause V (Capital Clause) of the Memorandum of Association of the Company.

To consider and if thought fit, to pass with or without modification, the following resolution as Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Sections 13, 61(1)(d), 64 and other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder, the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Memorandum and Articles of Association of the Company and subject to such approvals, consents and permissions as may be required, the approval of the Members of the Company be and is hereby accorded for the sub-division of each existing equity share of the Company having a face value of Rs. 10/- (Rupees Ten only), fully paid-up, into five (5) equity shares having a face value of Rs. 2/- (Rupees Two only) each, fully paid-up**.**

RESOLVED FURTHER THAT Clause V of the Memorandum of Association of the Company be and is hereby altered and substituted with the following:

V. The Authorised Share Capital of the Company is Rs. 1,07,00,00,000/- (Rupees One Hundred and Seven Crore only) divided into 53,50,00,000 (Fifty-Three Crore Fifty Lakh) equity shares of Rs. 2/- (Rupees Two only) each.

RESOLVED FURTHER THAT upon the sub-division becoming effective, the existing equity shares of face value of Rs. 10/- each shall stand sub-divided into equity shares of face value of Rs. 2/- each, and the sub-divided equity shares shall rank pari passu in all respects with one another. The sub-divided equity shares shall be credited to the respective demat accounts of the Members holding shares in dematerialised form, and the existing share certificates, if any, issued in physical form shall stand cancelled and be dealt with in accordance with the applicable SEBI regulations.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as the "Board", which expression shall include any Committee thereof duly constituted or to be constituted by the Board) and the Key Managerial Personnel of the Company be and are hereby severally authorised to do all such acts, deeds, matters and things as may be necessary, expedient or desirable to give effect to this Resolution, including but not limited to determining and fixing the record date, making necessary applications and intimations to the Stock Exchanges, Depositories and Registrar and Transfer Agent, filing necessary forms and documents with the Registrar of Companies and other statutory authorities, issuing necessary instructions to the Registrar and Transfer Agent and Depositories, and resolving any questions, difficulties or doubts that may arise in connection with the sub-division of equity shares, without requiring any further approval of the Members of the Company.

RESOLVED FURTHER THAT the Board be and is hereby authorised to delegate all or any of the powers conferred under this Resolution to any Director, Company Secretary or other officer/executive of the Company, as may be considered necessary, and any Director and/or the Company Secretary of the Company be and are hereby severally authorised to sign, execute and submit all necessary applications, forms, returns, declarations, documents and other papers and to do all such acts, deeds and things as may be required to give effect to this Resolution."

By Order of the Board of Directors
For HYPERSOFT TECHNOLOGIES LIMITED

Manohar Reddy Pandi
Company Secretary
(M. No. A35524)

Place: Hyderabad
Date: 13.11.2026

Notes:

1. The Notice of this Postal Ballot ("Notice") was approved by the Board of Directors at its meeting held on Friday, November 13, 2026.

2. The relevant Explanatory Statement pursuant to Section 102 read with Section 110 of the Act, Rule 22 of the Rules and Listing Regulations, as amended, setting out the material facts relating to the aforesaid resolutions and the reasons thereof, is annexed hereto and forms part of this Notice.

3. The Postal Ballot Notice is being sent only through electronic mode to those Members who have registered their e-mail address with their Depository Participant(s) ('DPs') or with CIL Securities Limited, Registrar and Share Transfer Agent of the Company ('RTA') and whose names appear in the Register of Members / List of Beneficial Owners as received from Depositories i.e. National Securities Depository Limited ('NSDL')/Central Depository Services (India) Limited ('CDSL') as on Friday, November 13, 2026 ('Cut-off date') in accordance with the provisions of the Companies Act, 2013, read with Rules made thereunder and MCA Circulars. In accordance with the applicable MCA Circulars and SEBI Circulars, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope will not be sent to the Members for this Postal Ballot. The communication of the assent or dissent of the Members would take place through the process of e-voting only.

4. The Cut-off date for reckoning the voting rights of the Members of the Company is Friday, November 13, 2026 ("Cut-off date"). Member(s) holding Equity Shares as on Cut-off date may cast their vote through e-voting only and a person who is not a Member as on the Cut-off date shall treat this Notice for information purpose only. The voting rights of the Members shall be in proportion to the paid-up equity shares held by them as on the Cut-off date. The e-voting period starts on Thursday, 19th November, 2026 at 09:00 Hours (IST) and ends on Friday, 18th December, 2026 at 17:00 Hours (IST).

