

Date- 13<sup>th</sup> February 2026

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

USA

**Scrip Code: 531268, Scrip Symbol: B2BSOFT**  
**ISIN: INE151B01011**

**Sub: Postal Ballot Notice – Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")**

Dear Sir/Ma'am,

Pursuant to Regulation 30 of the Listing Regulations, please find enclosed herewith the postal ballot notice ("Notice") dated January 30, 2026, for seeking shareholders' approval by way of Ordinary resolutions through postal ballot via remote e-voting on the following items:

- Approval for issue of Bonus Shares in the ratio of 1:2 (One (1) new bonus equity share for every Two (2) existing fully paid-up equity shares).
- Increase in Authorised Share capital from ₹12 Crores to ₹18 Crores and consequential amendment in Clause V of the Memorandum of Association

Further, the Notice is also available at the website of the Company i.e. [https://b2bsoftech.com/Investors\\_Column/Postal\\_ballot\\_Notice.pdf](https://b2bsoftech.com/Investors_Column/Postal_ballot_Notice.pdf) and the website of the Registrar and Share Transfer Agent ("RTA"), CIL Securities Limited, i.e. [www.cilsecurities.com](http://www.cilsecurities.com).

In accordance with applicable laws and circulars issued by MCA and SEBI, the dispatch of the said Notice has commenced electronically on Friday, February 13, 2026 to all the members of the Company whose names appear in the register of members / register of beneficial owners maintained by the depositories as on **Saturday, February 07, 2026 ("Cut-off date")** and whose email IDs are registered with the Company /CIL Securities Limited, Registrar and Transfer Agent ('RTA') / Depository Participants ('DPs'). The communication of assent/ dissent of the members on the Ordinary resolutions proposed in the Notice will only take place through the remote e-voting system.

The Company has appointed Central Depository Services (India) Limited ('CDSL') for facilitating e-voting to enable the members to cast their votes electronically. The remote e-voting period shall commence on **Sunday, February 15, 2026, at 9:00 a.m. (IST) and shall end on Monday, March 16, 2026, at 5:00 p.m. (IST) (both days inclusive).**

The results of the postal ballot shall be announced on or before **Wednesday, March 18, 2026**. Further, the voting results along with the scrutinizer's report shall be uploaded on the website of the Company i.e. [www.b2bsoftech.com](http://www.b2bsoftech.com) and CDSL i.e. [www.evotingindia.com](http://www.evotingindia.com) and shall also be communicated to and uploaded on the websites of BSE Ltd. i.e. [www.bseindia.com](http://www.bseindia.com).

This is for your information and records.

Thanking You,  
Yours Faithfully

**For B2B SOFTWARE TECHNOLOGIES LIMITED**

VANAPALLI BALA  
BALA SUBRAMANYAM  
SUBRAMANYAM

Digitally signed by VANAPALLI  
BALA SUBRAMANYAM  
Date: 2026.02.13 17:02:51 +05'30'

**BALA SUBRAMANYAM VANAPALLI**

Executive director

DIN: 06399503

**B2B SOFTWARE TECHNOLOGIES LIMITED**

Registered Office: 3rd Floor, AVR Towers, 6-3-1112, Behind West Side Showroom,  
Near Somajiguda Circle, Begumpet, Hyderabad - 500016  
Phone: 040 - 23372522, 23375926, Fax: 040 - 233223285  
Email id: investorservice@b2bsofttech.com Website: www.b2bsofttech.com  
CIN: L72200TG1994PLC018351

**NOTICE OF POSTAL BALLOT****NOTICE OF POSTAL BALLOT**

[Pursuant to Section 110 of the Companies Act, 2013 read with the Companies  
(Management and Administration) Rules, 2014, each as amended]

Dear Member(s),

NOTICE is hereby given pursuant to Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013, ('Act') (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, ('Rules'), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') and the Secretarial Standard on General Meetings issued by The Institute of Company Secretaries of India ('SS-2'), each as amended, and in accordance with the requirements prescribed by the Ministry of Corporate Affairs ('MCA') read with its General Circulars dated April 8, 2020, April 13, 2020, along with subsequent circulars issued in this regard and the latest dated September 22, 2025 (collectively referred to as 'MCA Circulars'), to transact the special business as set out hereunder by passing Ordinary Resolutions, as applicable, by way of Postal Ballot, only by voting through electronic means ('remote e-voting'). In compliance with the aforesaid MCA Circulars, this Postal Ballot Notice ('Notice') is being sent by B2B Software Technologies Limited ('the Company') only through electronic mode to those Members whose e-mail addresses are registered with the Company / CIL Securities Limited, Registrar and Transfer Agent ('RTA') / Depository Participants ('DPs'). The communication of the assent or dissent of the Members would only take place through the remote e-voting system. Accordingly, physical copy of the Notice along with Postal Ballot Form and pre-paid business reply envelope are not being sent to the Members for this Postal Ballot. The instructions for remote e-voting along with the procedure for registration of e-mail address is appended in the Notes section of this Notice. In compliance with Regulation 44 of the SEBI Listing Regulations and pursuant to the provisions of Sections 108 and 110 of the Act read with the Rules, MCA Circulars and SS-2, the Company is providing remote e-voting facility to its Members, to enable them to cast their votes electronically instead of submitting the Postal Ballot Form physically. The Company has engaged the services of Central Depository Services (India) Limited ('CDSL') for the purpose of providing remote e-voting facility to its Members. The Explanatory Statement pursuant to Sections 102 and 110 and other applicable provisions of the Act, pertaining to the said resolutions setting out the material facts and the reasons / rationale thereof are annexed to this Notice. The Notice will also be placed on the website of the Company at "[https://b2bsofttech.com/Investors\\_Column/Postal\\_ballot\\_Notice.pdf](https://b2bsofttech.com/Investors_Column/Postal_ballot_Notice.pdf)" and on the website of CDSL at "[www.evotingindia.com](http://www.evotingindia.com)". The Notice can also be accessed from the website of BSE Limited ('BSE') at "[www.bseindia.com](http://www.bseindia.com)". Members desirous of exercising their vote through the remote e-voting facility arranged by the Company are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of this Notice for casting votes by remote e-voting not later than 5:00 p.m. (IST) on Monday, 16<sup>th</sup> March, 2026. The remote e-voting facility will be disabled by CDSL immediately thereafter and voting shall not be allowed beyond the said date and time. The Board of Directors of the Company had appointed Mr. Sri Manikya Ram Devata (Membership No. ACS 14939/C.P. No. 4239) Proprietor of DSMR & Associates, Practicing Company Secretaries, as the Scrutiniser to scrutinise the remote e-voting process in a fair and transparent manner. After completion of scrutiny of the votes cast, the Scrutiniser will submit the report to the Chairman of the Company, or any other person authorised by him. The result declared, along with the Scrutiniser's Report, shall be announced by the Chairman or such person as authorised, on or before 5:00 p.m. (IST) on Wednesday, 18<sup>th</sup> March, 2026. The Scrutiniser's decision on the validity of votes cast will be final. The said results along with the Scrutiniser's Report will be displayed on the website of the Company at [https://b2bsofttech.com/Investors\\_Column/Postal\\_ballot\\_Results.pdf](https://b2bsofttech.com/Investors_Column/Postal_ballot_Results.pdf), the website of CDSL at "[www.evotingindia.com](http://www.evotingindia.com)" and shall also be communicated to BSE, where the Equity Shares of the Company are listed at "[www.bseindia.com](http://www.bseindia.com)".

