ORACLE FINANCIAL SERVICES SOFTWARE LIMITED

Regd. Office: Oracle Park, Off Western Express Highway, Goregaon (East), Mumbai 400 063
Tel: +91 22 6718 3000 **Fax:** +91 22 6718 3001 **CIN:** L72200MH1989PLC053666
Website: https://investor.ofss.oracle.com **E-mail:** investors-vp-ofss_in_grp@oracle.com

POSTAL BALLOT NOTICE

Dear Member(s),

NOTICE is hereby given pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 ("the Act"), 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 ("Listing Regulations"), and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") and other applicable provisions, if any including any statutory modification(s) or re-enactment(s) thereof for the time being in force and as amended from time to time and in accordance with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and other relevant circulars issued in this regard, the latest being 03/2025 dated September 22, 2025 issued by the Ministry of Corporate Affairs (collectively referred to as "MCA Circulars") for conducting Postal Ballot, to consider the following special businesses by way of voting through remote e-voting only:

1. Appointment of Mr. Avadhut Ketkar (DIN: 02353654) as the Managing Director and Chief Executive Officer of the Company.
2. Appointment of Mr. Andrew Mark Morawski (DIN: 11775252) as a Non-Executive, Non-Independent Director of the Company.

An Explanatory Statement pursuant to the provisions of Section 102 and other applicable provisions, if any, of the Act, setting out the material facts in respect of the resolutions proposed to be passed is annexed and forms part of this Postal Ballot Notice ("Notice").

In compliance with the MCA Circulars, the Company is sending the Notice only in electronic form to those Members whose e-mail addresses are registered with the Company / Depository Participants as on Friday, August 28, 2026 ("Cut-off date"). Accordingly, physical copy of the Notice along with postal ballot form and pre-paid business reply envelope are not being sent to any Member for this Postal Ballot. The voting by the Members would take place only through the remote e-voting system. The Company has engaged the services of the Central Depository Services (India) Limited ("CDSL") to provide remote e-voting facility. The procedure for remote e-voting is detailed in the Notes of this Notice.

The remote e-voting period commences on Thursday, September 3, 2026 at 9.00 a.m. IST and ends on Friday, October 2, 2026 at 5.00 p.m. IST. The remote e-voting facility will be disabled by CDSL thereafter.

The results of the Postal Ballot along with the Scrutinizer's Report will be posted on the Company's website at https://investor.ofss.oracle.com, immediately after the results are declared and will simultaneously be communicated to the Stock Exchanges, BSE Limited and the National Stock Exchange of India Limited, where equity shares of the Company are listed and on the website of CDSL at https://www.evotingindia.com/.

SPECIAL BUSINESS:

1. Appointment of Mr. Avadhut Ketkar (DIN: 02353654) as the Managing Director and Chief Executive Officer of the Company

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions, if any, of the Companies Act, 2013, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and other rules made thereunder, Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modification(s) or re-enactments thereof for the time being in force and the provisions of the Articles of Association of the Company and subject to such other approvals as may be necessary in this regard, and on recommendation of the Nomination and Remuneration Committee and Board of Directors of the Company, Mr. Avadhut Ketkar (DIN: 02353654) who was appointed as an Additional Director of the Company with effect from July 24, 2026, and who is eligible and has given his consent to act as a Managing Director and Chief Executive Officer of the Company be and is hereby appointed as the Managing Director and Chief Executive Officer of the Company, for a term of 3 (three) consecutive years from July 24, 2026 up to July 23, 2029, liable to retire by rotation, on the terms and conditions as set out below:

Remuneration:

1. Gross Salary: In the scale of ₹ 1.40 crore to ₹ 2.80 crore per annum inclusive of perquisites & allowances and benefits as per the policies and rules of the Company, as mentioned below:

   Perquisites and allowances:

   a. House Rent Allowance
   b. Coverage under a hospitalization insurance scheme for self and family
   c. Leave travel concession/allowance
   d. Personal accident insurance & Group Term Life Insurance
   e. Other allowances & Compensation
   f. Other benefits: Earned/privilege leave, Company's contribution to provident fund and superannuation fund, Gratuity, Encashment of leave, and such other benefits from time to time

2. Bonus: Payable annually or at other intervals, as may be decided by the Board or the Nomination and Remuneration Committee of the Board.