5. The Board of Directors of the Company, at its Meeting held on Friday, November 13, 2026 appointed M/s. SPP & Associates, Practicing Company Secretaries, Hyderabad, as the Scrutinizer for conducting the Postal Ballot (remote e-voting) process in fair and transparent manner in accordance with the provisions of Companies Act, 2013 and Rule 22 of the Companies (Management and Administration) Rules, 2014.

6. The Notice of Postal Ballot is also placed on the website of the Company i.e. www.hypersoftindia.com and the website of CDSL i.e. www.evotingindia.com and at the relevant sections of the website of the Stock Exchange on which the Shares of the Company are listed i.e. BSE Limited (www.bseindia.com).

7. Resolutions passed by the Members through Postal Ballot are deemed to have been passed on the last day of e-voting i.e. on Friday, 18th December, 2026 as if the same has been passed at a General Meeting of the Members.

8. The decision of the Scrutinizer on the validity of the votes cast through E-voting in this regard shall be final and binding.

9. All relevant documents referred in the Explanatory Statement, including the draft letter of appointment of the Independent Director, the declarations received from the appointees and the Memorandum of Association, shall be available for inspection by electronic mode, on a request e-mailed to info@hypersoftindia.com, up to the last date of voting under Postal Ballot i.e. Friday, 18th December, 2026.

10. Procedure for registering the e-mail addresses for obtaining the Notice of Postal Ballot and E-voting instructions by the Members whose e-mail addresses are not registered with the DPs (in case of Members holding shares in demat form) or with CIL Securities Limited (in case of Members holding shares in physical form) is provided hereunder.

11. Pursuant to Section 101 of the Companies Act, 2013 read with relevant Rule made there under, Companies can serve Notice and other communications through electronic mode to those Members who have registered their e-mail addresses either with the Company or with the Depository Participant(s). Members holding shares in physical form and have not registered their e-mail address can register the same with the RTA at rta@cilsecurities.com, providing the Folio number and a self-attested copy of the PAN card. Members holding shares in demat form are requested to register their e-mail addresses with their Depository Participant(s) only. Members of the Company who have registered their e-mail addresses are also entitled to receive such communication in physical form, upon request.

12. Any queries/grievances pertaining to the E-voting process, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911, or write to Mr. Manohar Reddy Pandi, Company Secretary and Compliance Officer, at info@hypersoftindia.com or on 8143858084.

13. Instructions for casting votes by electronic means are mentioned hereunder:

The e-voting period begins on Thursday, 19th November, 2026 at 09:00 Hours (IST) and ends on Friday, 18th December, 2026 at 17:00 Hours (IST). During this period shareholders of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Friday, 13th November, 2026 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

I. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and Email-Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	**Login Method**
Individual Shareholders holding securities in Demat mode	Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsl website www.cdslindia.com and click on login icon & New System Myeasi Tab.

with CDSL Depository.	After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e- Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsdl.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e- Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the e-Voting period. If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be

	redirected to e-Voting service provider website for casting your vote during the e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

Helpdesk for Individual Shareholders holding securities in Demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL.

Login type	Helpdesk
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 224-430.

Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

II. Login method for e-Voting for Physical shareholders and shareholders other than individual holding in Demat form..

1. The shareholders should log on to the e-voting website www.evotingindia.com.

2. Click on “Shareholders” module.

3. Now enter your User ID.
   a. For CDSL: 16 digits beneficiary ID,
   b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
   c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.

4. Next enter the Image Verification as displayed and Click on Login.

5. If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.

6. If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

III. After entering these details appropriately, click on "SUBMIT" tab.

IV. Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

V. For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

VI. Click on the EVSN for Hypersoft Technologies Limited on which you choose to vote.

VII. On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

VIII. Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

IX. After selecting the resolution, you have decided to vote on, click on "SUBMIT". A confirmation box will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

X. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

XI. You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

XII. If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

XIII. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

XIV. Additional Facility for Non – Individual Shareholders and Custodians –For Voting only.

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be de-link in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer at the email address sp@simplybiz.in and to the Company at the email address info@hypersoftindia.com if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.

2. For Demat shareholders - Please update your email id & mobile no. with your respective Depository Participant (DP).

3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

   If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911.