**B2B SOFTWARE TECHNOLOGIES LIMITED**

Registered Office: 3rd Floor, AVR Towers, 6-3-1112, Behind West Side Showroom,  
Near Somajiguda Circle, Begumpet, Hyderabad - 500016  
Phone: 040 - 23372522, 23375926, Fax: 040 - 233223285  
Email id: investorservice@b2bsofttech.com Website: www.b2bsofttech.com  
CIN: L72200TG1994PLC018351

**NOTICE OF POSTAL BALLOT****SPECIAL BUSINESS:**

1. Approval for issue of Bonus Shares in the ratio of 1:2 (One (1) new bonus equity share for every Two (2) existing fully paid-up equity shares)

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

RESOLVED THAT in accordance with Section 63 and other applicable provisions of the Companies Act, 2013 ("the Act") read with Companies (Share Capital and Debentures) Rules, 2014 ("Rules"), Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR"), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR") and Foreign Exchange Management Act, 1999 ("FEMA") [including any statutory modification(s) or re-enactment(s) of the Act, Rules, SEBI ICDR, SEBI LODR and FEMA for the time being in force] and other applicable regulations, rules and guidelines issued, from time to time, by Ministry of Corporate Affairs ("MCA"), Securities and Exchange Board of India ("SEBI"), Reserve Bank of India ("RBI"), the Articles of Association of the Company and subject to such permissions, consents and approvals as may be required from the concerned authorities, approval of the members be and is hereby accorded to the Board of Directors of the Company ("the Board", the term which shall include any Committee authorized by the Board to exercise its powers including powers conferred on the Board by this resolution) for capitalisation of a sum not exceeding ₹5,79,27,000 out of the retained earnings of the Company, as per the audited financial statements for the year ended 31<sup>st</sup> March 2025, for the purpose of issue and allotment of bonus equity shares of ₹10/- (Rupee Ten only) each, to the eligible members of the Company holding fully paid-up equity shares of the Company whose names appear in the Register of Members/ Beneficial Owners as on the 'Record Date', as may be determined by the Board for this purpose, in the ratio of One (1) new bonus equity share for every Two (2) existing fully paid-up equity share held by the members and that the new bonus equity shares so issued and allotted shall, for all purposes, be treated as an increase in the paid-up equity share capital of the Company held by each such member and not as an income of the members.

RESOLVED FURTHER THAT the bonus equity shares so allotted shall rank pari-passu in all respects with the existing fully paid-up equity shares of the Company as on the Record Date.

RESOLVED FURTHER THAT the bonus equity shares so allotted shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company.

RESOLVED FURTHER THAT no letter of allotment shall be issued in respect of the aforesaid bonus equity shares.

RESOLVED FURTHER THAT the bonus equity shares so allotted shall be credited only in dematerialised form to the beneficiary accounts of the members with their respective Depository Participant(s), and in the case of members who hold equity shares in physical form, the bonus equity shares so allotted shall be credited to a separate suspense escrow demat account until such bonus equity shares are credited by the Company in dematerialised form to the beneficiary accounts of such members with their respective Depository Participant(s), subject to the Act, SEBI LODR, SEBI ICDR or any other applicable laws, regulations, rules and guidelines as may be issued by MCA, SEBI or any other authority in this regard, and the voting rights of such bonus equity shares held in the suspense escrow demat account shall remain frozen.

**B2B SOFTWARE TECHNOLOGIES LIMITED**

Registered Office: 3rd Floor, AVR Towers, 6-3-1112, Behind West Side Showroom,  
Near Somajiguda Circle, Begumpet, Hyderabad - 500016  
Phone: 040 - 23372522, 23375926, Fax: 040 - 233223285  
Email id: investorservice@b2bsofttech.com Website: www.b2bsofttech.com  
CIN: L72200TG1994PLC018351

**NOTICE OF POSTAL BALLOT**

RESOLVED FURTHER THAT the issue and allotment of the bonus equity shares to the extent that they relate to Non-Resident Indians ("NRIs"), Overseas Corporate Bodies ("OCBs"), Foreign Portfolio Investors ("FPIs"), Foreign Institutional Investors ("FIIs") and other foreign investors shall be made in accordance with the applicable provisions of the Foreign Exchange Management Act, 1999 and the rules and regulations framed thereunder, as amended from time to time.

