NOTICE OF 31st ANNUAL GENERAL MEETING ("AGM")

NOTICE IS HEREBY GIVEN THAT THE THIRTY FIRST (31ST) AGM OF THE MEMBERS OF GACM TECHNOLOGIES LIMITED ("THE COMPANY") WILL BE HELD ON WEDNESDAY, SEPTEMBER 30 2026, AT 12:30 P.M. INDIAN STANDARD TIME (IST), THROUGH VIDEO CONFERENCING ('VC') / OTHER AUDIO-VISUAL MEANS ('OAVM') FACILITY TO TRANSACT THE FOLLOWING BUSINESSES:

ORDINARY BUSINESS:

ITEM NO.: 01: CONSIDERATION AND ADOPTION OF THE AUDITED STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS OF THE COMPANY FOR THE FINANCIAL YEAR ENDED MARCH 31, 2026, AND THE REPORTS OF THE BOARD OF DIRECTORS AND AUDITORS THEREON.

To consider, and if thought fit, to pass the following Resolution as **ORDINARY RESOLUTION**:

"**RESOLVED THAT** the Audited Standalone and Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2026, and the reports of the Board of Directors and Auditor's thereon as circulated to the members with the notice of the Annual General Meeting, be and are hereby received, considered and adopted."

ITEM NO.: 02: TO RE-APPOINT STATUTORY AUDITORS OF THE COMPANY.

To consider, and if thought fit, to pass the following Resolution as **ORDINARY RESOLUTION**:

"**RESOLVED THAT** pursuant to the provisions of Sections 139, 141, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s. Gorantla & Co., Chartered Accountants (Firm Registration No. 016943S), who retire at this Annual General Meeting and being eligible, have offered themselves for re-appointment, be and are hereby re-appointed as the Statutory Auditors of the Company to o hold office for a term of 5 (five) consecutive years, from the conclusion of this Annual General Meeting till the conclusion of the 36th Annual General Meeting of the Company, at such remuneration as may be mutually agreed between the Board of Directors of the Company and the Auditors, in addition to applicable taxes and reimbursement of out-of-pocket expenses."

ITEM NO.: 03: APPOINTMENT OF MR. JONNA VENKATA TIRUPATI RAO (DIN: 07125471), AS A DIRECTOR LIABLE TO RETIRE BY ROTATION AND IS ELIGIBLE FOR RE-APPOINTMENT ON THE SAME TERMS AND CONDITIONS.

To consider, and if thought fit, to pass the following Resolution as **ORDINARY RESOLUTION:**

"**RESOLVED THAT** Mr. Jonna Venkata Tirupati Rao (Din: 07125471), Managing director who retires by rotation at the 31st Annual General Meeting in accordance with the Section 152 of the Companies Act, 2013 read with the Articles of Association of the Company and being eligible has offered himself for re-appointment, be and is hereby re-appointed as a Director of the Company, liable to retire by rotation."

SPECIAL BUSINESS

ITEM NO.: 04: RE-APPOINTMENT OF MR. JONNA VENKATA TIRUPATI RAO (DIN: 07125471) AS A MANAGING DIRECTOR OF THE COMPANY.

To consider, and if thought fit, to pass the following Resolution as **SPECIAL RESOLUTION**:

"**RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions, if any, read along with Schedule V of the Companies Act, 2013 ('Act') and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, the consent of the Members be and is hereby accorded to the appointment and terms of remuneration of Mr. Jonna Venkata Tirupati Rao as Managing Director ('MD') of the Company for a period of 5 years, with effect from 27th November, 2026 to 26th November, 2031 , not liable to retire by rotation, upon the terms and conditions set out in the Statement annexed to the Notice convening this Meeting, including the remuneration to be paid in the event of loss or inadequacy of profits in any Financial Year during his said tenure within the overall limits of Section 197 of the Act, as recommended by the Nomination and Remuneration Committee, with liberty to the Board of Directors to alter and vary the terms and conditions of the said appointment and terms of remuneration as it may deem fit and in such manner as may be agreed to between the Board and MD.

RESOLVED FURTHER THAT subject to such approvals, consents and permission as may be required, in the event of loss or inadequacy of net profits in any financial year, the Company pays **Mr. Jonna Venkata Tirupati Rao**, remuneration by way of salary, perquisites and allowances as set out in Explanatory Statement as Minimum Remuneration.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to alter and vary the terms and conditions of the appointment and / or remuneration as may be agreed between the Board of Directors and Mr. Jonna Venkata Tirupati Rao and/or in such manner and to such extent as may be permitted or authorized in accordance with the provisions under the Act for the time being in force, subject to the same not exceeding the limits specified in Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

ITEM NO.: 05: APPROVAL FOR MATERIAL-RELATED PARTY TRANSACTIONS.

To consider and, if thought fit, to pass, the following resolution as **ORDINARY RESOLUTION**:

"**RESOLVED THAT** pursuant to the provisions of Regulation 23 and other applicable provisions, if any, of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("Listing Regulations"), read with Section 188 of the Companies Act, 2013 ("the Act") and other applicable provisions, if any along with the Rules made thereunder and other applicable laws including any amendments, modifications, variations or reenactments thereof and the Company's Policy on Related Party Transactions and based on the recommendation of the Audit Committee and the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Company for entering into and /or continuing with Material Related Party Transactions / Contract(s) / Arrangement(s) / Agreements or Modification(s) thereto, as detailed in the Explanatory Statement annexed to this Notice with following related parties as per details set out herewith commencing from the conclusion of this Annual General Meeting till the conclusion of Annual General Meeting held in Financial Year 2027-28.

Sr. No	Related Party	Relationship Reference	Nature Of Transaction	Details of Transactions including Tenure	Limits in Rs.
1.	GAYI ADI Holdings Private Limited	Promoter Entity	Business Advance and Provision or availing of Services	Provision or availing of any kind of Services including Inter-corporate Loan given and taken Tenure: Recurring Transactions	100 Crore Per Entity
2.	G.A. Apparel Private Limited (Earlier known as Haseena Apparel Private Limited)	Common Directors			
3.	GAYI ADI Enterprise Limited	Common Directors			
4.	G.A. Capital Management Private Limited	Common Directors			
5.	Arka Insurance and Broking Private Limited	Common Interest			
6.	GAYI ADI Fintech Private Limited	Wholly owned Subsidiary			
7.	GACM Realty India Private Limited	Common Directors			
8.	NETIZENS Entertainments Private Limited	Common Directors			
9.	Adhiraj Wealth and Family Office Private Limited	Common Directors			
10.	G.A. Corporate Serv Private Limited	Common Promoters			
11	WEXL Edu Limited	Common Directors			

RESOLVED FURTHER THAT that the Board of Directors of the Company (including any Committee thereof) be authorized to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required to give effect to this Resolution without being required to seek further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this Resolution.

RESOLVED FURTHER THAT that all actions taken by the Board of Directors of the Company (including any Committee thereof) in connection with any matter referred to or contemplated in this Resolution, be approved, ratified and confirmed in all respects."

ITEM NO.: 06: RE-APPOINTMENT OF MR. SRINIVAS MAYA (DIN: 08679514) AS A WHOLE TIME DIRECTOR OF THE COMPANY.

