HYPERSOFT TECHNOLOGIES LIMITED

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

Corporate Identification Number (CIN): L62010TG1983PLC003912,

Phone: +91 8143858084; Email: info@hypersoftindia.com; Website: www.hypersoftindia.com

Recommendations of the Committee of Independent Directors ("IDC") of Hypersoft Technologies Limited (hereinafter referred to as "Target Company") in relation to the Open Offer ("Offer") made by Narra Purna Babu (Acquirer), to the public shareholders of the Target Company under Regulation 3(1) 3(2) and 3(3) of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011, as amended (hereinafter referred to as "SEBI SAST Regulations")

Date	13th October, 2025
Name of the Target Company	Hypersoft Technologies Limited
Details of the Offer pertaining to Target Company	This Offer is being made pursuant to Regulation 3(1) 3(2) and 3(3) of the Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 and subsequent amendments thereto ("SEBI SAST Regulations") for acquisition of up to 42,25,442*[1] Equity Shares ("Offer Shares"), constituting 26% of the expanded capital*[2] of the Target Company at an Offer price of Rs. 11/- only (the Offer Price) per fully paid-up Equity Share, payable in cash, aggregating to Rs. 4,64,79,862/- (Rupees Four Crores Sixty Four Lakhs Seventy Nine Thousand Eight Hundred and Sixty-Two Only) *[1]Includes 22,17,160 existing public shareholders as on the Public Announcement date. *[2] Includes 36,05,000 shares allotted to allottees in the public category pursuant to the preferential issue which has been locked-in for a period of six months from the date of trading approval in accordance with Regulation 167(2) of the SEBI (ICDR) Regulations and are not permitted to be tendered in the open offer in accordance with regulation 167(2) of SEBI ICDR Regulations and if tendered, shall not be accepted in the open offer.
Name of the Acquirer	Narra Purna Babu
Name of the Manager to the Offer	Finshore Management Services Limited
Members of the Committee of Independent Directors (IDC)	Mr. Ramesh Babu Kommineni - Chairman Mrs. Manjula Aleti – Member
IDC Member's relationship with the Target Company (Director, Equity Shares owned, and other contract/relationship), if any.	All the members of the IDC are Directors of the Target Company and have no other relationship with the Target Company.
Trading in the Equity Shares/other securities of the Target Company by IDC Members	None of the IDC members have traded in the Equity Shares of the Target Company during 12 months prior to the date of the Public Announcement of the Offer on 28th March, 2025 and till the date of this recommendation.
IDC Member's relationship with the Acquirers (Director, Equity Shares owned, and other contract/relationship), if any.	None of the IDC members holds any contracts nor have any relationship with the Acquirer.
Trading in the Equity Shares/other securities of the Acquirer by IDC Members	Not applicable as the Acquirer is Individual.
Recommendation on Open Offer, as to whether the Offer, is or is not, fair and reasonable	Based on the review, IDC Members believe that the Offer is fair and reasonable and in line with the SEBI SAST Regulations.
Disclosure of Voting Pattern of the meeting in which the open offer proposal was discussed	All the IDC members unanimously voted in favour of recommending the open offer proposal.
Summary of reasons for recommendation	IDC Members have reviewed: a. Public Announcement (PA) dated 28th March, 2025 b. Corrigendum to Public Announcement dated 4th April, 2025 c. Detailed Public Statement (DPS) published on 7th April, 2025 d. Draft Letter of Offer (DLOF) dated 16th April, 2025 e. SEBI observation letter dated 1st October, 2025 f. Letter of Offer (LOF) dated 6th October, 2025 Based on review of the above documents the members of the IDC are of the view that the offer price is in line with the parameters prescribed by SEBI in the SEBI SAST Regulations. This detailed recommendation will be available on the Company's website: www. hypersoftindia.com
Details of the Independent Advisors, if any	None
Any other matter to the highlighted	None

To the best of our knowledge and belief, after making proper enquiry, the information contained or accompanying this statement is, in all material respect, true and correct and not misleading, whether by omission of any information or otherwise, and includes all the information required to be disclosed by the Target Company under the SEBI SAST Regulations.

For and on behalf of the Committee of Independent Directors of
Hypersoft Technologies Limited
Sd/-
Ramesh Babu Kommineni
Chairman of IDC

Place: Hyderabad, Telangana
Date: 13th October, 2025