RESOLVED FURTHER THAT as a result of implementation of this resolution, any member(s) who becomes entitled to a fraction of a new equity share(s) to be allotted as bonus share(s), the Company shall not issue any share or coupon or cash in respect of such fractional share(s), however, the total number of such new equity share(s) representing such fractional entitlement of all the members of the Company, shall be allotted by the Board to a nominee or nominee(s) or trustee or trustee(s) to be appointed by the Board, who shall hold such fractional share(s) as trustee(s) for the equity shareholders who shall have been entitled to such fractional share(s) in case the same were issued/allotted to them and such nominee(s) or trustee(s) will sell such share(s) allotted to by the Company representing such fractional share(s), as soon as possible, at prevailing market rate(s) and net sale proceeds of such share(s)/fractional share(s), after adjusting cost and expenses in respect thereof, be distributed among such member(s) who are entitled to such fractional share(s) in proportion of their respective holdings and/or their respective fractional entitlement thereof.

RESOLVED FURTHER THAT the Board be and is hereby authorised to make appropriate adjustments due to bonus issue of equity shares, to the stock options granted under the Company's Employees' Stock Option Scheme – 2024, pursuant to SEBI (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999, SEBI (Share Based Employee Benefits) Regulations, 2014 and SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as amended from time to time, such that the exercise price for all outstanding stock options (vested but not exercised and unvested stock options), the number thereof and the number of stock options available for future grant(s) as on the Record Date shall be proportionately adjusted.

RESOLVED FURTHER THAT the Board be and is hereby authorized to take necessary steps for listing of such bonus equity shares on the Stock Exchanges where the equity shares of the Company are listed, as per the provisions of the SEBI LODR and other applicable regulations, rules and guidelines.

RESOLVED FURTHER THAT for the purposes of giving effect to the issue, allotment and listing of bonus equity shares as resolved hereinbefore, the Board, Executive Director and the Company Secretary and Compliance Officer of the Company, be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things, as may be deemed necessary or desirable for such purpose, to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard including without limitation, filing application(s), registration(s), statement(s), e-form(s), if any, and other documents with MCA, SEBI, RBI, BSE Limited, NSDL, CDSL or any other regulatory authority, to give effect to this Resolution.

2. Increase in Authorised Share capital from ₹12 Crores to ₹18 Crores and consequential amendment in Clause V of the Memorandum of Association:

To consider and, if thought fit, to pass the following resolution as an Ordinary Resolution:

RESOLVED THAT in accordance with Sections 13, 61 and other applicable provisions of the Companies Act,



**B2B SOFTWARE TECHNOLOGIES LIMITED**

Registered Office: 3rd Floor, AVR Towers, 6-3-1112, Behind West Side Showroom,  
Near Somajiguda Circle, Begumpet, Hyderabad - 500016  
Phone: 040 - 23372522, 23375926, Fax: 040 - 233223285  
Email id: investorservice@b2bsofttech.com Website: www.b2bsofttech.com  
CIN: L72200TG1994PLC018351

**NOTICE OF POSTAL BALLOT**

2013 and rules framed thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Articles of Association of the Company, approval of the members be and is hereby accorded to increase the Authorised Share Capital of the Company from ₹12,00,00,000/- (Rupees Twelve crore only) divided into 1,20,00,000 (One crore Twenty Lakh) equity shares of ₹10/- (Rupees Ten only) each to ₹18,00,00,000/- (Rupees Eighteen crore only) divided into 1,80,00,000 (One Crore Eighty lakhs) Equity Shares of ₹10/- (Rupees Ten only) by creation of an additional 60,00,000 (Sixty Lakh) equity shares of ₹10/- (Rupees Ten only) each and consequently, the existing Clause V of the Memorandum of Association of the Company be and is hereby substituted with the following new Clause V:

The Authorized Share Capital of the Company is ₹18,00,00,000/- (Rupees Eighteen Crores only) divided into 1,80,00,000 (One Crore Eighty lakhs) Equity Shares of ₹10/- (Rupees Ten only) each with such rights, privileges and conditions attached thereto as may be prescribed by the regulations of the company. The company has and shall always have the power to divide the share capital from time to time into different kinds of shares to vary, modify and abrogate any rights, privileges and conditions attached to the shares in such manners as may for the time being provided in the regulations of the company, but subject to the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT for the purposes of giving effect to the increase in the Authorised Share Capital of the Company as resolved hereinbefore, the Board of Directors of the Company ("the Board", the term which shall include any Committee authorized by the Board to exercise its powers including powers conferred on the Board by this resolution), Executive Director and the Company Secretary and Compliance Officer of the Company, be and are hereby severally authorized on behalf of the Company to do all such acts, deeds, matters and things, as may be deemed necessary or desirable for such purpose, to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard, and all action(s) taken by the Company in connection with any matter referred to or contemplated in this Resolution, be and are hereby approved, ratified and confirmed in all respects.