To consider and, if thought fit, to pass, the following resolution as **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Sections 196, 197, 203 and other applicable provisions, if any, of the Companies Act, 2013 (the Act) (including any statutory modification or re-enactment thereof for the time being in force) read along with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time, and on the recommendation of Nomination and Remuneration Committee and Audit Committee, the consent of the Members of the Company be and is hereby accorded approve re-appointment of Mr. Srinivas Maya as Whole Time Director ('WTD') of the Company for a period of 5 years commencing from November 13, 2026 to November 12, 2031 liable to retire by rotation, upon the terms and conditions including remuneration set out in the Explanatory Statement annexed to the Notice convening this meeting (including the remuneration to be paid in the event of loss or inadequacy of profits in any financial year during the tenure of his re-appointment), with liberty to the Board of Directors to alter and vary the terms and conditions of the said reappointment in such manner as may be agreed to between the Board of Directors and Mr. Srinivas Maya.

RESOLVED FURTHER THAT the office of whole Time Director shall be liable to retire by rotation, provided that if he vacates office by retirement by rotation under the provisions of the Companies Act, 2013 at any Annual General Meeting and is re-appointed as a Director at the same meeting, he shall not, by reason only of such vacation, cease to be the Whole Time Director.

RESOLVED FURTHER THAT subject to such approvals, consents and permission as may be required, in the event of loss or inadequacy of net profits in any financial year, the Company pays Mr. Srinivas Maya, remuneration by way of salary, perquisites and allowances as set out in Explanatory Statement as Minimum Remuneration.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to alter and vary the terms and conditions of the re-appointment and/or remuneration as may be agreed between the Board of Directors and Mr. Srinivas Maya and/or in such manner and to such extent as may be permitted or authorized in accordance with the provisions under the Act for the time being in force, subject to the same not exceeding the limits specified in Schedule V of the Companies Act, 2013.

RESOLVED FURTHER THAT the Board of Directors of the Company (which shall be deemed to include a Committee of the Board) and/or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

ITEM NO.: 07: TO CONSIDER AND APPROVE APPOINTMENT OF MR. CHANDRA SEKHAR DASAKA (DIN: 05012419) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

To consider, and if thought fit, to pass the following Resolution as **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 161, Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") read with the Rules framed thereunder, and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, ("the LODR Regulations") [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], and Articles of Association of the Company, approval and recommendation of the Nomination and Remuneration Committee and that of the Board Mr. Chandra Sekhar Dasaka (DIN:05012419)who was appointed as an Additional Director of the Company by the Board of Directors with effect from August 22, 2026 who meets the criteria for independence under Section 149(6) of the Act and the Rules made thereunder and Regulation 16(1)(b) of the LODR Regulations be and is hereby appointed as an Independent Director of the Company for a period of 5 (Five) years (The "Term") till September 30, 2031, and that he shall not be liable to retire by rotation."

"RESOLVED FURTHER THAT any Director of the Company and/or the Company Secretary of the Company be and are hereby authorized to sign such forms/returns, and various documents as may be required to be submitted to the Registrar of Companies, Hyderabad, or such other authorities and to do all the acts, deeds and things which may be necessary to give effect to the above said resolution."

ITEM NO.: 08: TO CONSIDER AND APPROVE INCREASE IN AUTHORISED SHARE CAPITAL OF THE COMPANY

To consider and, if thought fit, to pass, the following resolution as **ORDINARY RESOLUTION:**

"RESOLVED THAT pursuant to the provisions of Sections 61, 64 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with the rules made thereunder, and subject to such approvals, consents and permissions as may be required, the Authorised Share Capital of the Company be and is hereby increased from ₹300,00,00,000/- (Rupees Three Hundred Crore only) divided into 300,00,00,000 (Three Hundred Crore) Equity Shares of ₹1/- each to ₹1,000,00,00,000/- (Rupees One Thousand Crore only) divided into 1,000,00,00,000 (One Thousand Crore) Equity Shares of ₹1/- each, by creation of additional 700,00,00,000 (Seven Hundred Crore) Equity Shares of ₹1/- each, which shall constitute 100% Equity Shares carrying ordinary rights of the Company, and shall rank pari passu in all respects with the existing ordinary Equity Shares of the Company**.**

RESOLVED FURTHER THAT pursuant to Section 13 and other applicable provisions of the Act, the existing Clause V of the Memorandum of Association of the Company relating to Authorised Share Capital be and is hereby substituted with the following clause**:**

"V. The Authorised Share Capital of the Company is ₹1,000,00,00,000/- (Rupees One Thousand Crore only) divided into 1,000,00,00,000 (One Thousand Crore) Equity Shares of ₹1/- (Rupee One) each."

RESOLVED FURTHER THAT Any Director and/or Company secretary of the Company be and are hereby severally authorized to do all such acts, deeds, matters and things as may be deemed proper, necessary, or expedient, including filing the requisite E-forms with Ministry of Corporate Affairs or submission of documents with any other authority, for the purpose of giving effect to this resolution and for matters connected therewith or incidental thereto."

ITEM NO.: 09: TO CONSIDER AND APPROVE ISSUANCE OF EQUITY SHARES OF THE COMPANY TO NON-PROMOTERS ON PREFERENTIAL ISSUE BASIS (SHARE SWAP) IN LIEU OF ACQUISITION OF STAKE IN WEXL EDU LIMITED

To consider, and if thought fit, to pass the following Resolution as **SPECIAL RESOLUTION**:

"RESOLVED THAT pursuant to the provisions of Sections 42, 62(1)(c) and other applicable provisions, if any, of the Companies Act, 2013 (hereinafter referred to as the "Act") read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, as amended and the Companies (Share Capital and Debentures) Rules, 2014, as amended and other relevant rules made there under {including any statutory modification(s) thereto or reenactment thereof for the time being in force}, enabling provisions in Memorandum and Articles of Association of the Company, provisions of the uniform listing agreements entered into by the Company with the stock exchanges where the shares of the Company are listed {"Stock Exchange(s)"}, and in accordance with the guidelines, rules and regulations of the Securities and Exchange Board of India ("SEBI"), as amended including the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, as amended ("SEBI ICDR Regulations"), the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and in accordance with other applicable rules, regulations, circulars, notifications, clarifications and guidelines issued thereon, from time to time, by the Ministry of Corporate Affairs, SEBI and / or any other competent authorities, and subject to the approvals, consents, permissions and / or sanctions, as may be required from the Government of India, SEBI, Stock Exchange(s) and any other relevant statutory, regulatory, governmental authorities or departments, institutions or bodies and subject to such terms, conditions, alterations, corrections, changes, variations and / or modifications, if any, as may be prescribed by any one or more or all of them in granting such approvals, consents, permissions and / or sanctions and which may be agreed by the board of directors of the Company (hereinafter referred to as the "Board" which terms shall be deemed to include any committee duly constituted by the Board or any committee, which the Board may hereafter constitute, to exercise one or more of its powers, including the powers conferred hereunder), the consent of the members of the company be and is hereby accorded to the Board to create, issue, offer and allot, on a preferential basis, up to which is not less than the floor price determined in accordance with Chapter V of the ICDR Regulations ("Subscription Shares"), determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, for consideration other than cash towards payment of the total purchase consideration of WEXL EDU Limited will be allotted with 120 equity shares with ordinary voting rights of the company (120:1) for every share held as per Allottee Table A which is not less than the floor price determined in accordance with Chapter V of the ICDR Regulations ("Subscription Shares"), determined in accordance with the provisions of Chapter V of SEBI ICDR Regulations, for consideration other than cash towards payment of the total purchase consideration payable by the Company WEXL EDU Limited, ("Proposed Allottee"), on such terms and conditions as the Board may think fit.