   All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai – 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 21 09911.

GENERAL INFORMATION:

14. The Scrutinizer shall after the conclusion of Postal Ballot process, will unblock the votes cast through E-voting in the presence of at least two witnesses not in the employment of the Company and shall make, not later than 2 (Two) working days of the conclusion of the Postal Ballot, a Scrutinizer's Report of the total votes cast in favor or against, if any, to the Chairman or a person authorized by him in writing, who shall countersign the same and declare the result of the voting forthwith. The Results declared along with the report of the Scrutinizer shall be placed on the website of the Company www.hypersoftindia.com and also on the website of CDSL i.e. www.evotingindia.com immediately after the declaration of result by the Chairman or the Company Secretary or any other person authorized by him in writing. The results shall also be immediately forwarded to the Stock Exchange i.e. BSE Limited.

PROCEDURE FOR INSPECTION OF DOCUMENTS:

15. Members who wish to inspect the documents, as mentioned in the Notice of the Postal Ballot or as required under the law, may write to the Company at info@hypersoftindia.com and the Company shall endeavor to provide inspection of documents by such Member. All the documents referred to in the accompanying Notice and Explanatory Statements, shall be available for inspection through electronic mode, basis the request being sent on info@hypersoftindia.com.

OTHER INFORMATION

16. Securities and Exchange Board of India ("SEBI") has mandated that securities of Listed Companies can be transferred only in dematerialized form w.e.f. April 1, 2019. Accordingly, the Company/CIL Securities Limited has stopped accepting any fresh lodgement of transfer of Shares in physical form. Members holding Shares in physical form are advised to avail of the facility of dematerialization.

17. Members are requested:

   i. Intimate to the Registrar & Transfer Agent (RTA) of the Company immediately, about any change in their address.

ii. Members holding Shares in Demat form are hereby informed that bank particulars registered with their respective Depository Participants, with whom they maintain their Demat accounts, will be used by the Company for the payment of dividend, if any. The Company or its Registrar cannot act on any request received directly from the Members holding Shares in Demat form for any change of bank particulars. Such changes are to be intimated only to the Depository Participants of the Members. Members holding Shares in Demat form are requested to intimate any change in their address and / or bank mandate immediately to their Depository Participants and not to the Company's RTA.

iii. Quote Registered Folio no. or DP ID/Client ID no. in all their correspondence to the Company or approach the RTA of the Company for consolidation of folios. Avail Nomination facility by filing in form SH-13 in accordance with Section 72 of the Companies Act, 2013 and forward the same to the RTA, if not done. (Applicable for those holding Shares in physical form). Send all Share transmission/ name deletion lodgements (physical mode)/ correspondence to the RTA of the Company, CIL Securities Limited

iv. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding Shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their Demat accounts. Members holding Shares in physical form can submit their PAN details to the Company or the Company's RTA.

By Order of the Board of Directors
For HYPERSOFT TECHNOLOGIES LIMITED

Manohar Reddy Pandi
Company Secretary
(M. No. A35524)

Place: Hyderabad
Date: 13.11.2026

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013.

Item No. 1

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, appointed Mrs. Preethi Diviti as an Additional Director and as Whole-time Director of the Company with effect from 14th November, 2026, for a term of five (5) years, on an annual remuneration of Rs. 11,00,000/- (Rupees Eleven Lakhs only), subject to the approval of the Members. Under Regulation 17(1C) of the Listing Regulations, the approval of the Members is required at the next general meeting or within three months from the date of appointment, whichever is earlier.

Mrs. Preethi Diviti holds a Bachelor of Engineering (Electrical and Electronics Engineering) degree and has about 13 years of experience in IT recruitment, including client relationship management, business development and vendor management across the Asia-Pacific region, the UK and the US. She has been associated with the Company since August 2025 and has vast experience in client relationship and business development roles. Before that, she worked with eTeams, Lancesoft, Avance Consulting, Meteorite Informatics, IBM, Accion Labs and Agile Enterprise Solutions.

The remuneration is within the limits prescribed under Sections 196 and 197 of the Act read with Schedule V. If the Company has no profits or inadequate profits in any financial year during her tenure, the same shall be paid as minimum remuneration, subject to the limits under Schedule V. As Whole-time Director, she will also be a Key Managerial Personnel of the Company under Section 203 of the Act. The Company has received from her the consent in Form DIR-2 and the intimation in Form DIR-8 that she is not disqualified under Section 164(2) of the Act.