By order of the Board  
For **B2B SOFTWARE TECHNOLOGIES LIMITED**

Sd/-

**Bala Subramanyam Vanapalli**  
Executive Director  
(DIN: 06399503)

Date: 30<sup>th</sup> January, 2026  
Place: Hyderabad

Registered Office:

**B2B SOFTWARE TECHNOLOGIES LIMITED**

3rd Floor, AVR Towers, 6-3-1112, Behind Westside Showroom,

Near Somajiguda Circle, Begumpet, Hyderabad - 500016

Phone: 040 - 23372522, 23375926, Fax: 040 - 233223285

Email Id: investorservice@b2bsofttech.com, Website: www.b2bsofttech.com

CIN: L72200TG1994PLC018351

**B2B SOFTWARE TECHNOLOGIES LIMITED**

Registered Office: 3rd Floor, AVR Towers, 6-3-1112, Behind West Side Showroom,  
Near Somajiguda Circle, Begumpet, Hyderabad - 500016  
Phone: 040 - 23372522, 23375926, Fax: 040 - 233223285  
Email id: investorservice@b2bsofttech.com Website: www.b2bsofttech.com  
CIN: L72200TG1994PLC018351

**NOTICE OF POSTAL BALLOT****Notes:**

1. The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 (the "Act") setting out material facts of the aforesaid items is annexed hereto as Annexure I and which forms part of this Postal Ballot Notice.
2. All documents required to be kept open for inspection, if any, shall be open for inspection at the Registered office of the Company during Business Hours on all working days (except Saturdays, Sundays and Holidays). Such documents shall also be made available on the Company's website "www.b2bsofttech.com" to facilitate online inspection till the date of announcement of the results of this Postal Ballot.
3. The Company has appointed Mr. Sri Manikya Ram Devata (Membership No.A14939 and Certificate of Practice No.4239), Proprietor of DSMR & Associates, Company Secretaries, Hyderabad, as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner. The Scrutinizer will submit his report after completion of the scrutiny on or before Wednesday, 18<sup>th</sup> March, 2026. The Chairman, or any other person authorised by the Chairman, shall declare the result of the voting forthwith and the same will be communicated to the BSE Limited and shall also be available on the Company's website "[https://b2bsofttech.com/Investors\\_Column/Postal\\_ballot\\_Results.pdf](https://b2bsofttech.com/Investors_Column/Postal_ballot_Results.pdf)" and on CDSL web link "[www.evotingindia.com](http://www.evotingindia.com)" as also displayed at the registered office of the Company. The resolutions, if assented by the requisite majority, shall be deemed to be passed on the last date specified for e-voting, i.e. Monday, 16<sup>th</sup> March, 2026, in terms of the Secretarial Standards on General Meeting (SS2) issued by the Institute of Company Secretaries of India.
4. In terms of Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the Listing Regulations, the advertisement pertaining to this Postal Ballot is being published in one English national daily newspaper circulating throughout India (in English language) and one Telugu daily newspaper circulating in Hyderabad (in vernacular language, i.e. Telugu).

**CUT-OFF DATE**

5. The Cut-off Date for the purpose of ascertaining shareholders entitled for voting through this Postal Ballot is Saturday, 07<sup>th</sup> February, 2026 (hereinafter referred to as the "Cut-off Date"). A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories for fully paid-up shares as on the Cut-off Date only, shall be entitled to vote in this Postal Ballot. A person who is not a shareholder as on the Cut-off Date should treat this Postal Ballot Notice for information purpose only.

**DISPATCH OF POSTAL BALLOT NOTICE**

6. This Postal Ballot Notice is being sent to all the shareholders whose name appear on the Register of Members / List of Beneficial Owners as on the Cut-off Date, i.e. Saturday, 07<sup>th</sup> February, 2026 is being sent in electronic form to those shareholders whose email address is registered with the CIL Securities Limited, the Company's Registrar and Share Transfer Agent or Depository Participants and such shareholders are requested to record their assent or dissent through remote e-voting facility provided for this Postal Ballot.
7. Shareholders whose name appear on the Register of Members / List of Beneficial Owners as on the Cut-off Date will only be considered eligible for the purpose of e-voting and such shareholders are requested to record their assent or dissent through remote e-voting facility only and hard copy of this Postal Ballot Notice along with Postal Ballot Forms and prepaid business envelope will not be sent to the shareholders for this Postal Ballot.
8. A copy of this Postal Ballot Notice, Explanatory Statement, remote e-voting instructions and Postal Ballot Forms is available on the Company's website "[https://b2bsofttech.com/Investors\\_Column/Postal\\_ballot\\_Notice.pdf](https://b2bsofttech.com/Investors_Column/Postal_ballot_Notice.pdf)", CDSL website at "[www.evotingindia.com](http://www.evotingindia.com)" and also on the website of BSE Limited "[www.bseindia.com](http://www.bseindia.com)".
9. Members who have still not registered their email IDs are requested to do so at the earliest as under:
  - Members holding shares in electronic mode can get their email ID registered by contacting their respective Depository Participant where they maintain their demat accounts.

**B2B SOFTWARE TECHNOLOGIES LIMITED**

Registered Office: 3rd Floor, AVR Towers, 6-3-1112, Behind West Side Showroom,  
Near Somajiguda Circle, Begumpet, Hyderabad - 500016  
Phone: 040 - 23372522, 23375926, Fax: 040 - 233223285  
Email id: investorservice@b2bsofttech.com Website: www.b2bsofttech.com  
CIN: L72200TG1994PLC018351

**NOTICE OF POSTAL BALLOT**

- Members holding shares in physical mode or who have not registered / updated their email address are requested to register their email ID with CIL Securities Limited. Requests can be sent by email to [rta@cilsecurities.com](mailto:rta@cilsecurities.com)
- Members are requested to support this Green Initiative effort of the Company and get their email ID registered to enable the Company to send documents such as notices, annual reports, and other documents in electronic form. Those members who have already registered their email addresses are requested to keep their email addresses validated with their Depository Participants / CIL Securities Limited to enable servicing of notice, annual reports, other documents in electronic form.
- Please note that as a valued member of the Company, you are always entitled to request and receive all such communication in physical form free of cost. Further, the documents served through email are available on the Company's website "[https://b2bsofttech.com/Investors\\_Column/Postal\\_ballot\\_Notice.pdf](https://b2bsofttech.com/Investors_Column/Postal_ballot_Notice.pdf)" and are also available for inspection at the Registered Office of the Company during specified business hours.

