ORACLE

ORACLE FINANCIAL SERVICES SOFTWARE LIMITED

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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 other applicable provisions of the Act, Rules, Listing Regulations and Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ("SS-2") 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 appointment of Mr. Simon de Montfort Walker (DIN: 11549486) as a Non-Executive, Non-Independent Director of the Company through Ordinary Resolution by way of voting through remote e-voting only.

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 resolution 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 this Notice only in electronic form to those Members whose e-mail addresses are registered with the Company / Depositories as on Friday, February 27, 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 the Members for this Postal Ballot. The voting by the Members would take place only through the remote e-voting system.

In accordance with the provisions of Sections 108 and 110 of the Act read with the Rules and Regulation 44 of the Listing Regulations, the Company has engaged the services of the National Securities Depository Limited ("NSDL") 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, March 5, 2026 at 9.00 a.m. IST and ends on Friday, April 3, 2026 at 5.00 p.m. IST. The remote e-voting facility will be disabled by NSDL 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 NSDL at www.evoting.nsdl.com.

SPECIAL BUSINESS:

Appointment of Mr. Simon de Montfort Walker (DIN: 11549486) as a Non-Executive, Non-Independent Director of the Company

To consider and, if thought fit, to pass the following resolution with or without modification(s) as an **Ordinary Resolution**:

"**RESOLVED THAT** pursuant to Section 161 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 modifications or re-enactments thereof for the time being in force), and 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. Simon de Montfort Walker (DIN: 11549486) who was appointed as an Additional Director of the Company with effect from February 25, 2026, be and is hereby appointed as the Non-Executive, Non-Independent Director of the Company, liable to retire by rotation."

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
February 25, 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:

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

b. Additional information required as per the Act, Regulation 26 and 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India ("SS-2"), in respect of the above resolution, forms an integral part of this Notice.

c. In accordance with the MCA Circulars, the Postal Ballot Notice is being sent only by e-mail to those members whose e-mail addresses are registered with the Company/Depository Participants and whose names appear in the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories as on Friday, February 27, 2026 ("Cut-off date").

d. Only those Members whose names are appearing in the Register of Members / List of Beneficial Owners as on the Cut-off date shall be eligible to cast their votes through postal ballot 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. It is however clarified that all Members of the Company as on the Cut-off date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company / Depositories) shall be entitled to vote in relation to the aforementioned Resolution in accordance with the process specified in this Notice.

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

f. Relevant documents referred to in this Notice and the Explanatory Statement pursuant to Sections 102 and 110 of the Act are available for inspection through electronic mode by the Members until 5:00 p.m. (IST) of the last date of remote e-voting of this Postal Ballot, i.e., Friday, April 3, 2026. Members are requested to write to the Company on investors-vp-ofss_in_grp@oracle.com for inspection of said documents.

g. The Company has appointed M/s. P. Diwan & Associates, Practicing 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, April 7, 2026.

h. 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, April 3, 2026.

i. The instructions of remote e-voting are as under:

   i. In terms of Section 108 and 110 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Listing Regulations, MCA Circulars and Secretarial Standard on General Meetings (SS-2) issued by the ICSI (each as amended or modified from time to time), the Company is providing facility to its Members to cast their vote electronically through the electronic remote e-voting service facility provided by NSDL on the resolution set forth in the Notice.

   ii. The remote e-voting period commences on Thursday, March 5, 2026 (9:00 a.m. IST) and ends on Friday, April 3, 2026 (5:00 p.m. IST). During this period, Members holding shares in the Company as on the close of business hours of Friday, February 27, 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 NSDL thereafter. Once the vote on the resolution is cast by the Member, he/she shall not be allowed to change it subsequently.

j. The details of the process and manner for remote e-voting are as under:

The way to vote electronically on NSDL e-voting system consists of "Two Steps" which are mentioned below:

Step 1: Access to the NSDL e-voting system

Step 2: Cast your vote electronically on NSDL e-voting system

Details on Step 1 is mentioned below:

Step 1: Access to NSDL e-voting system

A. Login method for e-voting for Individual shareholders holding securities in demat mode.

In terms of SEBI circular dated December 9, 2020 on e-voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email id in their demat accounts in order to access e-voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Individual Shareholders holding securities in demat mode with NSDL:

1. For OTP based login:

    -   Click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN, 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, i.e., NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

2. 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. On 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., NSDL and you will be re-directed to e-voting website of NSDL for casting your vote during the remote e-voting period.

3. If you are not registered for NSDL IDeAS facility:

    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.

4. 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 held 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.

- Shareholders/Members can also download NSDL Mobile App "NSDL Speede" facility for seamless voting experience.

Individual Shareholders holding securities in demat mode with Central Depository Services (India) Limited ("CDSL"):

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 Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password.

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. 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 & New System Myeasi Tab and then click on registration option.

4. Alternatively, the user can directly access e-voting page by providing Demat Account Number and PAN from the 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.

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 Forget User ID and Forget Password option available at abovementioned website.

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 NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 – 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B. Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-voting website?

1. 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.

