

NOTICE OF 26th ANNUAL GENERAL MEETING, BOOK CLOSURE AND REMOTE E-VOTING INFORMATION

Notice is hereby given that the 26th Annual General Meeting (AGM) of the members of ERP Soft Systems Limited will be held on Friday, 25th day of September 2020 at 10:00 a.m. through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") to transact the business as set out in the Notice of the AGM.

In view of the continuing Covid 19 pandemic, Ministry of Corporate Affairs vide its circular dated May 5, 2020 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") permitted the holding of the Annual General Meeting ("AGM") through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 ("Act"), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") and MCA Circulars, the AGM of the Company is being held through VC / OAVM.

Electronic copies of the Notice of AGM and Annual Report is sent to all the shareholders on 01.09.2020 whose email ID's are registered with Company/Depositories in accordance with the SEBI Circular dated May 12, 2020.

Pursuant to Section 91 of the Companies Act, 2013, the Register of Members & Share Transfer Books of the Company will remain closed from 19.09.2020 to 25.09.2020 (both days inclusive) for the purpose of Annual General Meeting.

Members will be provided with a facility to attend the AGM through VC/OAVM through Central Depository Services Limited (CDSL). Members may access the same at www.evotingindia.com.

In terms of Section 108 of the Companies Act, 2013 and Regulation 44 of SEBI (LODR) Regulations, 2015, the company is providing the facility to cast their vote by electronic means on all the resolutions set forth in the Notice of the AGM through electronic voting system of Central Depository Services Limited (CDSL) (remote e-voting). The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL. All the members are informed that:

- (i) The business as set forth in the Notice of the 26th AGM may be transacted through voting by electronic means.
- (ii) The remote e-voting shall commence at 22.09.2020 at 9.00 a.m.
- (iii) The remote e-voting shall end on 24.09.2020 at 5.00 p.m.
- (iv) The cut-off date for determining the eligibility to vote by electronic means or at the AGM is 18.09.2020.
- (v) Any person who acquires shares of the company and become member of the Company after dispatch of the notice of the AGM may obtain the login ID and password by sending a request at helpdesk.evoting@cdslindia.com.
- (vi) Members may note that the facility for remote e-voting module will also be made available during the AGM and those members present in the AGM through VC facility, who have not cast their vote on the resolutions through remote e-voting or otherwise are eligible to vote through e-Voting system at AGM. The members who have casted their vote by remote e-Voting prior to AGM may also attend the AGM but shall not be entitled to cast the vote again.
- (vii) Members who have not registered their email address are requested to register their email address with the Depositories/ Company/ Registrar and Share transfer agent i.e. Aarthi Consultants Private Limited to receive copies of Annual report 19-20 along with notice of 26th Annual General Meeting.
- (viii) The Notice of AGM is available on the Company's website www.erpsoft.com and also on the CDSL's website <https://www.evotingindia.com/>.
- (viii) In case of queries, members may refer to the Frequently Asked Questions (FAQs) for members and e-voting User Manual for Shareholders available at the downloads section of <https://www.evotingindia.co.in> or contact Mrs. K. Parvathi Reddy, Managing Director, 10A Trankquill Nest, Kamakoti Nagar, 3rd Main Road Pallikaranai, Chennai, Ph: 7338855022, Email id: info@erpsoft.com

Date: 01.09.2020
Place: Chennai

for and on behalf of the Board
ERP Soft Systems Limited
Sd/-
K. Parvathi Reddy
Managing Director
(DIN: 00827258)