**REMOTE E-VOTING:**

10. In compliance with the provisions of Section 108 of the Act, Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the Listing Regulations read with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 9<sup>th</sup> December 2020 relating to 'e-voting Facility Provided by Listed Entities' ("SEBI e-voting Circular"), the Company is providing the facility to the shareholders to exercise their right to vote on the proposed resolutions electronically ("remote e-voting"). CDSL, will provide the remote e-voting facility to enable the shareholders to exercise their right to vote on resolutions proposed to be considered through this Postal Ballot Notice by electronic means.
11. The remote e-voting period commences on **Sunday, 15<sup>th</sup> February, 2026 9.00 a.m. IST up to Monday, 16<sup>th</sup> March, 2026 5.00 p.m. IST**. During this period, the shareholders of the Company holding either in physical form or in demat form, as on the Cut-off Date, i.e. Saturday, 07<sup>th</sup> February, 2026, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by a member, whether partially or otherwise, the member shall not be allowed to change it subsequently or cast the vote again.
12. Any person holding shares in physical form and non-individual shareholders holding shares as of the Cut-off Date, may obtain the login ID and password by sending a request at [helpdesk.evoting@cdslindia.com](mailto:helpdesk.evoting@cdslindia.com). In case they are already registered with CDSL remote e-voting, they can use their existing User ID and password for e-voting (details of user id and password are printed in the Postal Ballot Notice).
13. In terms of SEBI e-voting Circular, e-voting process has been enabled for all 'individual demat account holders', by way of a single login credential, through their demat accounts / websites of Depositories / Depository Participant(s) ("DP"). The detailed procedure for remote e-voting is given below.
14. Individual members having demat account(s) would be able to cast their vote without having to register again with the e-voting service provider ("ESP"), i.e. CDSL, thereby not only facilitating seamless authentication but also ease and convenience of participating in the e-voting process. Members are advised to update their mobile number and email ID with their DPs to access the e-voting facility.
15. **The procedure for remote e-voting is as under:**
  - I Method of login / access to Depositories (NSDL / CDSL) e-voting system in case of individual members holding shares in demat mode. A copy of this Postal Ballot Notice, Explanatory Statement, remote e-voting instructions are available on the Company's website "[https://b2bsofttech.com/Investors\\_Column/Postal\\_ballot\\_Notice.pdf](https://b2bsofttech.com/Investors_Column/Postal_ballot_Notice.pdf)", CDSL website at "[www.evotingindia.com](http://www.evotingindia.com)" and also on the website of BSE Limited "[www.bseindia.com](http://www.bseindia.com)".

**B2B SOFTWARE TECHNOLOGIES LIMITED**

Registered Office: 3rd Floor, AVR Towers, 6-3-1112, Behind West Side Showroom,  
Near Somajiguda Circle, Begumpet, Hyderabad - 500016

Phone: 040 - 23372522, 23375926, Fax: 040 - 233223285

Email id: investorservice@b2bsofttech.com Website: www.b2bsofttech.com

CIN: L72200TG1994PLC018351

**NOTICE OF POSTAL BALLOT**

Type of shareholders	Login Method
Individual members Holding securities in demat mode under with NSDL Depository	<p><b>A. Instructions for existing Internet-based Demat Account Statement (“IDeAS”) facility Users:</b></p> <ol style="list-style-type: none"> <li>Visit the e-services website of NSDL <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>.</li> <li>On the e-services home page click on the “Beneficial Owner” icon under “Login” under ‘IDeAS’ section.</li> <li>A new page will open. Enter the existing User ID and password for accessing IDeAS</li> <li>After successful authentication, members will be able to see e-voting services under ‘Value Added Services’. Please click on “Access to e-voting” under e-voting services, after which the e-voting page will be displayed.</li> <li>Click on company name, i.e. ‘B2B Software Technologies Limited, or e-voting service provider, i.e. CDSL India Limited.</li> <li>Members will be re-directed to CDSL website for casting their vote during the remote evoting period.</li> </ol> <p><b>B. Instructions for those Members who are not registered under IDeAS:</b></p> <ol style="list-style-type: none"> <li>Visit <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> for registering.</li> <li>Select “Register Online for IDeAS Portal” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/ SecureWeb/IdeasDirectReg.jsp</a>.</li> <li>Visit the e-voting website of NSDL <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a>.</li> <li>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.</li> <li>Members will have to enter their User ID (i.e. the sixteen digits demat account number held with NSDL), password / OTP and a Verification Code as shown on the screen.</li> <li>After successful authentication, members will be redirected to NSDL Depository site wherein they can see e-voting page.</li> <li>Click on company name, i.e. B2B Software Technologies Limited, or e-voting service provider name, i.e. CDSL, after which the member will be redirected to e-voting service provider website for casting their vote during the remote e-voting period.</li> </ol>
Individual members Holding securities in demat mode with CDSL Depository	<p><b>A. Instructions for existing users who have opted for Electronic Access to Securities Information (“Easi / Easiest”) facility:</b></p> <ol style="list-style-type: none"> <li>Visit CDSL website- <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; My Easi New (Token)</li> <li>Click on New System MyEasi.</li> <li>Login to MyEasi option under quick login.</li> <li>Enter the registered User ID and password for accessing Easi / Easiest.</li> <li>Members will be able to view the e-voting Menu.</li> <li>The Menu will be redirected to the e-voting page of CDSL to cast their vote without any further authentication.</li> </ol> <p><b>B. Instructions for users who have not registered for Easi / Easiest:</b></p> <ol style="list-style-type: none"> <li>Visit <a href="https://web.cdslindia.com/myeasi/Registration/">https://web.cdslindia.com/myeasi/Registration/</a> EasiRegistration for registering.</li> <li>Proceed to complete registration using the DP ID, Client ID (BO ID), etc.</li> <li>After successful registration, please follow the steps given in point no.A above to cast vote.</li> </ol> <p><b>C. Alternatively, instructions for directly accessing the e-voting website of CDSL:</b></p> <ol style="list-style-type: none"> <li>Visit <a href="http://www.cdslindia.com">www.cdslindia.com</a></li> <li>Provide Demat Account Number and PAN</li> <li>System will authenticate user by sending OTP on registered mobile and email as recorded in the Demat Account.</li> <li>After successful authentication, please enter the e-voting module of CDSL. Click on the evoting link available against the name of the Company, viz., ‘B2B Software Technologies Limited’ or select CDSL.</li> <li>Members will be re-directed to the e-voting page to cast their vote without any further authentication.</li> </ol>



