ITCONS E-SOLUTIONS LIMITED
Listed on BSE SME Exchange (ITCONS | 543086| INE0O6A01019)
(Formerly known as ITCONS E-Solutions Private Limited)
3rd Floor, B-10, Bajaj Bhawan,
Jamna Lal Bajaj Marg,
Sector 3, Noida, 201301, UP.

Date: September 04, 2026

To,
Corporate Relationship Department,
BSE Limited,
P. J. Towers, Dalal Street,
Mumbai - 400 001

Scrip Code: 543806
Scrip Symbol: ITCONS

Dear Sir/Madam,

Sub: Notice of the 19th Annual General Meeting of the Company

We are pleased to inform that the 19th Annual General Meeting of the Company is scheduled to be held on **Monday, September 18, 2026 at 04:30 p.m. (IST)** through Video Conferencing ("**VC**") / Other Audio-Visual Means ("**OAVM**"). Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('**Listing Regulations'**) read with Schedule III of the Listing Regulations, we are submitting herewith the Notice of the 19th Annual General Meeting ('**AGM'**) which is being sent to the Shareholders through electronic mode whose e-mail addresses are registered with the Company/ Registrar and Share Transfer Agent ('**RTA'**)/ Depository Participants ('**DPs'**) as on Friday, August 28, 2026. The Notice is being hosted on the website of the Company at www.itconsinc.com

Further, in terms of Section 91 of the Companies Act, 2013 and rules made thereunder, the Register of Members and Share Transfer Books will remain closed from Tuesday, September 22, 2026 to Monday, September 28, 2026 (both days inclusive) for the purpose of the Annual General Meeting. The below are the details of the AGM:

Web-link for accessing 19th AGM Notice	**https://itconsinc.com/images/Notice_of_19th_AGM.pdf**
Information at glance	
Day, Date and Time of AGM	Monday, September 28, 2026, 04:30 p.m. (IST)
Mode	Video Conference / Other Audio Video Means
Record date for Final dividend	Monday, September 21, 2026
Cut-off date for e-voting	Monday, September 21, 2026
Remote e-voting start date and time	Friday, September 25, 2026 at 09:00 a.m. (IST)
Remote e-voting end date and time	Sunday, September 27, 2026 at 05:00 p.m. (IST)

You are requested to take the above information on your records.

Thanking You,
Yours Sincerely,
For **ITCONS e-Solutions Limited**

POOJA GUPTA
Digitally signed by POOJA GUPTA
Date: 2026.09.04 18:35:39 +05'30'

Pooja Gupta
Company Secretary & Compliance Officer

Enclosed: As above

NOTICE

NOTICE is hereby given that the Nineteenth (19th) Annual General Meeting ('AGM') of the Members of ITCONS e-Solutions Limited will be held on Monday September 28, 2026, at 04:30 p.m. (IST) through Video Conferencing ('VC')/Other Audio-Visual means ('OAVM') to transact the following businesses:

ORDINARY BUSINESS:

1. **Adoption of Audited Financial Statements**

   To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2026, together with the Reports of the Board of Directors' and Auditors' thereon.

2. **Declaration of Final Dividend on equity shares for the financial year 2025-26.**

   To confirm and declare the Final Dividend of ₹0.15/- per equity share for the financial year ended March 31, 2026.

3. **Re-appointment of Mr. Chetan Prakash Mittal (DIN: 01205222) as director, liable to retire by rotation.**

   To appoint a Director in place of Mr. Chetan Prakash Mittal (DIN: 01205222), who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4. **Appointment of Mr. Ajay Rana (DIN: 08721213), as an Independent Director of the Company.**

   To consider and if thought fit, to pass, , the following resolution as a Special Resolution:

   "RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 **(the 'Act')**, read with Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule IV of the Act and Regulation 16(1)(b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 **("Listing Regulations")** (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company and based on the recommendations of the Nomination and Remuneration Committee **('NRC')** and the Board of Directors of the Company, approval of Members of the Company be and is hereby accorded for appointment of Mr. Ajay Rana **(DIN: 08721213),** who was appointed as an Additional Director of the Company with effect from August 18, 2026, who meets the criteria of Independence under section 149(6) of the Act and Rules made thereunder and in respect of whom the Company has received a Notice in writing under Section 160 of the Act proposing his candidature for the office of Director of the Company, not liable to retire by rotation, to hold office for a term of 1 (one) year commencing from August 18, 2026 upto August 17, 2027 (both days inclusive) on such terms and conditions as stated in the explanatory statement annexed hereto.

   RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorized to do all such acts, deeds, matters and things including filing of necessary forms/ documents with Registrar of Companies and to take all such steps as may be required in this connection including seeking all necessary approvals to give effect to this resolution, for matters connected therewith, or incidental thereto and to settle any questions, difficulties or doubts that may arise in this regard."

By Order of the Board of Directors
For **ITCONS e-Solutions Limited**

Date: September 04, 2026
Place: New Delhi

Pooja Gupta
Company Secretary & Compliance Officer

NOTES

1. The Ministry of Corporate Affairs **('MCA')** vide its General Circular No. 03/2025 dated September 22, 2025, read together with circulars dated, September 19, 2024, April 08, 2020, April 13, 2020 and May 05, 2020 and earlier circulars issued in this regard **('MCA Circulars')** and Securities and Exchange Board of India **('SEBI')** vide its Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 and earlier circulars issued in this regard **('SEBI Circulars')**, permitted convening Annual General Meeting **("AGM")** through Video Conferencing **("VC")** or Other Audio Visual Means **("OAVM")**, without the physical presence of the members at a common venue. In compliance with the aforesaid MCA Circulars, SEBI Circulars, applicable provisions of the Companies Act, 2013 **('Act')** read with rules made thereunder, the AGM of the Company is being held through VC/OAVM and physical attendance of the Members to the AGM venue is not required. The deemed venue for the 19th AGM shall be the Registered Office of the Company at Regus Elegance 2F, Elegance Jasola District Centre, Old Mathura Road, New Delhi, India-110025.
2. In accordance with Section 108 of the Companies Act, 2013 **('Act')**, read together with Rule 20 of the Companies (Management and Administration) Rules, 2014 and Regulation 44 of the Listing Regulations, the Company has provided remote e-Voting facility to all Members in respect of the businesses to be transacted at the AGM. The Company has entered into an agreement with National Securities Depository Limited **('NSDL')** for conducting the AGM through VC/OAVM and enabling participation of Members at the AGM and facilitating voting through electronic means. The procedure for participation in the meeting through VC/OAVM and remote e-voting and e-voting during the AGM by members holding shares in dematerialized mode, physical mode and by members who have not registered their email addresses is provided in the 'Instructions for e-voting' section which forms part of this Notice.
3. Since the physical attendance of Members has been dispensed with in terms of Applicable Circulars, there is no requirement for appointment of proxies. Accordingly, the facility for appointment of proxies by the Members under Section 105 of the Act is not available for this 19th AGM and hence the Proxy Form and Attendance Slip are not annexed hereto. Since the AGM will be held through VC/OAVM, the route map of the venue of the Meeting is not annexed hereto.
4. Participation of members through VC/OAVM will be reckoned for the purpose of quorum for the AGM as per Section 103 of the Act.
5. The remote e-Voting period shall commence on **Friday, September 25, 2026 at 9:00 a.m. IST and shall end on Sunday, September 27, 2026 at 5:00 p.m.** IST.
6. Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date, i.e. **Monday, September 21, 2026,** may opt for remote e-Voting and cast their votes electronically. A person whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date shall be entitled to avail the facility of remote e-Voting or e-Voting at the meeting.
7. Any person who acquire shares of the Company and become a Member after dispatch of the Notice and holds shares as on the cut-off date, i.e. September 21, 2026, may obtain the login ID and password by sending a request to NSDL at evoting@nsdl.com, mentioning their Folio No./DP ID and Client ID No. However, if such person is already registered with NSDL for e-Voting, the existing user ID and password may be used for casting the vote. In case of a forgotten password, the same may be reset using the "Forgot User Details/Password" option available on the NSDL e-Voting website at www.evoting.nsdl.com.
8. Members may join the AGM through VC/OAVM mode 15 minutes before the scheduled time for commencement of the meeting. Members attending the AGM through VC/OAVM who have not already cast their vote through remote e-Voting shall be entitled to exercise their right to vote electronically during the AGM. Members who have cast their vote through remote e-Voting prior to the AGM may attend the AGM but shall not be entitled to cast their vote again. Once a vote on a Resolution is cast by a Member, the Member shall not be allowed to change it subsequently or cast the vote again. Members may participate in the AGM even after exercising their right to vote through remote e-Voting, but shall not be allowed to vote again during the AGM.
9. At the end of the remote e-Voting period, the facility shall forthwith be blocked.