Table -A

S.no	Name of the existing Shareholder of M/s.WEXL EDU Limited / Proposed Allottees	No. of shares held by the respective allottees in WEXL EDU Limited	Maximum Nos. of Equity Shares to be allotted by way of swap shares in the swap ratio of 120:1 (Equity Shares)
1	AVM TECH ED SOLUTIONS PRIVATE LIMITED	3,700,000	444,000,000
2	BHARATH KUMAR PALATLA	625,000	75,000,000
3	SWARNA GOURI KURAKULA	588,235	70,588,200
4	PRIYA RAHUL MALU	358,823	43,058,760
5	KARTHICK CHAKRAVARTHY GANGAVARAPU	250,000	30,000,000
6	RONGALA JAI BHARAT KUMAR	208,333	24,999,960
7	MOHAN BABU JALUKURI	177,648	21,317,760
8	PUDI PRADEEP KUMAR	166,666	19,999,920
9	GORINTA PRAVEEN KUMAR	145,000	17,400,000
10	SRINIVAS RAO PATANGAY	134,800	16,176,000
11	SERU MAHENDRA VARAPU LOKESH	132,259	15,871,080
12	GOVIND THOTA	123,530	14,823,600
13	BANDARI PHANEESH GUPTA	122,352	14,682,240
14	SRINIVASA RAJU KALIDINDI	117,647	14,117,640
15	HUSAIN SULTAN ALI NENSEY	117,647	14,117,640
16	KALIDAS CHINTA	115,685	13,882,200
17	V MANOHAR RAO	101,177	12,141,240
18	ANURADHA DENDI	100,293	12,035,160
19	BHARGAVI BANDARU	96,274	11,552,880
20	UDAYA MANIKANTA PEMMANABOYINA	83,333	9,999,960
21	AMITHA PATANGAY	82,353	9,882,360
22	SATYANARAYANA MURTHY VARANASI	92,550	11,106,000
23	PANKAJ JAIPRAKASH KANKATTI	66,668	8,000,160
24	DILESHWAR REDDY GAGIREDDY	63,886	7,666,320
25	PAPIREDDY VAIBHAV REDDY	59,823	7,178,760
26	SRINIVASA RAO THADIVADA	58,333	6,999,960
27	NARINDER KUMAR BHATARA	54,275	6,513,000
28	GORINTA VIJAYA BABU	50,000	6,000,000
29	GORINTA LAVANYA	50,000	6,000,000
30	KODURU NARESH	50,000	6,000,000
31	REVU SAILAJA	50,000	6,000,000
32	THADIVADA UPENDRA	48,120	5,774,400

33	KURUGANTI VENKAT SHIVANAND REDDY	46,686	5,602,320
34	T.V REMESH	42,737	5,128,440
35	D RAM REDDY	41,411	4,969,320
36	ABHIMANYU KHURANA	94,575	11,349,000
37	DENDI SANJANA	40,882	4,905,840
38	AASHISH KUMAR	39,529	4,743,480
39	RAJ KUMAR BALAKRISHNA	37,629	4,515,480
40	SATYA VENKATA RAMANA TELIDEVARA	32,353	3,882,360
41	PAWAN KUMAR AGARWAL	30,118	3,614,160
42	NEELAMMA	29,412	3,529,440
43	RAJENDRA KUMAR	29,412	3,529,440
44	SWAPNA TUMMALA	29,412	3,529,440
45	MOHAMMED BASRI RABIYA	17,647	2,117,640
46	VENKATA NARASIMHA MURTY VURIMI	26,467	3,176,040
47	MARUPUDI SRAVANI	25,459	3,055,080
48	SUGUMAR PRIYA	25,411	3,049,320
49	SNEHA DENDI	23,800	2,856,000
50	CHANDRA MOULI KUNAPULI	23,530	2,823,600
51	USHA GUPTA	23,530	2,823,600
52	TECH RUDRAUM PRIVATE LIMITED	23,529	2,823,480
53	MANVENDRA SINGH	22,939	2,752,680
54	RAJENDAR GARIGANTI	35,294	4,235,280
55	JAYANTH SIVA MADHAV KARUMURI	20,200	2,424,000
56	SURENDER JAIN	17,648	2,117,760
57	SASI KIRAN PAMARTHI	17,624	2,114,880
58	N KRITHIKA	15,915	1,909,800
59	CHANDRASEKHAR SITARAMA MALLELA	15,294	1,835,280
60	LEO JOSEPH LEMOS	14,171	1,700,520
61	KHURRAM AZIZ SIDDIQUE	23,529	2,823,480
62	BOMMA GYANESHWAR NAETHA	13,500	1,620,000
63	THOYAJA RAO M	20,614	2,473,680
64	PARTHO GANGOPADHYAY	12,706	1,524,720
65	AYUSH TANEJA	12,404	1,488,480
66	SHALINI LAXMAN	12,353	1,482,360
67	RAMAKRISHNAN N	12,353	1,482,360
68	MOHD FAIZAN AHMED KHAN	12,353	1,482,360
69	K N SUMITHRA	11,765	1,411,800
70	PARESH KAPADE	11,765	1,411,800
71	SHITAL KAPADE	11,765	1,411,800
72	NARENDRA KUMAR VANKAYALA	11,765	1,411,800
73	SUVARCHALA KAITHEPALLI	11,764	1,411,680

74	SRINIVAS BANDARU	11,764	1,411,680
75	KRISHNA VENI MADEM	34,484	4,138,080
76	NAGESH A	11,765	1,411,800
77	NIKHILESH MATAM	11,666	1,399,920
78	VARUN REDDY DENDI	10,823	1,298,760
79	TIRUMALASETTI LAKSHMI PRAVALLIKA	10,677	1,281,240
80	PRAKASH KUMAR JAIN	10,000	1,200,000
81	KUNAPAREDDY VISHAL SAI	10,000	1,200,000
82	VALLELA PAVANKUMAR REDDY	8,647	1,037,640
83	CHAKRI BABU KURELLA	2,353	282,360
84	ASHOK PANDURANG AKADE	8,236	988,320
85	KRISHAN KUMAR RAWAT	8,236	988,320
86	CHANDRA ARUNACHALAM	8,235	988,200
87	SYAMLA VORUGANTI	24,901	2,988,120
88	M SAROJINI REDDY	13,882	1,665,840
89	GODA ANAND	23,000	2,760,000
90	PRIYA JAISHANKAR	7,412	889,440
91	MAINA BALDOTA	7,059	847,080
92	HARSHA VARDHAN PARIDALA	7,059	847,080
93	NAVEEN KUMAR PEDDI	7,059	847,080
94	UTKARSH SINGH BAIS	10,392	1,247,040
95	VINITHA TANDRA	7,059	847,080
96	SHRADDHA LAXMIKANT AGARWAL	14,437	1,732,440
97	JAYA SREE VIJAYAGIRI	7,059	847,080
98	KRISHNAVENI CHAVALI	6,470	776,400
99	GEETHALAKSHMI D	6,176	741,120
100	SIVAKUMAR UMAPATHY	6,176	741,120
101	BONDILI ANIL KUMAR SINGH	7,751	930,120
102	NOOKALA KARUNA REDDY	11,534	1,384,080
103	FAZAL ARAFAT	16,800	2,016,000
104	DHRITI RUNGTA	4,712	565,440
105	AAYUSH KUMAR RUNGTA	5,888	706,560
106	ANIL KUMAR BHALLA	5,883	705,960
107	AAKASH JAIN	5,882	705,840
108	MANISH SHAH	5,882	705,840
109	PRATAP KUMAR POLAMARASETTY	5,882	705,840
110	SARAVANA KUMAR N	5,882	705,840
111	SATISH CHANDRA DEGAPUDI	5,882	705,840
112	SAURABH MUDGAL	5,882	705,840
113	RAVI KUMAR KOTTURMATTA	5,882	705,840
114	VENKATA SATISH KUMAR KAKI	5,882	705,840