RESOLVED FURTHER THAT Mr. Avadhut Ketkar be granted such number of employee stock options as may be decided by the Board of Directors or the Nomination and Remuneration Committee from time to time.

RESOLVED FURTHER THAT notwithstanding anything stated herein above, wherein in any financial year closing on or after March 31, 2027, the Company incurs a loss or its profits are inadequate, the Company shall pay to Mr. Avadhut Ketkar the minimum remuneration as per the provisions of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors and the Nomination and Remuneration Committee be and are hereby authorized to decide and vary the terms and conditions of the appointment and/or remuneration (salary, perquisites and bonus) payable to Mr. Avadhut Ketkar within the above said terms from time to time.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to perform and execute all such acts, deeds, matters and things, as may be deemed necessary, proper or expedient to give effect to this resolution and for the matters connected herewith or incidental hereto."

2. Appointment of Mr. Andrew Mark Morawski (DIN: 11775252) as a Non-Executive, Non-Independent Director of the Company

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

"**RESOLVED THAT** pursuant to the provisions of Sections 149, 152, 161 and all other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder, applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, if any including any statutory modification(s) or re-enactments thereof for the time being in force, and the provisions of the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Mr. Andrew Mark Morawski (DIN: 11775252) who was appointed as an Additional Director of the Company with effect from July 22, 2026, and who is eligible for appointment and has given his consent to act as a Director of the Company be and is hereby appointed as the Non-Executive, Non-Independent Director of the Company, liable to retire by rotation.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to perform and execute all such acts, deeds, matters and things, as may be deemed necessary, proper or expedient to give effect to this resolution and for the matters connected herewith or incidental hereto."

By Order of the Board of Directors
For Oracle Financial Services Software Limited

Onkarnath Banerjee
Company Secretary and Compliance Officer
Membership no. ACS 8547

Mumbai
August 24, 2026

Registered Office:
Oracle Park, Off Western Express Highway
Goregaon (East), Mumbai - 400063
Tel. no. +91 22 6718 3000
Fax no. +91 22 6718 3001
CIN: L72200MH1989PLC053666
Website: https://investor.ofss.oracle.com
Email: investors-vp-ofss_in_grp@oracle.com

Notes:

1. An Explanatory Statement as required under the provisions of Section 102 of the Companies Act, 2013 ("the Act") setting out all material facts and reasons in respect of the proposed resolutions is annexed to this Postal Ballot Notice ("Notice").

2. Additional information required as per the Act, Regulations 26 and 36 of the Securities and Exchange Board of India ("SEBI") (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India ("ICSI"), in respect of the proposed resolutions, forms an integral part of this Notice. The Directors have furnished the requisite declarations and consents.

3. In compliance with the MCA Circulars, the Notice is being sent through electronic form to those Members whose e-mail addresses are registered with the Company/Depository Participants and whose names appear in the Register of Members / Register of Beneficial Owners maintained by the Company as on Friday, August 28, 2026 ("Cut-off date").

4. Members whose names appear in the Register of Members / Register of Beneficial Owners as on the Cut-off date shall be eligible to cast their votes by remote e-voting. A person who is not a Member as on the Cut-off date should treat this Notice for information purposes only.

5. Members may note that the Notice will also be available on the website of the Company (https://investor.ofss.oracle.com), websites of the Stock Exchanges, i.e., BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com), respectively, and on the website of CDSL (https://www.evotingindia.com/).

6. Relevant documents referred to in this Notice and the Explanatory Statement shall be available for electronic inspection from the date of dispatch of the Notice until the closure of the remote e-voting period during the business hours. Members are requested to write to the Company on investors-vp-ofss_in_grp@oracle.com for electronic inspection of such documents.

7. The Company has appointed M/s. P. Diwan & Associates, Company Secretaries (Firm Registration Number - P2015MH041400), as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner. The results of the remote e-voting will be announced on or before Tuesday, October 6, 2026.

8. The resolution, if approved by requisite majority of the Members through Postal Ballot, shall be deemed to have been duly passed on the last date of remote e-voting, i.e., Friday, October 2, 2026.