10. In case of joint holders, the Member whose name appear as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

11. Members holding shares in dematerialized mode who have not registered their email addresses are requested to register their email addresses with their respective Depository Participants (DPs). Members holding shares in physical mode are requested to update their email addresses with the Company's Registrar and Transfer Agent, Cameo Corporate Services Limited, at investor@cameoindia.com, or write to the Company at cs.pooja@itconsinc.com, to receive the Integrated Annual Report 2025-26 and other communications of the Company in electronic mode.

12. The Company's Registrar and Transfer Agent (RTA) for its Share Registry Work (Physical and Electronic) is Cameo Corporate Services Limited, having its office at Subramaniam Building No.1, Club House, Chennai-600002, Phone: 044-28460390, E-mail Id: priya@cameoindia.com.

13. Members are requested to quote their DP ID and Client ID number/folio number and mobile number in all their correspondence with Company & RTA.

14. Notice of the AGM along with the Integrated Annual Report for financial year **("FY")** 2025-26 is being sent by electronic mode to those Members whose e-mail IDs are registered with the Company or National Securities Depository Limited **("NSDL")**/Central Depository Services (India) Limited **("CDSL")**, collectively **("Depositories")**. The Notice and Integrated Annual Report for FY 2025-26 is available on the following websites (a) Company – www.itconsinc.com (b) BSE Limited - www.bseindia.com (c) NSDL - https://www.evoting.nsdl.com.

15. The Explanatory Statement pursuant to Section 102 of the Act setting out material facts concerning the business under Item Nos. 4 of the Notice is annexed hereto. Further, the relevant details with respect to "Director seeking appointment and re-appointment at this AGM" are also provided as Annexure A in terms of Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India.

16. The Register of directors and key managerial personnel (KMP) and their shareholding, maintained under Section 170 of the Act, and the register of contracts or arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents referred to in the Notice will also be available for electronic inspection without any fee from the date of circulation of this Notice up to the date of AGM. Members willing to inspect such documents can send an email to cs.pooja@itconsinc.com.

17. The Register of Members and Share Transfer Books of the Company will remain closed from **Tuesday, 22nd September, 2026 to Monday, 28th September, 2026** (both days inclusive) for annual general meeting, remote e-voting and for determining the entitlement of the shareholders to the dividend for the financial year 2025-26 as recommended by the Board of Directors of the Company, if declared by the members at the AGM.

18. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE_IAD-1/P/ CIR/2023/131 dated July 31, 2023, and SEBI/HO/OIAE/ OIAE_IAD-1/P/CIR/2023/135 dated August 04, 2023, read with Master Circular No. SEBI/HO/ OIAE/OIAE_ IAD-1/P/CIR/2023/145 dated July 31, 2023 (updated as on August 11, 2023), has established a common Online Dispute Resolution Portal **("ODR Portal")** for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (https://smartodr.in/login).

19. Members may note that the Board of Directors, in its meeting held on May 26, 2026 has recommended a final dividend of Rs. 0.15/- per equity share (i.e. 1.5%). The record date for the purpose of final dividend for the financial year 2025-2026 will be Monday, September 21, 2026. If the final dividend is approved at the AGM, payment of such dividend subject to deduction of tax at source will be made as under:

a. To all Beneficial Owners in respect of shares held in dematerialized form as per the data as may be made available by the Depositories, as of close of business hours on Monday, September 21, 2026.

b. To all Members in respect of shares held in physical form after giving effect to valid transmission or transposition requests lodged with the Company as of the close of business hours on Monday, September 21, 2026.