115	RAJKUMARI RAI	5,882	705,840
116	K ABIRAMI	8,333	999,960
117	NEELAM BHALLA	5,882	705,840
118	BOBBY SINGH YADAV	5,882	705,840
119	ANURAG KUMAR	5,882	705,840
120	PRAMOD RADHAKRISHNARAO MULEY	5,882	705,840
121	DEELIP NANAKRAM PARASWANI	5,882	705,840
122	GYANESHWAR ARCHANA	5,882	705,840
123	AMIT BATRA	11,764	1,411,680
124	ISHANA RAINA	9,412	1,129,440
125	RAJESH ANANDCHANDRA GUJRATHI	5,882	705,840
126	SARATA PANKAJ SINGH	5,882	705,840
127	NANDEPU RAJESH	36,471	4,376,520
128	SHREE RAMA CHANDRA PRABHU VARANASI	7,529	903,480
129	DAYALAN .R.M	6,176	741,120
130	SAMBI REDDY BOMMAREDDY	5,529	663,480
131	PADMALAYA DEVI S	10,828	1,299,360
132	ASHOK BASABANNAYA VASTRAD	5,012	601,440
133	NARMADA NADADHURI	4,706	564,720
134	NIRMALA VYAS	4,706	564,720
135	SALMA VISHWANATHAN	8,944	1,073,280
136	B VIJAYA REDDY	4,294	515,280
137	PRADIP BHIKAJI WAGHMARE	4,118	494,160
138	KURUKUNDA KIRANKUMAR	3,824	458,880
139	ARVIND DHIMAN	3,530	423,600
140	GANESHBABU NALINI	3,529	423,480
141	KUMPATLA JAINENDHRA SAI	3,529	423,480
142	MOHIT GUPTA	3,529	423,480
143	SUNIL KUMAR PATCHAVA	3,529	423,480
144	CHAVARE SATHISH KUMAR	3,529	423,480
145	VINOD KUMAR BHOINI	3,332	399,840
146	DHARMA RAO PASAPU	2,971	356,520
147	KADALI LAKSHMI RAMADEVI	2,960	355,200
148	AJAY KUMAR TIWARI	2,941	352,920
149	GANESH BABURAO KAMBLE	2,941	352,920
150	SUGUMAR	2,941	352,920
151	NATESH KOLUSU	2,824	338,880
152	GOPAL SOMANI	2,353	282,360
153	GOUTAM BETALA	2,353	282,360
154	HARSHA PARASHURAMA SHANKAR	2,353	282,360
155	KRUPANAND MANDALA	2,353	282,360

156	POOJA RANI	2,353	282,360
157	RAJESH SRINIVAS	2,353	282,360
158	GANESAN SARANYA	2,353	282,360
159	SATISH NOOKIREDDY	2,353	282,360
160	SHRADDHA SENGAR	5,686	682,320
161	VEERA VENKATA SATYA PRASAD UPPULURI	2,353	282,360
162	MUDHIGONDA RUKMINI	2,188	262,560
163	ATHUKURI INDRAJA VAISHNAVI	2,109	253,080
164	JAYA DURGA PASAPU	2,003	240,360
165	RAJESH JAYASUDHA	1,765	211,800
166	AJAY KUMAR JAIN	115,880	13,905,600
167	RESHMA SAHU	10,000	1,200,000
168	VENKATESAN .RANGABASHYAM	27,869	3,344,280

"**RESOLVED FURTHER THAT** the 'Relevant Date', as per the provisions of Chapter V of the SEBI ICDR Regulations for the purpose of determining the minimum issue price of the Equity Shares proposed to be allotted to the above mentioned allottees is Monday, August 31, 2026 i.e., being the date, which is 30 days prior to the date of the Annual General Meeting of the shareholders of the Company scheduled to be held, i.e., Wednesday, September 30, 2026."

RESOLVED FURTHER THAT aforesaid issue of equity shares shall be subject to the following terms and conditions:

a) The Equity Shares so offered, issued and allotted to the Proposed Allottees, shall be issued by the Company for consideration other than cash (swap of equity shares);

b) The Equity Shares shall be allotted within a period of 15 days from the date of passing of this resolution, provided that if any approval or permission by any regulatory authority/ Stock Exchanges/ the Central Government for allotment is pending, the period of 15 days shall be counted from the date of receipt of such approval or permission;

c) The Equity Shares shall be allotted by the Company to the Proposed Allottees (i.e. the share-holders of target company) in de-materialized form within the time prescribed under the applicable laws;

d) The Equity Shares to be allotted shall be fully paid-up and shall be subject to the provisions of the Memorandum and Articles of Association of the Company and shall rank *pari-passu* with the existing equity shares of the Company in all respects including the payment of dividend and voting rights from the date of allotment thereof.

e) The pre-preferential allotment holding of the Proposed Allottees, if any and Equity Shares to be allotted shall be subject to lock-in as specified in the provisions of Chapter V of SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018; and

f) The Equity Shares to be issued and allotted pursuant to the Preferential Issue shall be listed and traded on the Stock Exchanges subject to receipt of necessary regulatory permissions and approvals as the case may be.

RESOLVED FURTHER THAT the Board be and is hereby authorized to accept any modification(s) in terms of the issue of Equity Shares, subject to the provisions of the Act and the SEBI (ICDR) Regulations, without being required to seek any further consent or approval of the Members.

RESOLVED FURTHER THAT any rights or Bonus shares or any entitlements which may arise pursuant to the said allotted shares shall have the same effect including lock-in period, as that of the Equity Shares issued pursuant to the said preferential issue and also shall be liable for further lock-in for such other period as may be mutually agreed by the Company and the Proposed Allottees

RESOLVED FURTHER THAT pursuant to the provisions of the Act, the name of the Proposed Allottees be recorded for the issuance of invitation to subscribe to the Equity Shares and a private placement offer letter in Form No. PAS-4 together with an application form be issued to the Proposed Allottee inviting them to subscribe to the Equity Shares by way of swap of shares, as the case may be.

RESOLVED FURTHER THAT for the purpose of giving effect to this resolution, the Board of Directors of the Company and/or any Committee constituted by the Board for this purpose and/or Managing Director and/or Company Secretary & Compliance Officer of the Company be and are hereby authorized severally on behalf of the Company to do all such acts, deeds, matters and things as it may in its absolute discretion consider necessary, desirable or expedient, including without limitation to make application to Stock Exchange for obtaining of in-principle approval, listing of shares, filing of requisite documents with the Registrar of Companies, National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and/ or such other authorities as may be necessary for the purpose, to resolve and settle any questions and difficulties that may arise in the proposed issue, offer and allotment of the said securities, to settle the difference amount, if any, in cash, towards payment of full enterprise value of Wexl Edu Limited, signing of all deeds and documents as may be required without being required to seek any further consent or approval of the shareholders/board, and/or any other matter which may be incidental hereto and connected herewith.