The details required under Regulation 36(3) of the SEBI Listing Regulations and SS-2 are given below:

Particulars	Mrs. Preethi Diviti
Director Identification Number	12047004
Age	36 years
Qualification	Bachelor of Engineering (EEE)
Experience	About 13 years in IT recruitment, client relationship management and business development
Date of first appointment on the Board	14th November, 2026 (Additional Director and Whole-time Director)
Terms and conditions of appointment	Whole-time Director for five (5) years, liable to retire by rotation
Remuneration proposed	Rs. 11,00,000/- per annum
Last drawn remuneration	Rs. 11,00,000/- per annum
Shareholding in the Company	Not applicable
Relationship with other Directors and KMP	Not related to any of the Directors of the Company
Board Meetings attended in the year	Not applicable (appointed with effect from 14th November, 2026)
Other directorships and Committee memberships	Not applicable
Listed companies from which resigned in the past three years	Not applicable

Pursuant to the provisions of Sections 196, 197 and other applicable provisions of the Companies Act, 2013, read with Schedule V thereto, and Regulation 17(1C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the appointment of a Whole-time Director is subject to the approval of the Members of the Company at the next General Meeting in terms of Section 196(4) of the Act and, in terms of Regulation 17(1C) of the Listing Regulations, at the next General Meeting or within three months from the date of appointment, whichever is earlier. Accordingly, the Board of Directors seeks the approval of the Members by way of an Ordinary Resolution for the proposed appointment.

Except Mrs. Preethi Diviti and her relatives, none of the Directors, Key Managerial Personnel or their relatives is concerned or interested, financially or otherwise, in this Resolution. The Board recommends the Ordinary Resolution at Item No. 1 for the approval of the Members.

Item No. 2

The Board of Directors, on the recommendation of the Nomination and Remuneration Committee, appointed Mr. Sachin Sharma as an Additional Director in the category of Non-Executive Independent Director with effect from 14th November, 2026, for a first term of five consecutive years, subject to the approval of the Members. Under Regulations 17(1C) and 25(2A) of the Listing Regulations, his appointment must be approved by the Members by a Special Resolution at the next general meeting or within three months from the date of appointment, whichever is earlier.

Mr. Sachin Sharma is a law graduate (LLB) with eight years of experience in contract law and corporate law, specialising in the drafting and vetting of business agreements and in providing negotiation support. The Board considers that his legal expertise will benefit the Company and its governance, and the Board accordingly considers that he possesses the skills and capabilities required for the role of Independent Director, which is the justification for choosing him for the appointment.

The Company has received from Mr. Sachin Sharma his consent to act as a Director in Form DIR-2, the intimation in Form DIR-8 that he is not disqualified under Section 164(2) of the Act, a declaration that he meets the criteria of independence under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations, and a declaration that he is not debarred from holding the office of Director by any order of SEBI or any other authority. In the opinion of the Board, he fulfils the conditions for appointment as an Independent Director specified in the Act and the Listing Regulations, possesses the requisite integrity, expertise and experience, and is independent of the management. He is registered in the Independent Directors Databank maintained under Section 150 of the Act.

He will be entitled only to sitting fees for attending the Meetings of the Board and its Committees and to reimbursement of expenses, within the limits under Section 197 of the Act. The draft letter of appointment, setting out the terms and conditions of his appointment as required by Schedule IV to the Act, is available for inspection by the Members electronically.

The details required under Regulation 36(3) of the SEBI Listing Regulations and SS-2 are given below:

Particulars	Mr. Sachin Sharma
Director Identification Number	12047433
Age	35 years
Qualification	LLB
Experience	Eight years in contract law and corporate law
Date of first appointment on the Board	14th November, 2026 (Additional Director)
Terms and conditions of appointment	Appointment as Non-Executive Independent Director of the Company for first term of five consecutive years, not liable to retire by rotation
Remuneration proposed	Sitting fees only
Last drawn remuneration	Not applicable
Shareholding in the Company	Not applicable
Relationship with other Directors and KMP	Not related to any of the Directors of the Company
Board Meetings attended in the year	Not applicable (appointed with effect from 14th November, 2026)
Other directorships and Committee memberships	Not applicable
Listed companies from which resigned in the past three years	Not applicable

Pursuant to the provisions of Regulation 25(2A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the appointment of an Independent Director is subject to the approval of the Members by way of a Special Resolution. Further, in terms of Regulation 17(1C) of the said Regulations, such approval shall be obtained at the next General Meeting or within three months from the date of appointment, whichever is earlier. Accordingly, the Board of Directors seeks the approval of the Members by way of a Special Resolution for the proposed appointment.