With effect from April 1, 2024, dividend to security holders (holding securities in physical form), shall be paid only through electronic mode. Such payment shall be made upon folio being KYC compliant i.e. the PAN, contact details including mobile no. bank account details and specimen signature are registered with the RTA/Company. [SEBI Master Circular No.SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated May 7, 2024, read with SEBI Circular No. SEBI/HO/MIRSD/ POD-1/P/CIR/2024/81 dated June 10, 2024]

c. **Tax Deducted at Source ("TDS") on dividend:**

Pursuant to the Finance Act, 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 01, 2020 and the Company is required to deduct tax at source from dividend paid to members at prescribed rates. For information on prescribed rates, members are requested to refer to the Finance Act, 2020 and amendments thereof. The members are requested to update their PAN details with Registrar and Transfer Agents (in case of shares held in physical mode) and depository participants (in case shares held in demat mode). However, no tax shall be deducted on the dividend payable to a resident individual shareholder, if the total dividend to be paid to shareholders by the Company does not exceed 10,000/-

A resident individual shareholder with PAN who is not liable to pay income tax can submit a yearly declaration in Form 121, to avail the benefit of non-deduction of tax, by submitting duly signed forms to Company's RTA at priya@cameoindia.com with a copy marked to company cs.pooja@itconsinc.com by Friday, September 25, 2026 (till 6.00 p.m. IST). Shareholders are requested to note that in case their PAN is not registered, the tax will be deducted at a higher rate of 20%.

Non-resident shareholders can avail beneficial rates under tax treaty between India and their country of residence subject to providing necessary documents i.e. No Permanent Establishment and Beneficial Ownership Declaration, Tax Residency Certificate, Form 10F, any other document which may be required to avail the tax treaty benefits by sending email to priya@cameoindia.com with a copy marked to company at cs.pooja@itconsinc.com by Friday, September 25, 2026 (till 6.00 p.m. IST).

Incomplete and / or unsigned forms and declarations will not be considered by the Company. All communications / queries in this respect should be addressed to the RTA, by email to priya@cameoindia.com.

d. Transfer to Investor Education and Protection Fund:

Dividends remaining unpaid or unclaimed for a period of seven years or more shall be transferred by the Company to the Investor Education and Protection Fund **('IEPF')** established by the Central Government pursuant to Section 125 of the Companies Act, 2013. Further, pursuant to Section 124 of the Companies Act, 2013, all shares in respect of which dividend has not been paid or claimed for seven consecutive years or more shall also be transferred by the Company to the IEPF Authority in the manner prescribed under the applicable provisions of law.

Members who have not yet encashed their Final Dividend for the Financial Year 2024-25 of ₹0.15/- per equity share are requested to claim the same from the Company or its Registrar and Share Transfer Agent at the earliest. The last date for claiming the said dividend is October 30, 2032, after which the unclaimed dividend shall be transferred to the Investor Education and Protection Fund **('IEPF')** in accordance with the applicable provisions of the Companies Act, 2013.

20. Equity Shares of the Company are under compulsory demat trading by all investors. Those shareholders, who have not dematerialized their shareholding, are advised to dematerialize the same to avoid any inconvenience in future.

21. The Securities and Exchange Board of India **('SEBI')** has mandated that w.e.f. April 01, 2019, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in dematerialized form with a depository. In view of the same, members holding shares in physical form are requested to get them converted into dematerialized form.

22. As per Section 72 of the Act, the facility for submitting nomination is available for members

in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form SH-13. Members are requested to submit these details to their DP in case the shares are held by them in electronic form, and to the RTA, in case the shares are held in physical form.

23.The Board has appointed Mrs. Preeti Jain, Practicing Company Secretary **(Membership No. F13336) (CP No. 14964)**, as the scrutinizer **("Scrutinizer")** for conducting the e-voting process in a fair and transparent manner.

24.The Scrutinizer will submit his report to the Chairman of the Company **("the Chairman")** or to any other person authorized by the Chairman after the completion of the scrutiny of the e-voting (votes cast during the AGM and votes cast through remote e-voting), not later than 2 working days from the conclusion of the AGM. The result declared along with the Scrutinizer's report shall be communicated to the stock exchange, BSE Limited, and will also be displayed on the Company's website at www.itconsinc.com.