RESOLVED FURTHER THAT in connection with any of the foregoing resolutions, the Board of Directors/Committee(s) of the Board and/or Managing Director and/or Company Secretary & Compliance Officer of the Company be and are hereby severally authorized to execute and deliver any and all other documents, papers and to do or cause to be done any and all acts or things as may be necessary, appropriate or advisable in order to carry out the purposes and intent of the foregoing resolutions for the preferential issue; and any such documents so executed and delivered or acts and things done or caused to be done shall be conclusive evidence of the authority of the Company in so doing and any document so executed and delivered or acts and things done or caused to be done prior to the date hereof are hereby ratified, confirmed and approved as the acts and deeds of the Company, as the case may be.

RESOLVED FURTHER THAT for the purpose of giving effect to this Resolution, the Board of Directors of the Company be and is hereby authorized severally to settle any question, difficulty or doubt that may arise in this regard and also to delegate to the extent permitted by law, all or any of the powers herein conferred to any committee of directors or the Managing Director or any director(s) or any other Key Managerial Personnel or any other officer(s) of the Company**.”**

ITEM NO.: 10: TO CONSIDER AND APPROVE RAISING OF FUNDS THROUGH ISSUANCE OF EQUITY SHARES OF THE COMPANY BY WAY OF A QUALIFIED INSTITUTIONS PLACEMENT (“QIP”) FOR AN AMOUNT AGGREGATING UP TO RS. 200 CRORES.

To consider, and if thought fit, to pass the following Resolution as **SPECIAL RESOLUTION**:

“RESOLVED THAT pursuant to the provisions of Sections 23, 42 and 62 and any other applicable provisions, if any, of the Companies Act, 2013 (“Act”) read with the Companies (Prospectus and Allotment of Securities) Rules, 2014, Companies (Share Capital and Debentures) Rules, 2014 and other applicable rules made thereunder (including any amendment(s), statutory modification(s), enactment(s) or re-enactment(s) thereof, for the time being in force), the provisions of the Memorandum of Association and Articles of Association of the Company and in accordance with the regulations for Qualified Institutions Placement (“QIP”) contained in Chapter VI and other applicable provisions of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (“SEBI ICDR Regulations”), Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), Securities and Exchange Board of India Act, 1992 (“SEBI Act”) as amended from time to time, Securities Contracts (Regulation) Act, 1956 including Securities Contracts (Regulation) Rules, 1957 (“SCRA”/”SCRR”), Income Tax Act, 1961 (“IT Act”), Depositories Act 1996 and the rules framed thereunder, the Foreign Exchange Management Act, 1999 (“FEMA”), the Foreign Exchange Management (Non-debt Instruments) Rules, 2019, the Foreign Exchange Management (Mode of Payment and Reporting of Non-debt Instruments) Regulations, 2019 read with the Consolidated FDI Policy issued by the Department for Promotion of Industry and Internal Trade, Ministry of Commerce and Industry, Government of India (including any statutory amendments thereto or modifications or re-enactments thereof for the time being in force), and subject any other provisions of applicable law (including all other applicable statutes, clarifications, rules, regulations, circulars, notifications and guidelines issued by the Government of India (“GOI”), Ministry of Corporate Affairs (“MCA”), Reserve Bank of India (“RBI”), BSE Limited (“Stock Exchange”), where the equity shares of the Company are listed, Registrar of Companies, Hyderabad (“ROC”) and such other statutory/regulatory authorities), circulars or notifications issued thereunder and subject to the approvals of the GOI, SEBI, RBI, Stock Exchange, MCA, ROC and from such other appropriate statutory, regulatory, Government and other authorities and departments as may be applicable in this regard, and such other approvals, consents, permissions and sanctions, as may be necessary, and subject to such conditions and modifications as may be prescribed or imposed upon by any such authority(ies) while granting such approvals, consents, permissions and sanctions, the consent of members of the Company be and is hereby accorded to the Board of Directors of the Company (‘‘the Board’’, which term shall include the Management Committee of the Board or any other committee which the Board may have constituted or may hereinafter constitute to exercise its powers, including the powers conferred by this resolution) to create, offer, issue and allot (including with provisions for reservations on firm and/or competitive basis, or such part of issue and for such categories of persons as may be permitted) by way of a QIP on a private placement basis, such number of fully-paid Equity Shares to Qualified Institutional Buyers ("QIBs") whether they be holders of Equity Shares of the Company or not, for an aggregate amount not exceeding Rs. 200 Crore (Rupees Two Hundred Crores only) in one or more tranches, at such price or prices including premium in such manner and on such terms and conditions as deemed appropriate to the Board and in accordance with provisions of Chapter VI of the SEBI ICDR Regulations;

RESOLVED FURTHER THAT the allotment of Equity Shares shall only be to QIBs as defined in the SEBI ICDR Regulations, and such Equity Shares shall be fully paid-up & rank pari-passu with the existing Equity Shares of the Company in all respects (including with respect to dividend and voting powers) and be subject to the provisions of the Memorandum of Association and Articles of Association of the Company and the allotment of such Equity Shares shall be completed within 365 days from the date of passing this special resolution or such other time as may be allowed under the SEBI ICDR Regulations from time to time;

RESOLVED FURTHER THAT pursuant to Regulation 176(1) of SEBI ICDR Regulations, the Company be and is hereby authorized to offer Equity Shares at a discount of not more than 5 (five) percent on the floor price or such other percentage as may be permitted under the applicable laws from time to time;

RESOLVED FURTHER THAT the relevant date for the determination of the floor price of the Equity Shares shall be in accordance with the SEBI ICDR Regulations;

RESOLVED FURTHER THAT no allotment shall be made, either directly or indirectly to any QIBs who is a promoter or any person related to promoters in terms of the SEBI ICDR Regulations;

RESOLVED FURTHER THAT minimum of 10 (Ten) percent of the Equity Shares to be issued and allotted under QIP pursuant to Chapter VI of SEBI ICDR Regulations shall be allotted to Mutual Fund(s) and if the Mutual Fund(s) do not subscribe to said minimum percentage or any part thereof, such minimum portion or part thereof may be allotted to other QIBs;

RESOLVED FURTHER THAT the allotment to a single QIB in the proposed QIP issue shall not exceed 50% of the total issue size and the minimum number of allottees shall not be less than two (in case the issue size is less than or equal to Rs. 250 Crore) or five (in case the issue size is more than Rs. 250 Crore), as applicable, or such other limit as may be permitted under applicable laws;

RESOLVED FURTHER THAT Qualified Institutional Buyers belonging to the same group or who are under same control shall be deemed to be a single allottee, in accordance with Chapter VI of the SEBI ICDR Regulations;

RESOLVED FURTHER THAT the Company shall not undertake any QIP until the expiry of two weeks or such other time as may be prescribed in the SEBI ICDR Regulations, from the date of prior QIP made pursuant to one or more special resolutions;

RESOLVED FURTHER THAT the Equity Shares, as eligible in accordance with applicable law, shall not be sold for a period of one year from the date of allotment, except on a recognized Stock Exchange or except as may be permitted from time to time by the SEBI ICDR Regulations;