Except Mr. Sachin Sharma and his relatives, none of the Directors, Key Managerial Personnel or their relatives is concerned or interested, financially or otherwise, in this Resolution. The Board recommends the Special Resolution at Item No. 2 for the approval of the Members.

Item No. 3

The Board of Directors proposes to sub-divide each equity share of the Company of the face value of Rs. 10/- into five equity shares of the face value of Rs. 2/- each, as permitted by Section 61(1)(d) of the Act read with the Articles of Association of the Company, subject to the approval of the Members. The Company's strong financial performance and sustained growth have driven the share price significantly higher. A lower price per share will make the shares more accessible and affordable to retail investors, employees and long-term supporters, and will enhance liquidity and participation in trading. The sub-division does not change the total market capitalisation of the Company, the paid-up capital, or the proportionate shareholding of any Member.

On the sub-division, the 8,44,51,700 listed and paid-up equity shares of Rs. 10/- each will become 42,22,58,500 equity shares of Rs. 2/- each, and the paid-up capital of Rs. 84,45,17,000/- will remain the same.

The Record Date for the sub-division will be fixed after the approval of the Members and will be intimated to the Stock Exchanges in accordance with the Listing Regulations. The sub-division requires the consequential alteration of Clause V (Capital Clause) of the Memorandum of Association in terms of Sections 13 and 61 of the Act, which forms part of the same Ordinary Resolution. The Authorised Share Capital remains the same in rupee value and will be divided into 53,50,00,000 equity shares of Rs. 2/- each. A copy of the Memorandum of Association, with the proposed alteration, is available for inspection by the Members electronically.

The share capital structure of the Company before and after the proposed sub-division of equity shares is as under:

Type of Capital	Pre-sub-division Capital Structure			Post-sub-division Capital Structure		
	No. of Shares	Face Value (Rs.)	Total Share Capital (Rs.)	No. of Shares	Face Value (Rs.)	Total Share Capital (Rs.)
Authorised Share Capital	10,70,00,000	10	1,07,00,00,000	53,50,00,000	2	1,07,00,00,000
Subscribed and Paid-up Share Capital	8,44,51,700	10	84,45,17,000	42,22,58,500	2	84,45,17,000

All equity shares arising from the sub-division shall rank pari passu in all respects, and the rights attached to the shares and the proportionate shareholding of each Member shall remain unchanged. The Record Date for determining the Members entitled to receive the sub-divided shares shall be fixed by the Board after obtaining Members' approval and intimated to the Stock Exchanges in accordance with Regulation 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”). The sub-division shall be implemented in coordination with the Stock Exchanges, Depositories and Registrar and Transfer Agent, including obtaining the necessary approvals and new ISIN, wherever applicable. The sub-divided shares held in dematerialised form shall be credited to the respective demat accounts, while shares held in physical form shall be dealt with in accordance with applicable SEBI regulations.

Any dividend declared before the Record Date shall be paid based on the pre-sub-division shareholding. The Company shall also file the requisite notice of alteration of share capital with the Registrar of Companies in Form SH-7 within thirty days of the approval of the Members, in accordance with Section 64 of the Act.

As on the date of this Notice, the Company has no outstanding stock options, warrants or other convertible securities requiring adjustment pursuant to the proposed sub-division.

Any alteration of the share capital pursuant to Sections 61 and 13 of the Companies Act, 2013 requires the approval of the Members by way of an Ordinary Resolution. Accordingly, the Board of Directors seeks the approval of the Members by way of an Ordinary Resolution for the proposed sub-division of equity shares and the consequential alteration of Clause V of the Memorandum of Association of the Company.

None of the Directors, Key Managerial Personnel or their respective relatives is concerned or interested, financially or otherwise, in this Resolution, except to the extent of their shareholding, if any, in the Company.

By Order of the Board of Directors
For HYPERSOFT TECHNOLOGIES LIMITED

Manohar Reddy Pandi
Company Secretary
(M. No. A35524)

Place: Hyderabad
Date: 13.11.2026