25.Members who would like to express their views/ask questions as a speaker at the Meeting may pre- register themselves by sending a request from their registered email address mentioning their names, DP ID and Client ID/folio number, PAN, and mobile number at cs.pooja@itconsinc.com between September 23, 2026 (9.00 a.m. IST) to September 25, 2026 (5.00 p.m. IST). Only those Members who have pre-registered themselves as a speaker on the dedicated email ID cs.pooja@itconsinc.com will be allowed to express their views/ask questions during the AGM. When a pre-registered speaker is invited to speak at the meeting but he / she does not respond, the next speaker will be invited to speak. Accordingly, all speakers are requested to get connected to a device with a video/ camera along with good Internet speed. The Company reserves the right to restrict the number of questions and number of speakers, as appropriate, for smooth conduct of the AGM.

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING ANNUAL GENERAL MEETING ARE AS UNDER: -

The remote e-voting commences on **Friday, September 25, 2026 (9:00 a.m. IST)** and ends on **Sunday, September 27, 2026 (5:00 p.m. IST).** The e-voting module will be disabled by NSDL thereafter.

How do I vote electronically using NSDL e-Voting system?

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

Step 1: Access to NSDL e-Voting system

A)Login method for e-Voting and joining virtual meeting 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:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can 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 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. 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 or joining virtual meeting & voting during the meeting. 3. If you are not registered for 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 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 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 or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App **"NSDL Speede"** facility by scanning the QR code mentioned below for seamless voting experience. NSDL Mobile App is available on App Store Google Play
Individual Shareholders holding securities in demat mode with 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 user 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 or joining virtual meeting & voting during the meeting. Additionally, there is 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 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.

Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting. 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. 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 or joining virtual meeting & voting during the meeting.

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@nsdl.com or contact at toll free no. 1800-21-09911

B) Login Method for e-Voting and joining virtual meeting 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 a 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 the e-Voting system is launched, click on the icon "Login" which is available under the '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 e-services 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 login 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 141999 then user ID is 141999001***

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. .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 e-voting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
   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 and join AGM 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 and AGM is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the AGM. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
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 a 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 authorised to vote, to the Scrutinizer by e-mail to cspreetijain@gmail.com 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 to Ms. Pallavi Mhatre at evoting@nsdl.com

4. **Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of email 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), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to cs.pooja@itconsinc.com.

   2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs.pooja@itconsinc.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 and joining virtual meeting for Individual shareholders holding securities in demat mode.

   3. Alternatively, shareholder/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.

THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system.** After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/ Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last last-minute rush.
2. Members are encouraged to join the Meeting through Laptops for a better experience.
3. Further Members will be required to allow the Camera and use the Internet with a good speed to avoid any disturbance during the meeting.
4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/ have questions may send their questions in advance mentioning their name demat account number/ folio number, email id, mobile number at cs.pooja@itconsinc.com. The same will be replied by the company suitably.

By Order of the Board of Directors
For **ITCONS e-Solutions Limited**

Date: September 04, 2026
Place: New Delhi

Pooja Gupta
Company Secretary & Compliance Officer

EXPLANATORY STATEMENT

[Pursuant to Section 102 of the Companies Act, 2013]

ITEM NO. 4

Appointment of Mr. Ajay Rana (DIN: 08721213), as an Independent Director of the Company

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee and pursuant to the provisions of Section 161(1) of the Companies Act, 2013 **('the Act')** read with the Articles of Association of the Company, had approved the appointment of Mr. Ajay Rana **(DIN: 08721213)** as an Additional Director, designated as an Independent Director of the Company, not liable to retire by rotation, to hold office for a term of 1 year (One year) commencing from August 18, 2026 upto August 17, 2027 (both days inclusive), subject to the approval of shareholders. The Company has also received a notice under Section 160 of the Act from a Member proposing the candidature of Mr. Ajay Rana for the office of Director of the Company.

Mr. Ajay Rana, an Ph.D. (Engineering) from Dr. A.P.J. Abdul Kalam Technical University (2006) and an M.Tech. (Engineering) from Kurukshetra University (1999–2000), He is a Fellow of the Institution of Electronics and Telecommunication Engineers (IETE), a Senior Member of IEEE, and a Life Member of several prestigious professional bodies.

Prof. Rana is a distinguished academician and strategic leader with over 26 years of rich experience in higher education, academic administration, research, innovation, and institutional governance. He has played a pivotal role in driving academic excellence, institutional transformation, and policy implementation across leading educational institutions in India.