RESOLVED FURTHER THAT a credit rating agency will monitor the use of proceeds and submit its report in the specified format of Schedule XI of SEBI ICDR Regulations on quarterly basis till 100% of the proceeds from the QIP have been utilized;

RESOLVED FURTHER THAT the Board shall have the authority and power to accept any modification(s) in the proposal as may be required or imposed by the GOI/RBI/SEBI/Stock Exchange or such other appropriate authorities at the time of according/granting their approvals, consents, permissions and sanctions to issue, allotment and listing thereof and as agreed to by the Board;

RESOLVED FURTHER THAT the issue and allotment of new Equity Shares to eligible foreign investors be subject to the approval of the RBI (if any) under the FEMA as may be applicable but within the overall limits set forth under FEMA;

RESOLVED FURTHER THAT for issuance of Equity Shares by way of QIP as per Chapter VI of SEBI ICDR Regulations, the price determined for the QIP shall be subject to appropriate adjustments as specified under the SEBI ICDR Regulations for any rights issue of Equity Shares or bonus issue (capitalization of profits or reserves) or stock split of shares or if the Company has consolidated its outstanding Equity Shares including by way of stock split or if the Company re-classifies any of its Equity Shares into other securities of the Issuer or similar event or circumstances, which in the opinion of the concerned stock exchange, requires adjustments;

RESOLVED FURTHER THAT the issue of Equity Shares by way of QIP as per Chapter VI of SEBI ICDR Regulations shall, inter alia, be subject to the following terms and conditions, subject to compliance with applicable laws:

(i) in the event the Company is making a bonus issue by way of capitalization of its profits or reserves prior to the allotment of the Equity Shares, the number of Equity Shares to be allotted shall stand augmented in the same proportion in which the equity share capital increases as a consequence of such bonus issue and the premium, if any, will stand reduced in equal proportion;
(ii) in the event the Company is making a rights offer by the issue of Equity Shares prior to the allotment of the Equity Shares, the entitlement to the Equity Shares shall stand increased in the same proportion as that of the rights offer, and such additional Equity Shares shall be offered to the equity shareholders at the same price at which the same are offered to the existing equity shareholders;
(iii) in the event of a merger, amalgamation, takeover or any other re-organization or re-structuring or any such corporate action, the number of Equity Shares, the price and the time period as aforesaid shall be suitably adjusted; and
(iv) in the event of consolidation and / or division of outstanding Equity Shares into smaller number of Equity Shares (including by way of stock split) or re-classification of the Equity Shares and / or

involvement in such other event or circumstances which in the opinion of concerned stock exchange requires such adjustments, necessary adjustments will be made.

RESOLVED FURTHER THAT the Board be and is hereby authorized for finalization and arrangement for the submission of the preliminary and final placement document(s) and any amendments and supplements thereto, with the Stock Exchanges or any other applicable government and regulatory authorities, institutions or bodies, as may be required;

RESOLVED FURTHER THAT the Board be and is hereby authorized for approval of the preliminary and final placement document(s) (including amending, varying or modifying the same, as may be considered desirable or expedient) as finalized in consultation with the lead manager(s)/ advisor(s), in accordance with all applicable rules, regulations and guidelines;

RESOLVED FURTHER THAT the Board be and is hereby authorized for seeking the listing of the Equity Shares on the Stock Exchange, and submitting the listing application to the Stock Exchange and taking all actions that may be necessary in connection with obtaining such listing;

RESOLVED FURTHER THAT the Board be and is hereby authorized to engage, appoint and to enter into and execute all such agreement(s)/ arrangement(s)/ MOUs/ placement agreement(s)/ subscription agreement(s)/ any other agreements or documents with any consultant(s), lead manager(s), co-lead manager(s), manager(s), advisor(s), registrar(s), authorized representative(s), legal advisor(s)/ counsel(s), merchant banker(s), underwriter(s), custodian(s), stabilizing agent(s) and all such advisor(s), professional(s), intermediaries and agencies as may be required or concerned in such offerings of Equity Shares and to remunerate them by way of commission, brokerage, fees and such other expenses as it deems fit and permissible, and to authorize any director(s) or any officer(s) of the Company, severally, to sign for and on behalf of the Company, offer document(s), arrangement(s), application(s), authority letter(s), or any other related paper(s)/document(s), give any undertaking(s), affidavit(s), certification(s), declaration(s) including without limitation the authority to amend or modify such document(s) in relation to the aforesaid Issue of Equity Shares under QIP;

RESOLVED FURTHER THAT for the purpose of giving effect to the above, the Board, in consultation with the lead manager(s), book running lead manager(s), underwriter(s), advisor(s) and/or other person(s) as appointed by the Company, be and is hereby authorized to determine the form and terms of the issue, including the class of investors to whom the Equity Shares are to be allotted, number of Equity Shares to be allotted in each tranche, issue price (including premium, if any), face value, premium amount on issue, number of Equity Shares, fixing of issue opening date or issue closing date or record date or book closure and related or incidental matters, as the Board in its absolute discretion deems fit;

RESOLVED FURTHER THAT the Board to exercise its powers including powers conferred under this resolution, is authorised to open one or more bank accounts in the name of the Company, as may be required, subject to requisite approvals, if any, and to give such instructions including closure thereof as may be required and deemed appropriate by the Board;

RESOLVED FURTHER THAT the Board shall have all powers and authorities to modify, re-apply, redo, make necessary changes, approach and to do all requisite filings/ resubmission of any document(s) and other compliances and to do all such acts and deeds that are necessary to comply with the terms and conditions subject to which approval, sanction, permission etc. as may be provided by the Stock Exchange(s), SEBI, RBI, GOI and any other appropriate authority, without being required to seek any further approval of the Members and that the Members shall be deemed to have given their approval thereto for all such acts, deeds, matters and/or things, expressly by the authority of this resolution;

RESOLVED FURTHER THAT the Board is hereby authorized to delegate (to the extent permitted by law) all or any of the powers conferred by this resolution on it, to any committee or sub-committee of directors or any other director(s) or officer(s) of the Company to give effect to the aforesaid resolution, with the power to such committee/sub-committee of the Board to further delegate all or any of its powers/ duties to any of the members of such committee."

Registered Office
2nd Floor, GHMC No- 3-260/KA/201/NR PLOT NO. 260,
Guttala Begumpet, Kavuri Hills, Hyderabad- 500033,
Telangana, India.
Place **:** Hyderabad
Date **:** September 08, 2026

By order of the Board
For GACM Technologies Limited
Sd/-
Anil Thakur
Chairman, Non-Executive
Independent Director
DIN: 08945434

NOTES:

1. The Ministry of Corporate Affairs ('MCA'), vide its General Circular No. 03/2025 dated September 22, 2025 read with circulars issued earlier on the subject ("MCA Circulars") allowed, inter-alia, the conduct of AGMs through Video Conferencing/ Other Audio-Visual Means ("VC/ OAVM") facility. The Securities and Exchange Board of India ("SEBI") Circular No. SEBI/HO/CFD/CFD-PoD2/P/CIR/2024/133 dated October 3, 2024 read with the circulars issued earlier on the subject ("SEBI Circulars"), has provided certain relaxations from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015 ("Listing Regulations"). In compliance with the provisions of the Companies Act, 2013 read with MCA Circulars and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the 31ST AGM of the Company will be held through VC/OAVM, which does not require physical presence of members at a common venue.