2. Once the home page of e-voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.

3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

   Alternatively, if you are registered for NSDL eservices i.e., IDEAS, you can log-in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-voting and you can proceed to Step 2 i.e., Cast your vote electronically.

4. Your User ID details are given below:

Manner of holding shares i.e., Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12************** then your user ID is 12**************
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the Company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

    a. If you are already registered for e-voting, then you can use your existing password to login and cast your vote.

    b. If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

    c. How to retrieve your 'initial password'?

        i. If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e., a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

        ii. If your email ID is not registered, please follow steps mentioned below in 'process for those shareholders whose email ids are not registered'.

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

    a. Click on "Forgot User Details/Password?"(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

    b. "Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

    c. If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address.

    d. Members can also use the OTP (One Time Password) based login for casting the votes on the e-voting system of NSDL.

7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

8. Now, you will have to click on "Login" button.

9. After you click on the "Login" button, Home page of e-voting will open.

Step 2: Cast your vote electronically on NSDL e-voting system

How to cast your vote electronically on NSDL e-voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle is in active status.

2. Select "EVEN" of the company for which you wish to cast your vote during the remote e-voting period.

3. Now you are ready for e-voting as the Voting page opens.

4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.

5. Upon confirmation, the message "Vote cast successfully" will be displayed.

6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders:

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to pddiwan@yahoo.co.in with a copy marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. 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 download section of www.evoting.nsdl.com or call on: 022 - 4886 7000 or send a request at evoting@nsdl.com.

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e-mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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, please provide DP ID-Client ID (16 digit DP ID + Client ID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, self attested scanned copy of PAN card, self attested scanned copy of Aadhar card to investors-vp-ofss_in_grp@oracle.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e., Login method for e-voting for Individual shareholders holding securities in demat mode.

3. Alternatively, shareholders/members may send a request to evoting@nsdl.com for procuring user id and password for e-voting by providing above mentioned documents.

4. In terms of SEBI circular dated December 9, 2020 on e-voting facility provided by Listed Companies, individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-voting facility.

Explanatory Statement as required by Section 102 of the Companies Act, 2013 ("the Act")

The following Explanatory Statement sets out all the material facts relating to the special business mentioned in the accompanying notice dated February 25, 2026.

Based on the recommendation of Nomination and Remuneration Committee ("NRC"), the Board of Directors of the Company at its meeting held on February 25, 2026 has appointed Mr. Simon de Montfort Walker (DIN: 11549486) as an Additional Director of the Company in the capacity of a Non-Executive, Non-Independent Director with effect from February 25, 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, 161 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 Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Article 125 of the Articles of Association of the Company, Mr. Walker is eligible for appointment as a Non-Executive, Non-Independent Director of the Company.

The Company has received Mr. Walker's consent and relevant disclosures and declarations and that 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.

A brief profile of Mr. Walker is provided under additional information forming part of the Notice.

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

Your Directors recommend the resolution of this Postal Ballot 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
February 25, 2026

Registered Office:
Oracle Park, Off Western Express Highway
Goregaon (East), Mumbai - 400063
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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)

Brief profile:

Mr. Simon de Montfort Walker, Oracle Executive Vice President, Industry Applications provides executive leadership for global support, development, product management, marketing, and innovation initiatives for Oracle's multi-billion-dollar vertical business. He is responsible for strategy execution, operational performance, and the delivery of AI driven and cloud-enabled solutions for consumer-focused industries such as financial services, hospitality, retail and utilities.

Mr. Walker joined Oracle as Senior Vice President in 2019, managing Oracle's restaurant point of sale business. He has also built Oracle's embedded finance offering. Prior to that, he served as Chief Technology Officer and President of eGate Solutions at gategroup. A seasoned financial services technology executive with deep experience across banking, wealth and asset management, and insurance, he led insurance platform development at Bluecod, delivered wealth and asset management solutions at Octavian, and built core banking data capabilities with Unicorn solutions.

Mr. Walker holds a bachelor's degree in economics from Kings College and a master's degree with honors from The University of Texas at Austin.

Details of Director seeking appointment is as under:

Name of the Director	Mr. Simon de Montfort Walker (DIN:11549486)
Age	54 years
Date of first appointment	February 25, 2026
Qualifications	Bachelor's degree in economics from Kings College and a master's degree with honors from The University of Texas at Austin.
Experience and expertise in specific functional areas	A seasoned financial services technology executive with deep experience across banking, wealth and asset management and insurance.
No. of Shares held in the Company as on February 25, 2026 (including shareholding as a beneficial owner)	NIL
No. of Board meetings attended during the year	NIL
Terms & Conditions of appointment, including remuneration	Appointment as the Non-Executive, Non-Independent Director, liable to retire by rotation. Mr. Walker shall not draw any remuneration from the Company.
Remuneration last drawn	Not Applicable
Directorships held in other Companies	None
Listed entities from which Director has resigned in past three years	None
Memberships / Chairmanships of Committees in the Company	None
Memberships / Chairmanships of Committees in Other Companies	None
Inter-se relationship with other directors/ Key Managerial Personnel	None