9. The instructions for remote e-voting are as under:

   a. In order to increase the efficiency of voting process and in terms of SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020, Demat account holders are being provided a single login credential, through their demat accounts/websites of Depositories/Depository Participants. Demat account holders will now be able to cast their vote without having to register again with the E-voting service providers, thereby facilitating seamless authentication, enhancing ease and convenience of participating in the e-voting process.

   b. The remote e-voting period commences on Thursday, September 3, 2026 (9:00 a.m. IST) and ends on Friday, October 2, 2026 (5:00 p.m. IST). During this period, Members holding shares in the Company as on the close of business hours of Friday, August 28, 2026, being the Cut-off date fixed for determining voting rights of Members would be entitled to participate in the remote e-voting process. During this period, the Members holding their shares either in physical form or in dematerialized form may cast their votes electronically. The e-voting module shall be disabled by CDSL thereafter. Once the vote on the resolution is cast by the Member, he/she shall not be allowed to change it subsequently.

10. The procedure for remote e-voting is as under:

    A. Remote e-voting process for individual shareholders holding securities in demat mode with CDSL Depository:

       1. 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 & My Easi New (Token) Tab.

       2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting 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 remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there are 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.

3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option.

4. 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.

B. Individual Shareholders holding securities in demat mode with NSDL Depository:

1. If you are already registered for NSDL IDeAS facility:
   - Open web browser by typing the following URL: https://eservices.nsdl.com/ either on a Personal Computer or on a mobile. Once the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password.

   - After successful authentication, you will be able to see e-voting services under Value added 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 i.e., CDSL and you will be re-directed to e-voting website of CDSL for casting your vote during the remote e-voting period.

2. If you are not registered for NSDL 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.

3. 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 you 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 i.e., NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.

4. For OTP based login:
   - Click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp.

   - Enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login.

   - 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 re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period.

C. Individual Shareholders (holding securities in demat mode) login through their depository participants:

1. You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-voting facility.

2. Upon logging in, you will be able to see e-voting option. Click on e-voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-voting feature.

3. Click on company name or e-voting service provider i.e., NSDL and you will be redirected to e-voting website of NSDL for casting your vote during the remote e-voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forgot User ID / Forgot Password option available at respective websites.

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

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with CDSL	Members can send a request at helpdesk.evoting@cdslindia.com or call at toll free no. 1800-21-09911 (during working hours)
Individual Shareholders holding securities in demat mode with NSDL	Members can send a request at evoting@nsdl.com or call at 022 – 4886 7000 and 022 - 2499 7000 (during working hours)

D. Physical shareholders and shareholders other than individual holding in Demat form:

1. Log on to the e-voting website www.evotingindia.com.

2. Click on "Shareholders" module.

3. 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: 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:
    a. 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.

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

    c. 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.

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

    e. Click on the EVSN of "ORACLE FINANCIAL SERVICES SOFTWARE LIMITED" to vote.

    f. 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.

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

h. 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.

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

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

k. 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.

E. Additional Facility for Non – Individual Shareholders and Custodians

1. 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.

2. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.

3. 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.

4. The list of accounts linked in the login will be mapped automatically & can be delinked in case of any wrong mapping.

5. 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.

6. Alternatively Non Individual shareholders are required mandatorily 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 by e-mail to pddiwan@yahoo.co.in with a copy marked to the Company at investors-vp-ofss_in_grp@oracle.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

F. Shareholders whose email/mobile number are not registered with the company/depositories

1. In case shares are held in physical mode please provide necessary Folio No., Name of shareholder, scanned copy of the share certificate (front and back), self-attested scanned copy of PAN card, self-attested scanned copy of Aadhar Card by email to investors-vp-ofss_in_grp@oracle.com.

2. In case shares are held in demat mode individual demat shareholders are required to update email id & mobile number with their respective Depository Participant (DP) which is mandatory while e-Voting through Depository. In case of non-individual demat shareholders update your email id & mobile number with your respective Depository Participant (DP).

G. General Guidelines for shareholders:

1. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

2. 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.

3. All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, AVP, 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.

4. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the help section at https://www.evotingindia.com/Help.jsp.

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

The following Explanatory Statement sets out all the material facts relating to the special businesses mentioned in the accompanying Notice dated August 24, 2026.

Item No. 1:

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on July 22, 2026 appointed Mr. Avadhut Ketkar (DIN: 02353654) as an Additional Director in the capacity of the Managing Director and Chief Executive Officer of the Company for a term of 3 (three) consecutive years from July 24, 2026 up to July 23, 2029, liable to retire by rotation, subject to approval of the Members of the Company.