Prof. Rana has been recognized among the World's Top 2% Scientists in the prestigious list published by Stanford University in collaboration with Elsevier, reflecting his significant contribution to research and innovation. His areas of expertise include Strategic Leadership, Higher Education Management, Academic Administration, Research & Innovation, Institutional Development, and Policy Implementation.

In accordance with the provisions of Section 149 read with Schedule IV and applicable provisions of the Act, and Regulation 17(1C) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 **('Listing Regulations')**, appointment of Mr. Ajay Rana as an Independent Director requires approval of Members of the Company within a period of three months from the date of appointmen: Additionally, Regulation 25(2A) of the Listing Regulations mandates approval of Members of the Company by way of Special Resolution in case of appointment of an Independent Director.

Mr. Ajay Rana is qualified to be appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. Further, Mr. Ajay Rana meets criteria of independence as prescribed both under Section 149(6) of the Act and the Regulation 16(1)(b) of the Listing Regulations and he is not debarred from holding the office of Director by virtue of any order from Securities and Exchange Board of India **('SEBI')**/ Ministry of Corporate Affairs or any such statutory authority. Mr. Ajay Rana has also confirmed that he is in compliance with Rule 6(1) and 6(2) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, with respect to the registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs.

In the opinion of the Board, Mr. Ajay Rana fulfils the conditions for appointment as an Independent Director as specified in the Act and Listing Regulations. He is independent of the management and possesses professional background, appropriate skills, experience, knowledge and capabilities required for the role of Independent Director.

In view of these, appointment of Mr. Ajay Rana as an Independent Director is in the interest of the Company. Details of Mr. Ajay Rana pursuant to the provisions of Listing Regulations and Secretarial Standard on General Meetings, issued by the Institute of Company Secretaries of India, as provided in the 'Annexure' to this Notice.

Mr. Ajay Rana shall be paid remuneration by way of sitting fees for attending meetings of the Board or Committees thereof or for any other meetings and commission as may be decided by the Board of Directors of the Company from time to time within the limits stipulated under Section 197 of the Act.

It is proposed to seek the Members' approval for the appointment of Mr. Ajay Rana as an Independent Director, as per the terms mentioned in this explanatory statement.

Mr. Ajay Rana is interested in the resolution set out at Item No. 4 of this Notice with regard to his appointment and his relatives may be deemed to be interested in the resolution to the extent of their shareholding interest, if any, in the Company.

Save and except the above, none of the other Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommends the Special Resolution set out at Item No. 4 of this Notice for approval by the members.

By Order of the Board of Directors
For **ITCONS e-Solutions Limited**

Pooja Gupta
Company Secretary & Compliance Officer

Date: September 04, 2026
Place: New Delhi

ANNEXURE-A

Details of Directors in terms of Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standards on General Meetings - 2

Annexure to Item No. 4 of this Notice

Name of the Director	**Mr. Ajay Rana**
Director Identification Number	08721213
Date of Birth	April 03, 1976
Age	50 years
Nationality	Indian
Date of first appointment of the Board	August 18, 2026
Designation / Category of the Director	Non-Executive Independent Director
Qualification	Ph.D. (Engineering) from Dr. A.P.J. Abdul Kalam Technical University M.Tech. (Engineering) from Kurukshetra University
Directorships held in other companies excluding foreign companies as on the date of this Notice	Rajasthan Trustee Company Private Limited Rajasthan Asset Management Company Private Limited
Memberships / Chairmanships of committees of other companies (excluding foreign companies) as on date of this Notice	NIL
Listed entities from which the Director has resigned in past 3 years	NIL
Shareholding in the Company (including shareholding as a beneficial owner) as on the date of this Notice	NIL
No. of Board Meetings held and attended during the financial year 2025-26	Not Applicable
Brief Resume, Nature of expertise and specific functional areas	As detailed in the resolution and explanatory statement under Item No. 4
Terms and Conditions of appointment along with details of remuneration sought to be paid	
Justification for choosing the appointee for appointment as Independent Director	
Details of remuneration last drawn	Not Applicable
Relationship with other Directors, Manager and Key Managerial Personnel of the Company	Not related to any Director/ Key Managerial Personnel of the Company

By Order of the Board of Directors
For **ITCONS e-Solutions Limited**

Date: September 04, 2026
Place: New Delhi

Pooja Gupta
Company Secretary & Compliance Officer