**B2B SOFTWARE TECHNOLOGIES LIMITED**

Registered Office: 3rd Floor, AVR Towers, 6-3-1112, Behind West Side Showroom,  
Near Somajiguda Circle, Begumpet, Hyderabad - 500016

Phone: 040 - 23372522, 23375926, Fax: 040 - 233223285

Email id: investorservice@b2bsofttech.com Website: www.b2bsofttech.com

CIN: L72200TG1994PLC018351

**NOTICE OF POSTAL BALLOT**

Type of shareholders	Login Method
Individual members login through their demat accounts / Website of Depository Participant(s)	<b>A. Instructions for login through Demat Account / website of Depository Participant</b> <ol style="list-style-type: none"> <li>Members can also login using the login credentials of their demat account through their DP registered with the Depositories for e-voting facility.</li> <li>Once logged-in, members will be able to view e-voting option.</li> <li>Upon clicking on e-voting option, members will be redirected to the NSDL / CDSL website after successful authentication, wherein they will be able to view the e-voting feature.</li> <li>Click on options available against B2B Software Technologies Limited or CDSL.</li> <li>Members will be redirected to e-voting website of CDSL for casting their vote during the remote e voting period without any further authentication.</li> </ol>
Important note: Members who are unable to retrieve User ID / Password are advised to use Forgot User ID and Forgot Password option available at respective websites.	
Helpdesk for Individual members holding securities in demat mode for any technical issues related to login through NSDL / CDSL:	
Securities held with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at held.evoting@nsdl.co.in or call at : 022-4886 7000 and 022-2499 7000
Securities held with CDSL	Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 18002109911

- ii. Method of login / access to CDSL e-voting system in case of all members holding shares in physical mode and nonindividual members holding shares in demat mode

Type of shareholders	Login Method
Members whose email IDs are registered with the Company / Depository Participant(s)	<b>A. Instructions for Members whose email IDs are registered with the Company / Depository Participant(s)</b> <p>Members whose email IDs are registered with the Company / Depository Participant(s) will receive an email from CDSL which will include details of e-voting Event Number (EVEN), User ID and password. They will have to follow the following process:</p> <ol style="list-style-type: none"> <li>Launch internet browser by typing the URL: <a href="https://evotingindia.com/">https://evotingindia.com/</a></li> <li>Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (e-Voting Event Number) followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if a member is registered with CDSL for e-voting, they can use their existing User ID and password for casting the vote.</li> <li>After entering these details appropriately, click on "LOGIN".</li> <li>Members will now reach password change Menu wherein they are required to mandatorily change the password. The new password shall comprise of minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric value (0-9) and a special character (@, #, \$, etc.,). The system will prompt the member to change their password and update their contact details viz. mobile number, email ID etc. on first login. Members may also enter a secret question and answer of their choice to retrieve their password in case they forget it. It is strongly recommended that members do not share their password with any other person and that they take utmost care to keep their password confidential.</li> <li>Members would need to login again with the new credentials.</li> <li>On successful login, the system will prompt the member to select the "EVEN", viz., 'B2B Software Technologies Limited – Postal Ballot and click on "Submit"</li> </ol>

**B2B SOFTWARE TECHNOLOGIES LIMITED**

Registered Office: 3rd Floor, AVR Towers, 6-3-1112, Behind West Side Showroom,  
Near Somajiguda Circle, Begumpet, Hyderabad - 500016  
Phone: 040 - 23372522, 23375926, Fax: 040 - 233223285  
Email id: investorservice@b2bsofttech.com Website: www.b2bsofttech.com  
CIN: L72200TG1994PLC018351