In accordance with the applicable provisions of the Companies Act, 2013, and Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 approval of the Members is required for appointment of Mr. Avadhut Ketkar as the Managing Director and Chief Executive Officer with effect from July 24, 2026.

The Company has received Mr. Ketkar's consent and relevant disclosures and declarations. He is neither disqualified from being appointed as the Managing Director and Chief Executive Officer in terms of provisions of the Act nor debarred from being appointed to the office of Director by virtue of any order of SEBI or any such authority.

Mr. Ketkar will be paid a remuneration as per the terms and conditions as under:

Remuneration:

1. Gross Salary: In the scale of ₹ 1.40 crore to ₹ 2.80 crore per annum inclusive of perquisites & allowances and benefits as per the policies and rules of the Company, as mentioned below:

   Perquisites and allowances:

   a. House Rent Allowance
   b. Coverage under a hospitalization insurance scheme for self and family
   c. Leave travel concession/allowance
   d. Personal accident insurance & Group Term Life Insurance
   e. Other allowances & Compensation
   f. Other benefits: Earned/privilege leave, Company's contribution to provident fund and superannuation fund, Gratuity, Encashment of leave, and such other benefits from time to time

2. Bonus: Payable annually or at other intervals, as may be decided by the Board or the Nomination and Remuneration Committee of the Board.

3. Employee stock options as may be approved by the Board or the Nomination and Remuneration Committee from time to time.

Notwithstanding anything stated herein above, wherein in any financial year closing on or after March 31, 2027, the Company incurs a loss or its profits are inadequate, the Company shall pay to Mr. Ketkar minimum remuneration as per the provisions of the Act.

The remuneration payable to Mr. Ketkar as set out in item no. 1 of the Notice is within the limits permitted under the provisions of Sections 197 and 203, read with Schedule V and other applicable provisions, if any, of the Act and the rules made thereunder, including any statutory modifications or re-enactments thereof for the time being in force.

The Agreement entered between Mr. Ketkar and the Company is available for electronic inspection without any fee by the Members from the date of dispatch of the Notice until the closure of remote e-voting period during the business hours. Members seeking to inspect such documents can send an email to investors-vp-ofss_in_grp@oracle.com.

Further, the requisite details and information pursuant to Regulation 36(3) of the Listing Regulations, the Act and the Secretarial Standards, as on the date of Notice are provided in the Annexure to this notice.

Except Mr. Ketkar, no other Director, Key Managerial Personnel of the Company, or their relatives, are in any way concerned or interested in the resolution at item no. 1 of the Notice.

The Board recommends the ordinary resolution set forth at item no. 1 of the Notice for approval of the Members.

Item No. 2:

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on July 22, 2026 appointed Mr. Andrew Mark Morawski (DIN: 11775252) as an Additional Director of the Company in the capacity of a Non-Executive, Non-Independent Director with effect from July 22, 2026, liable to retire by rotation, subject to approval of the Members of the Company.

Pursuant to, and in accordance with, the provisions of Sections 149, 152 and all other applicable provisions, if any, of the Companies Act, 2013 ("the Act"), the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the Listing Regulations and provisions of the Articles of Association of the Company, Mr. Morawski is eligible for appointment as a Non-Executive, Non-Independent Director of the Company.

The Company has received Mr. Morawski's consent and relevant disclosures and declarations. He is neither disqualified from being appointed as a Director in terms of provisions of the Act nor debarred from being appointed to the office of Director by virtue of any order of SEBI or any such other authority.

Further, the requisite details and information pursuant to Regulation 36(3) of the Listing Regulations, the Act and the Secretarial Standards, as on the date of Notice are provided in the Annexure to this notice.

Except Mr. Morawski, no Director, Key Managerial Personnel of the Company, or their relatives, are in any way concerned or interested in the resolution set out in the Notice.

The Board recommends the ordinary resolution set forth at item no. 2 of the Notice for approval of the Members.

