

<b>General information about company</b>	
Scrip code	531268
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE151B01011
Name of the entity	B2B SOFTWARE TECHNOLOGIES LTD
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Annexure I								
Annexure I to be submitted by listed entity on quarterly basis								
I. Composition of Board of Directors								
Disclosure of notes on composition of board of directors explanatory							Textual Information(1)	
Whether the listed entity has a Regular Chairperson							No	
Whether Chairperson is related to MD or CEO							No	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Bala Subramanyam Vanapalli	ABMPV4404C	06399503	Executive Director	Not Applicable		15-05-1970
2	Mr	Satyanarayana Yaramati	AAJPY1525D	00360679	Non-Executive - Non Independent Director	Not Applicable		01-10-1957
3	Mr	Rambabu Arumilli	ALCPR1376H	03473906	Non-Executive - Independent Director	Not Applicable		10-06-1966
4	Mr	Rambabu Mutyala	AGSPM8944M	03473901	Non-Executive - Independent Director	Not Applicable		01-02-1974
5	Mr	Chode Suresh	ALCPC4967H	03473921	Non-Executive - Non Independent Director	Not Applicable		05-02-1984
6	Ms	Rajeswari Immani	AAHPI7862B	07127791	Non-Executive - Independent Director	Not Applicable		19-08-1958

<b>I. Composition of Board of Directors</b>					
<b>Disqualification of Directors under section 164 of the Companies Act, 2013</b>					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active

I. Composition of Board of Directors													
Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		01-10-2014	01-10-2020		36	1	0	1	0			
2	NA		31-01-2000	15-09-2021			1	0	0	0			
3	NA		14-02-2011	01-04-2019	31-03-2024	60	1	1	2	1	Tenure Completion		
4	NA		14-02-2011	01-04-2019	31-03-2024	60	1	1	3	1	Tenure Completion		
5	NA		28-08-2019	30-09-2019			1	0	2	0			
6	NA		28-03-2015	28-03-2020		60	1	1	3	1			

<b>Text Block</b>	
Textual Information(1)	The Company does not have a regular Chairman. The Board of Directors elect one among themselves to be the Chairman for every meeting. Hence to fulfill the requirements of Corporate Governance requirements, the company has constituted half of the Board to be Independent Directors.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	03473901	Rambabu Mutyala	Non-Executive - Independent Director	Chairperson	14-02-2011	31-03-2024	Textual Information(1)
2	03473906	Rambabu Arumilli	Non-Executive - Independent Director	Member	14-02-2011	31-03-2024	Textual Information(2)
3	07127791	Rajeswari Immani	Non-Executive - Independent Director	Member	28-03-2015		
4	03473921	Chode Suresh	Non-Executive - Non Independent Director	Member	28-08-2019		

<b>Sr Text Block</b>	
Textual Information(1)	Cession on Completion of Second and Final term as an Independent Director of the Company.
Textual Information(2)	Cession on Completion of Second and Final term as an Independent Director of the Company.

<b>Nomination and remuneration committee</b>							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	03473906	Rambabu Arumilli	Non-Executive - Independent Director	Chairperson	14-02-2011	31-03-2024	Textual Information(1)
2	03473901	Rambabu Mutyala	Non-Executive - Independent Director	Member	14-02-2011	31-03-2024	Textual Information(2)
3	07127791	Rajeswari Immani	Non-Executive - Independent Director	Member	28-03-2015		
4	03473921	Chode Suresh	Non-Executive - Non Independent Director	Member	28-08-2019		



<b>Sr Text Block</b>	
Textual Information(1)	Cession on Completion of Second and Final term as an Independent Director of the Company.
Textual Information(2)	Cession on Completion of Second and Final term as an Independent Director of the Company.

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	03473901	Rambabu Mutyala	Non-Executive - Independent Director	Chairperson	28-08-2019	31-03-2024	Textual Information(1)
2	07127791	Rajeswari Immani	Non-Executive - Independent Director	Member	14-02-2011		
3	06399503	Bala Subramanyam Vanapalli	Executive Director	Member	13-08-2018		

<b>Sr Text Block</b>	
Textual Information(1)	Cession on Completion of Second and Final term as an Independent Director of the Company.

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1								
Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	03-11-2023				Yes	6	5	3
2		29-01-2024	86		Yes	6	5	3

Annexure 1										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory							Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)				
1	Audit Committee	03-11-2023				Yes	4	3	3	0
2	Audit Committee	29-01-2024	86			Yes	4	4	3	0
3	Nomination and remuneration committee	29-01-2024				Yes	4	4	3	0



<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	Prabhat Bhamini
2	Designation	Company Secretary and Compliance Officer