   In accordance with the Secretarial Standard - 2 on General Meetings issued by the Institute of Company Secretaries of India ("ICSI") read with Clarification / Guidance on the applicability of Secretarial Standards - 1 and 2 dated April 15, 2020, issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM. The proceedings of the 31ST AGM shall be deemed to be conducted at the Registered Office of the Company 2nd Floor, GHMC No- 3-260/KA/201/NR PLOT NO. 260, GUTTALA BEGUMPET, KAVURI HILLS, HYDERABAD- 500033, TELANGANA**,** INDIA which shall be the deemed venue of the AGM.

   The Deemed Venue for the 31st AGM shall be the **Registered Office of the Company i.e., 2nd Floor, GHMC No- 3-260/KA/201/NR PLOT NO. 260, GUTTALA BEGUMPET, KAVURI HILLS, HYDERABAD- 500033, TELANGANA, INDIA.** Since the AGM will be held through VC/ OAVM, the route map of the venue of the Meeting is not annexed hereto.

2. Pursuant to the provisions of the Act, a member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his / her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and therefore the Proxy Form and Attendance Slip are not annexed to this Notice. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC / OAVM and cast their votes through e-voting.

3. Corporate members are required to send a scanned copy (PDF/JPG Format) of the Board Resolution/ Power of Attorney authorizing its representatives to attend and vote at the AGM through VC / OAVM on its behalf pursuant to Section 113 of the Act. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered Email address to anilrastogi3609@gmail.com with a copy marked to helpdesk.evoting@cdslindia.com.

4. In the case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.

5. A statement pursuant to Section 102 (1) of the Companies Act, 2013 ('the Act') setting out the material facts concerning each item of special business set out in the Notice is annexed hereto.

6. The Members can join the AGM in the VC / OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC / OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors, etc. The detailed instructions for joining the Meeting through VC/OAVM form part of the Notes to this Notice.

7. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

   Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended) and MCA Circulars, the Company is providing facility of remote E-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has engaged the services of Central Depository Services (India) Limited ("CDSL") to provide the facility for remote e-voting through electronic means, for participation in the AGM through VC / OAVM and for e-voting during the AGM as the authorized agency.

8. **ELECTRONIC DISPATCH OF AGM NOTICE AND ANNUAL REPORT:** In line with the MCA Circulars, the Notice calling the AGM along with the Annual Report 2025-26 is being sent only through electronic mode to those Members whose E-mail addresses are registered with the Company / Depositories and has been uploaded on the website of the Company at http://gacmtech.com/static/investor-annual-report.aspx. the website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively. The Notice can also be accessed from the websites of CDSL (the agency for providing the Remote e-voting facility) i.e., www.evotingindia.com. A printed copy of the Annual Report (including the Notice) is not being sent to the Members in view of the MCA Circulars and SEBI Circulars.

9. 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 E-mail address mentioning their names, DP ID and Client ID / Folio Number, PAN and Mobile Number at cs@gacmtech.com by Monday, September 28, 2026 (05.00 p.m. IST). Only those Members who have pre-registered themselves as speakers will be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

Only those Members who have registered themselves as a 'speaker' will be allowed to express their views / ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

10. The electronic copies of all documents which are referred to in this Notice but not attached to it will be made available for inspection. For inspection, the Members are requested to send a request through an e-mail to cs@gacmtech.com with the Depository participant ID and Client ID or Folio number.

11. The following documents/registers will be available for online inspection by the Members of the Company up to the date of the AGM:

    a. The Register of Directors and Key Managerial Personnel and their Shareholding and Register of Contracts or arrangement in which Directors are interested under the Companies Act, 2013.
    b. All the documents referred to in the AGM Notice and the Explanatory Statement are annexed to the AGM Notice.

    Members who wish to inspect any of the abovementioned documents may write to the Company at cs@gacmtech.com.

12. The Members desiring any information relating to the accounts or have any questions, are requested to write to the Company at cs@gacmtech.com by 05.00 PM (IST) on Monday, September 28, 2026 so as to enable the Management to keep the information ready and provide it at the AGM. Provided that the information to be provided shall be within four corners of the law and shall be provided that is permissible under the law.

13. In terms of Section 72 of the Act, a nomination facility is available to individual Members holding shares in the physical mode. Members may send the duly filed nomination form in SH-13 or desirous of cancelling the earlier nomination and recording a fresh nomination may send the duly filled form SH-14 to VCCIPL.

    Members can obtain the blank forms SH-13 and SH-14 from the website of VCCIPL info@vccipl.com.

14. The Company's Registrar & Transfer Agent for its Share Registry (both, Physical as well as Electronic) is Venture Capital and Corporate Investments Private Limited ("VCCIPL") ('R&TA') having its office at Door No. 4 - 50 / P-II / 57 / 4 & 5th Floors, Plot No. 57, Jayabheri Enclave, Phase II, Gachibowli, Seri Lingampally, Hyderabad - 500032, Telangana, India. **(Unit: GACM Technologies Limited)**.

15. Mr. Anil Kumar Rastogi, Practicing Company Secretary (Membership No. FCS 1748) has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner of voting and remote e-voting for the AGM, including for any adjournment(s) thereof.

16. The Chairman or any other person authorized by the Chairman in this behalf shall forthwith on receipt of the consolidated Scrutinizer's Report, declare the results of the voting within the specified time from

the conclusion of the AGM. The results declared along with the Scrutinizer's Report shall be placed on the Company's website at www.gacmtech.com. com and on the website of CDSL e-voting at www.evotingindia.com immediately after the results are declared by the Chairman or any other person so authorized. Simultaneously, the same will also be communicated to the BSE Limited and the National Stock Exchange of India Limited, where the equity shares of the Company are listed.

17. The resolutions as set out in the AGM Notice shall be deemed to be passed on the date of the AGM i.e., Wednesday, September 30, 2026, subject to receipt of the requisite number of votes in favour of the resolution(s).

18. Manner to register/update email addresses: (for physical shareholders and electronic shareholders).

The Members holding shares in electronic mode are requested to register/update their email address, Permanent Account Number ("PAN") and Bank Account details with the Depository Participant where their respective dematerialized accounts are maintained and in respect of shares held in physical form by writing to the Company's RTA, **i.e Venture Capital And Corporate Investments Private Limited**, Address, Door No. 4-50/P-II/57/4 & 5th Floors, Plot No. 57, Jayabheri Enclave, Phase II Gachibowli, Seri Lingampally, Hyderabad-500032, Telangana, India, Phone: +91 040-23818475/23818476/23868023, e-mail: investor.relations@vccipl.com/ info@vccipl.com.

Members holding shares in physical mode are requested to note that SEBI vide its circulars SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021, SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/687 dated December 14, 2021, and SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37 dated March 16, 2023, has simplified the process for investor service requests. SEBI has made it mandatory for holders of physical securities to furnish PAN, bank account details, contact details, specimen signature and nomination for their corresponding folio numbers. SEBI has notified forms for the purpose, as detailed below:

Forms	Description
Form ISR-1	Request for registering PAN, bank account details, signature, mobile, email-id, address or changes / up-dation thereof
Form ISR- 2	Confirmation of Signature of securities holder by the Banker
Form SH-13	Nomination form
Form ISR-3	Declaration for Nomination opt-out
Form SH- 14	Change in Nomination

The above forms can be downloaded from the Company's website at http://gacmtech.com/files/announcements/638156895836615373_Mandatory_furnishing_of_PAN_KYC_details_and_Nomination_by_holders_of_physical_securities.pdf / Accordingly, members are requested to make service requests / update their records by submitting a duly filled and signed forms, along with the related proofs listed in the forms to Company RTA, i.e Venture Capital And Corporate Investments Private Limited, Address, Door No. 4-50/P-II/57/4 & 5th Floors, Plot No. 57, Jayabheri Enclave, Phase II Gachibowli, Seri Lingampally, Hyderabad-500032, Telangana, India, Phone: +91 040-

23818475/23818476/23868023, e-mail: investor.relations@vccipl.com / info@vccipl.com

The above information is issued for the information and benefit of all the Members of the Company and is in compliance with the MCA Circular(s) and the SEBI Circular(s).