**NOTICE OF POSTAL BALLOT**

Type of shareholders	Login Method
	<p>vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date under “FOR/AGAINST” or alternatively, a member may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/AGAINST” taken together shall not exceed the total shareholding as mentioned herein above. A member may also choose the option ABSTAIN. If a member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.</p> <p>viii. Members holding multiple folios / demat accounts shall choose the voting process separately for each folio / demat account.</p> <p>ix. Voting has to be done for each item of the Postal Ballot Notice separately. In case members do not desire to cast their vote on any specific item, it will be treated as abstained.</p> <p>x. Members may then cast their vote by selecting an appropriate option and click on “Submit”.</p> <p>xi. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once members have voted on the resolution(s), they will not be allowed to modify their vote. During the voting period, members can login any number of times till they have voted on the Resolution(s).</p> <p>xii. Corporate/ Institutional members (corporate / FIs / FIIs / trust / mutual funds / banks, etc.) are required to send scanned copy (pdf format) of the relevant board resolution to the Scrutinizer through e-mail to ram@dsrassociates.com. The file scanned image / pdf file of the board resolution should be in the naming format “Corporate Name”</p> <p><b>B. Instructions for Members whose email IDs are not registered with the Company / Depository Participant(s), and consequently the Postal Ballot Notice and e-voting instructions cannot be serviced:</b></p> <p>i. Members, who have not registered their email address may send an email request at the email rta@cilsecurities.com along with scanned copy of the request letter, duly signed, providing their email address, mobile number, self-attested PAN copy and Client Master copy in case of electronic folio and copy of share certificate in case of physical folio for sending the Postal Ballot Notice and the e-voting instructions.</p> <p>ii. After receiving the e-voting instructions, please follow all the above steps to cast vote by electronic means.</p> <p>iii. It is clarified that for permanent registration of the email address,</p> <ul style="list-style-type: none"> <li>• Shareholders holding shares in physical mode are hereby notified that based on SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated 16<sup>th</sup> March 2023, all holders of physical securities in listed companies shall register the postal address along with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register their email IDs. Shareholders can register/update the contact details through submitting the requisite Form ISR-1 along with the supporting documents. Form ISR-1 can be obtained by clicking on the link <a href="https://www.cilsecurities.com/Downloads/RTA">https://www.cilsecurities.com/Downloads/RTA</a> Form ISR-1 and the supporting documents can be provided by any one of the following modes:</li> </ul> <p>d) Through ‘In Person Verification’ (IPV), the authorised person of CIL Securities Limited shall verify the original documents furnished by the shareholder and retain copy(ies) with IPV stamping with date and initials;</p> <p>e) Through hard copies which are self-attested, which can be shared on the address of CIL Securities Limited;</p> <p>f) Through electronic mode with e-sign by following the link.</p> <p>Detailed FAQs are available on <a href="https://www.cilsecurities.com/Downloads/FAQ">https://www.cilsecurities.com/ Downloads/FAQ</a></p> <ul style="list-style-type: none"> <li>• Shareholders holding shares in electronic mode may reach out to the respective Depository Participant(s), where the Demat account is being held for updating the email IDs and mobile number.</li> </ul>

**B2B SOFTWARE TECHNOLOGIES LIMITED**

Registered Office: 3rd Floor, AVR Towers, 6-3-1112, Behind West Side Showroom,  
Near Somajiguda Circle, Begumpet, Hyderabad - 500016  
Phone: 040 - 23372522, 23375926, Fax: 040 - 233223285  
Email id: investorservice@b2bsofttech.com Website: www.b2bsofttech.com  
CIN: L72200TG1994PLC018351

**NOTICE OF POSTAL BALLOT**

Type of shareholders	Login Method
Members who have forgotten the User ID and password	<p><b>Members who have forgotten the User ID and password, may obtain / retrieve the same in the manner mentioned below:</b></p> <ol style="list-style-type: none"> <li>If the mobile number of the member is registered against Folio No. / DP ID Client ID, the member may send SMS: MYEPWD&lt;space&gt;e-voting Event Number (EVEN) + Folio No. or DP ID Client ID to +91 9212993399 Example for NSDL: MYEPWD&lt;SPACE&gt; IN12345612345678 Example for CDSL: MYEPWD&lt;SPACE&gt; 1402345612345678 Example for Physical: MYEPWD&lt;SPACE&gt; XXXX1234567890</li> <li>If email ID of the member is registered against Folio No. / DP ID Client ID, then on the home page of <a href="https://evotingindia.com">https://evotingindia.com</a>, the member may click 'Forgot password' and enter Folio No. or DP ID Client ID and PAN to generate a password.</li> <li>Members may send an email request to <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a>. If the member is already registered with the CDSL e-voting platform, then such member can use his / her existing User ID and password for casting the vote through remote e-voting.</li> <li>Members may call CDSL toll free number 18002109911 for any clarifications / assistance that may be required.</li> </ol>

Event	Date
<b>Date of Board Approval</b>	<b>Friday, 30<sup>th</sup> January 2026</b>
<b>Cut-off Date (Eligibility to vote)</b>	<b>Saturday, February 07<sup>th</sup>, 2026</b>
<b>Remote e-voting Starts</b>	<b>Sunday, February 15<sup>th</sup>, 2026, at 9:00 a.m. IST</b>
<b>Remote e-voting Ends</b>	<b>Monday, March 16<sup>th</sup>, 2026, at 5:00 p.m. IST</b>
<b>Result Declaration</b>	<b>On or before Wednesday, March 18<sup>th</sup>, 2026</b>
<b>Record Date for eligibility of Bonus issue</b>	<b>To be announce later</b>

**EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSUANT TO SECTION 102 & 110 OF THE COMPANIES ACT, 2013**

**Item No. 1 and 2:**

The Board of Directors ("the Board") of the Company, at its meeting held on 30<sup>th</sup> January, 2026, approved the issue of bonus equity shares in the ratio of 1:2, i.e., one (1) new bonus equity share of face value of ₹10/- (Rupees Ten only) each for every Two (2) existing fully paid-up equity share of face value of ₹10/- (Rupees Ten only) each, held by the members as on the Record Date, by capitalising a sum not exceeding ₹5,79,27,000 crores out of retained earnings of the Company, subject to the approval of the members of the Company. The Board is of the opinion that the proposed issuance of bonus equity shares in the ratio of 1:2 recognises the steadfast support and loyalty of the shareholders throughout the Company's growth and transformation journey. Moreover, this initiative is likely to improve the liquidity of the shares and broaden the shareholder base. Pursuant to Section 63 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, and subject to applicable statutory and regulatory approvals, if any, the issue of

**B2B SOFTWARE TECHNOLOGIES LIMITED**

Registered Office: 3rd Floor, AVR Towers, 6-3-1112, Behind West Side Showroom,  
Near Somajiguda Circle, Begumpet, Hyderabad - 500016  
Phone: 040 - 23372522, 23375926, Fax: 040 - 233223285  
Email id: investorservice@b2bsofttech.com Website: www.b2bsofttech.com  
CIN: L72200TG1994PLC018351