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		<a href="https://b2bsoftech.com/NatureofBusiness.html">https://b2bsoftech.com/NatureofBusiness.html</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="https://b2bsoftech.com/Investors_column/Terms%20and%20Conditions%20of%20Appointment%20of%20Independent%20">https://b2bsoftech.com/Investors_column/Terms%20and%20Conditions%20of%20Appointment%20of%20Independent%20</a>
3	Composition of various committees of board of directors	Yes		<a href="https://b2bsoftech.com/CompositionofBoardDirectors.html">https://b2bsoftech.com/CompositionofBoardDirectors.html</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="https://b2bsoftech.com/Investors_column/Code%20of%20Ethics%20for%20Board%20Members%20and%20Senior%20Man">https://b2bsoftech.com/Investors_column/Code%20of%20Ethics%20for%20Board%20Members%20and%20Senior%20Man</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://b2bsoftech.com/Investors_column/Whistle%20Blower%20Policy.pdf">https://b2bsoftech.com/Investors_column/Whistle%20Blower%20Policy.pdf</a>
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		<a href="https://b2bsoftech.com/Investors_column/RelatedPartyTransactionsPolicy13-11-2020.pdf">https://b2bsoftech.com/Investors_column/RelatedPartyTransactionsPolicy13-11-2020.pdf</a>
8	Policy for determining "material" subsidiaries	Yes		<a href="https://b2bsoftech.com/Investors_column/PolicyonMaterialSubsidiary.pdf">https://b2bsoftech.com/Investors_column/PolicyonMaterialSubsidiary.pdf</a>
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="https://b2bsoftech.com/Investors_column/Familiarisation%20Programme.pdf">https://b2bsoftech.com/Investors_column/Familiarisation%20Programme.pdf</a>
10	Email address for grievance redressal and other relevant details	Yes		<a href="https://b2bsoftech.com/Investorgrievances.html">https://b2bsoftech.com/Investorgrievances.html</a>
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="https://b2bsoftech.com/Investorgrievances.html">https://b2bsoftech.com/Investorgrievances.html</a>

12	Financial results	Yes		<a href="https://b2bsofttech.com/FinancialResults.html">https://b2bsofttech.com/FinancialResults.html</a>
13	Shareholding pattern	Yes		<a href="https://b2bsofttech.com/ShareholdingPattern.html">https://b2bsofttech.com/ShareholdingPattern.html</a>
14	Details of agreements entered into with the media companies and/or their associates	NA		

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		<a href="https://b2bsofttech.com/PressReleaseOthers.html">https://b2bsofttech.com/PressReleaseOthers.html</a>
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		<a href="https://b2bsofttech.com/SubsidiaryFinancials.html">https://b2bsofttech.com/SubsidiaryFinancials.html</a>
20	Secretarial Compliance Report	Yes		<a href="https://b2bsofttech.com/Secretarialcompliance24A.html">https://b2bsofttech.com/Secretarialcompliance24A.html</a>
21	Materiality Policy as per Regulation 30 (4)	Yes		<a href="https://b2bsofttech.com/Investors_column/PolicyOnMateriality2023.pdf">https://b2bsofttech.com/Investors_column/PolicyOnMateriality2023.pdf</a>
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		<a href="https://b2bsofttech.com/Investors_column/PolicyOnMateriality2023.pdf">https://b2bsofttech.com/Investors_column/PolicyOnMateriality2023.pdf</a>
23	Disclosures under regulation 30(8)	Yes		<a href="https://b2bsofttech.com/Regulation30ofSEBIRegulations.html">https://b2bsofttech.com/Regulation30ofSEBIRegulations.html</a>
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend Distribution policy as per Regulation 43A(1)	NA		
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		<a href="https://b2bsofttech.com/Annualreturns.html">https://b2bsofttech.com/Annualreturns.html</a>
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		<a href="https://b2bsofttech.com/Investors.html">https://b2bsofttech.com/Investors.html</a>
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		<a href="https://b2bsofttech.com/Investors.html">https://b2bsofttech.com/Investors.html</a>

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	NA	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	



<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
26	Meeting of Risk Management Committee	21(3A)	NA	
27	Quorum of Risk Management Committee meeting	21(3B)	NA	
28	Gap between the meetings of the Risk Management Committee	21(3C)	NA	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	Yes	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	Yes	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	NA	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	NA	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	NA	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes	
44	Memberships in Committees	26(1)	NA	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	NA	
	Any other information to be provided - Add Notes			

<b>Annexure II</b>		
1	Name of signatory	Prabhat Bhamini
2	Designation	Company Secretary and Compliance Officer

<b>Annexure II</b>		
<b>III. Affirmations</b>		
<b>Sr</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

<b>Annexure II</b>		
1	Name of signatory	Prabhat Bhamini
2	Designation	Company Secretary and Compliance Officer

<b>Additional Half yearly Disclosure</b>		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

<b>Text Block</b>	
Textual Information(1)	The Company and Promoters do not have any loans and any interest in other entities during the financial year. Hence the disclosure under this regulation is not required to be given.



<b>Details of Cyber security incidence</b>		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

<b>Signatory Details</b>	
Name of signatory	Prabhat Bhamini
Designation of person	Company Secretary and Compliance Officer
Place	Hyderabad
Date	03-04-2024