By Order of the Board of Directors
For Oracle Financial Services Software Limited

Onkarnath Banerjee
Company Secretary and Compliance Officer
Membership no. ACS 8547

Mumbai
August 24, 2026

Registered Office:
Oracle Park, Off Western Express Highway
Goregaon (East), Mumbai - 400063
Tel. no. +91 22 6718 3000
Fax no. +91 22 6718 3001
CIN: L72200MH1989PLC053666
Website: https://investor.ofss.oracle.com
Email: investors-vp-ofss_in_grp@oracle.com

ADDITIONAL INFORMATION PURSUANT TO REGULATION 36 OF THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND SECRETARIAL STANDARD ON GENERAL MEETINGS (SS-2)

A Brief profile of the Directors is given below:

1. **Mr. Avadhut Ketkar**, was appointed as an Additional Director in the capacity of the Managing Director and Chief Executive Officer with effect from July 24, 2026 by the Board of Directors of the Company. Mr. Ketkar joined the Company since inception and grew with the organization donning many hats and performing various critical roles in the finance, secretarial and legal areas. Mr. Ketkar played a major role at every corporate milestone of the Company – M&A, IPO/Listing, Investor Relations, Corporate actions, Setting up new entities/offices, Critical tax and legal matters, Risk Management, and supporting business growth. He has a strong business foundation.

   Mr. Ketkar is a Chartered Accountant and a law graduate from Mumbai University. He was the Chief Financial Officer of the Company before his appointment as the Managing Director and Chief Executive Officer.

2. **Mr. Andrew Mark Morawski**, is Executive Vice President of Global Field Operations at Oracle, where he leads a portfolio of strategic businesses spanning Oracle Financing, Open Source, and Global Partnerships that help accelerate customer innovation and growth worldwide. He is responsible for advancing Oracle's strategic growth initiatives and accelerating innovation and business transformation across the company's global ecosystem.

   With more than 25 years of leadership experience spanning enterprise software, telecommunications, and technology, Mr. Morawski has built and scaled high-performing organizations and led multi-billion-dollar businesses worldwide.

   Prior to his current role, he served as Executive Vice President and General Manager of Oracle North America Applications, leading go-to-market strategy for Oracle's AI-powered cloud applications portfolio. Earlier, he led Oracle's Communications, Construction & Engineering, and Utilities Global Industry Units, overseeing employees across global sales, product development, and customer success, and consulting organizations.

   Before joining Oracle, Mr. Morawski held senior executive positions at Vodafone, including President and Country Chairman for the Americas, following Vodafone's acquisition of Cable & Wireless Worldwide, where he served as Managing Director of the Americas. Earlier, he was President and CEO of Telstra Inc. and held leadership roles at Nortel.

   Mr. Morawski is recognized for his ability to build world-class teams, foster innovation, and create enduring value for customers, partners, and shareholders in rapidly evolving global markets.

Details of Directors seeking appointment are as under:

Name of the Director	Mr. Avadhut Ketkar	Mr. Andrew Mark Morawski
Age	59 years	54 years
Date of first appointment on the Board	July 24, 2026	July 22, 2026
Qualifications	Chartered Accountant and a law graduate from Mumbai University.	IT professional with over 25 years of experience.
Experience and expertise in specific functional areas	Finance, secretarial and legal.	Enterprise software, telecommunications, and technology.
No. of Shares held in the Company as on August 24, 2026 (including shareholding as a beneficial owner)	37,163	Nil
No. of Board meetings attended during the year	Not Applicable	1/1

Name of the Director	Mr. Avadhut Ketkar	Mr. Andrew Mark Morawski
Terms & Conditions of appointment, including remuneration	Appointment as the Managing Director and Chief Executive Officer for a term of three consecutive years from July 24, 2026 up to July 23, 2029, liable to retire by rotation. Remuneration: As per the terms and conditions as set out in the explanatory statement above at item no. 1 of this Postal Ballot Notice.	Appointment as the Non-Executive, Non-Independent Director, liable to retire by rotation. Remuneration: Mr. Morawski shall not draw any remuneration from the Company.
Remuneration last drawn	Not Applicable	Not Applicable
Directorships held in other Companies	-	Empire Arts Foundation
Listed entities from which Director has resigned in past three years	-	-
Memberships / Chairmanships of Committees in the Company	Membership: Corporate Social Responsibility Committee ESOP Allotment Committee Risk Management Committee Stakeholders' Relationship Committee Chairmanship: Business Responsibility Committee	-
Memberships / Chairmanships of Committees in Other Companies	None	None
Inter-se relationship with other directors/ Key Managerial Personnel	None	None

For the purpose of disclosing Directorships in other companies, all the companies around the world (listed, unlisted, private limited companies, foreign companies) including subsidiaries of the Company are considered.