**NOTICE OF POSTAL BALLOT**

bonus equity shares requires the approval of the members of the by way of an Ordinary Resolution.. Article 27 of the Articles of Association of the Company inter alia permits capitalisation of any part of the amount for the time being standing to the credit of any of the Company's reserve accounts or to the credit of the profit and loss account, or otherwise available for distribution by applying the same towards paying up in full, unissued shares of the Company to be allotted and distributed, credited as fully paid-up to and amongst members in proportion to their existing shareholding. As per the standalone audited financial statements for the year ended 31<sup>st</sup> March 2025, the Retained Earnings (free reserves) of the Company amounted to ₹9.78 crores. Further, the issuance of bonus equity shares by the Company will not result in any change in the shareholding pattern of the Company. In terms of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the new equity shares to be allotted pursuant to the bonus issue shall be only in dematerialised form. The bonus shares shall bear the same ISIN as the existing equity shares. In case of members who hold equity shares in physical form, the bonus equity shares shall be credited to a separate suspense escrow demat account until these shares are credited by the Company in dematerialised form to the beneficiary accounts of such members with their respective Depository Participant(s), subject to the Act, SEBI LODR, SEBI ICDR or any other applicable laws, regulations, rules and guidelines as may be issued by MCA, SEBI or any other authority in this regard. The voting rights of such bonus equity shares held in the suspense escrow demat account shall remain frozen. The Company shall take necessary steps to credit such shares upon completion of KYC and dematerialization formalities. In terms of the applicable SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 and other applicable regulations, the Board shall make appropriate and proportionate adjustments to the exercise price, number of stock options granted (whether vested or unvested), and the number of options available for future grants under the Company's Employees' Stock Option Scheme - 2024, as on the Record Date, to give effect to the bonus issue. Further, in case of fractional entitlements arising out of the bonus issue, the Company shall not issue fractional shares. The aggregate of such fractional entitlements shall be allotted to a nominee(s) or trustee(s) appointed by the Board, who shall hold such shares in trust for the members entitled thereto. Such shares shall be sold in the market at prevailing rates as soon as practicable and the net sale proceeds, after adjusting expenses, shall be distributed to the members in proportion to their respective fractional entitlements. In view of the proposed issue of bonus equity shares, the paid-up equity share capital of the Company will increase from ₹11,58,54,000 (Rupees Eleven crore Fifty Eight lakh fifty Four thousand only) to ₹17,37,81,000/- (Rupees Seventeen crore Thirty Seven lakh Eighty one thousand only). As the Authorised Share Capital of the Company is ₹12,00,00,000/- (Rupees Twelve crore only) divided into 1,20,00,000 (One crore Twenty Lakh) equity shares of ₹10/- (Rupee Ten only) each, in order to facilitate further capital issuance as aforesaid, the Board at its meeting held on 30<sup>th</sup> January, 2026, has recommended to increase the Authorised Share Capital to ₹18,00,00,000/- (Rupees Eighteen crore only) by creation of an additional 60,00,000 (Sixty Lakh) equity shares of ₹10/- (Rupees Ten only) each. The increase in the Authorised Share Capital of the Company as aforesaid and consequential alteration to the existing Clause V of the Memorandum of Association of the Company, requires approval of the members in terms of Section 13 and 61 of the Companies Act, 2013 by way of an Ordinary Resolution. The alteration of the Memorandum shall take effect upon filing with the Registrar of Companies. Furthermore, the Company confirms that it has not made any default in the payment of interest or principal in respect of Fixed Deposits and/or Debt Securities; it has not undergone any debt



**B2B SOFTWARE TECHNOLOGIES LIMITED**

Registered Office: 3rd Floor, AVR Towers, 6-3-1112, Behind West Side Showroom,  
Near Somajiguda Circle, Begumpet, Hyderabad - 500016  
Phone: 040 - 23372522, 23375926, Fax: 040 - 233223285  
Email id: investorservice@b2bsoftech.com Website: www.b2bsoftech.com  
CIN: L72200TG1994PLC018351

**NOTICE OF POSTAL BALLOT**

restructuring; it has not defaulted in the payment of any statutory dues; it does not have any partly paid shares as on the date of this Postal Ballot. None of the Directors and Key Managerial Personnel of the Company and their relatives are, in any way, concerned or interested, financially or otherwise, in the resolutions as set out in the accompanying Notice of Postal Ballot, except to the extent of issue and allotment of bonus equity shares to them consequent to their shareholding, if any, in the Company.

Draft copy of the altered Memorandum of Association of the Company and other documents would be available for inspection without any fee by the members at the registered office of the Company during business hours on any working day, excluding Saturday, upto the date of closure of the Postal Ballot process.

Accordingly, the Board recommends to the members for their approval by way of Ordinary Resolutions as set out at Item No. 1 and 2 of the accompanying Notice of Postal Ballot.

By order of the Board  
For **B2B SOFTWARE TECHNOLOGIES LIMITED**

Sd/-

**Bala Subramanyam Vanapalli**  
Executive Director  
(DIN: 06399503)

Date: 30<sup>th</sup> January, 2026  
Place: Hyderabad

Registered Office:  
B2B SOFTWARE TECHNOLOGIES LIMITED  
3rd Floor, AVR Towers, 6-3-1112, Behind Westside Showroom,  
Near Somajiguda Circle, Begumpet, Hyderabad - 500016  
Phone: 040 - 23372522, 23375926, Fax: 040 - 233223285  
Email Id: investorservice@b2bsoftech.com, Website: www.b2bsoftech.com  
CIN: L72200TG1994PLC018351