19. Procedure and instructions for remote e-voting on the resolutions proposed in the AGM Notice:

In terms of the SEBI circular dated December 09, 2020, on "e-Voting facility provided by Listed Companies", the e-voting process has been enabled for all the individual demat account holders, by way of single login credentials, through their demat accounts/websites of depositories and depository participants (DPs), in order to increase the efficiency of the voting process.

Individual demat account holders would be able to cast their vote without having to register again with the e-voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in the e-voting process. Members are advised to update their mobile number and email ID in their demat accounts in order to access the e-voting facility.

A. Login method for remote e-voting for Individual Members holding shares in dematerialized mode:

Type of Members	Login Method
Individual Members holding shares in dematerialised mode with CDSL	***A. Users already registered for Easi / Easiest facility:*** 1. URL for login to Easi / Easiest is https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on New System Myeasi. Members can login through their existing user ID and password. The option will be available to reach the e-voting page without any further authentication. 2. After successful login the Easi / Easiest user will be able to see the e-voting option for eligible companies where the e-voting is in progress as per the information provided by the company. On clicking the e-voting option, the user will be able to see the e-voting page of the e-voting service provider for casting their vote during the remote e-voting period or joining virtual meetings & voting during the meeting. Additionally, there are 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. ***B. Users who have not opted for Easi / Easiest facility:*** 1. The option to register for Easi / Easiest is available at https://web.cdslindia.com / myeasi/Registration/Easi Registration. 2. Click on the login & New System Myeasi Tab and then click on the registration option. 3. After successful registration, please follow the steps given in Point No. An above to cast your vote. ***C. Visit the e-voting website of CDSL:***

	1. Alternatively, the user can directly access the e-voting page by providing Demat Account Number and Permanent Account Number from an e-voting link available on www.cdslindia.com home page. 2. The system will authenticate the user by sending OTP on registered Mobile and e-mail as recorded in the Demat Account. 3. After successful authentication, user will be able to see the e-voting option where the E-voting is in progress. Click on options available against the Company name: GACM Technologies Limited or select e-voting service provider name – CDSL to cast your vote. **How do I vote electronically using the CDSL e-Voting system?** a. **Step 1:** The shareholders should log on to the e-voting website www.evotingindia.com b. **Step 2: Click** on Shareholders c. **Step 3:** Now Enter your User ID • **For CDSL:** 16 digits beneficiary ID • **For NSDL:** 8 Character DP ID followed by 8 Digits Client ID • Members holding shares in **Physical Form** should enter the Folio Number registered with the Company d. **Step 4:** Next enter the Image Verification as displayed and Click on Login **e. Step 5A: For Members Already Registered with CDSL** The Members who are already registered with CDSL and have exercised e-voting through www.evotingindia.com earlier may follow the steps given below • Use the existing password **OR** f. **Step 5B: For those Members who are not Registered with CDSL:** The Members (holding shares in Demat | physical form) who are not already registered with CDSL and are using the e-voting facility for the first time may follow the steps given below: i. Register as under: • The Members who have already submitted their Permanent Account Number (PAN) to the Company | DP may enter their 10-digit alpha-numeric PAN issued by the Income Tax department. Others are requested to use the sequence number in the PAN Field. The sequence number is mentioned in the e-communication

- Enter the Date of Birth (DOB) as recorded in Demat account or in records of the Company for the said Demat account or folio in DD | MM | YYYY format.

OR

- Enter the Dividend Bank Details (DBD) as recorded in Demat account or in records of the Company for the said Demat account or folio.

OR

- If the Dob or DBD details are not recorded with the DP or the Company, enter the Member ID | folio number in the DBD field as under:

User ID for the Members holding shares in Demat form with CDSL	16 digits beneficiary ID
User ID for the Members holding shares in Demat form with NSDL	8 Character DP ID followed by 8 Digits Client ID
User ID for the Members holding shares in physical form	the folio number of the shares held in the Company

ii. After entering these details appropriately, click on 'Submit'.

iii. The Members holding shares in physical form will reach the Company selection screen. However, the Members holding shares in Demat form will reach 'Password creation' menu and will have to enter login password in the 'new password' field. It is strongly recommended not to share the password with any other person and take utmost care to keep it confidential.

iv. The Members holding shares in physical form can use login details only for e-voting on the resolutions contained in this Notice.

g. **Step 6: How to Vote:**

- Click on the Electronic Voting Serial Number of GACM Technologies Limited to vote (EVSN of Equity Shares with Normal Voting Rights and EVSN of Equity of Equity Shares with Differential Voting Rights). (**Equity: 260907107**) and (**DVR: 260907108**) of GACM Technologies Limited to vote

	• After selecting the resolution, click on the 'Submit' tab. A confirmation box will be displayed. To confirm your vote, click on 'Ok' else click on 'Cancel' • After voting on a resolution, the Members will not be allowed to modify their vote. • A print of the voting done may be taken by clicking on the 'Click here to print' tab on the voting page. In case the Members holding shares in Demat form forget their password, they can enter the User ID and the image verification details and click on 'Forgot password' to generate a new one. The Members can also use the mobile application 'm-Voting' of CDSL for e-voting using their e-voting credentials.
Type of Members	**Login Method**

<table>
<tr>
<td>Individual Members holding share(s) in 19 dematerialized mode with NSDL</td>
<td>
A. Users registered for NSDL IDeAS facility.

Open web browser by typing the following URL: https://eservices.nsdl.com once the home page of e-services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section.
A new screen will open. Enter your User ID and Password. After successful authentication, user will be able to see E-voting services. Click on “Access to e-voting” under e-voting services and user will be able to see e-voting page.
Click on options available against Company name: GACM Technologies Limited or e-voting service provider name – CDSL and you will be re-directed to CDSL e-voting website for casting vote during the remote e-voting period or joining virtual meeting & voting during the meeting.

B. Users 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
Proceed with completing the required fields.
After successful registration, please follow steps given in Point No. A above to cast your vote.

C. Visit the e-voting website of NSDL

Visit the e-Voting website of NSDL by typing the following URL: https://www.evoting.nsdl.com / Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder / Member’ section.

</td>
</tr>
</table>

	2. 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. 3. After successful authentication, user will be redirected to NSDL depository site wherein you can see e-voting page. Click on options available against Company name: GACM Technologies Limited or e-voting service provider name – CDSL. 4. User will be redirected to e-voting website of CDSL for casting your vote during the remote e-voting period.
Type of Members	**Login Method**
Individual Members (holding share(s) in dematerialized mode) login through their Depository Participants	User can also login using the login credentials of your demat account through your Depository Participant registered with NSDL / CDSL for e-voting facility. After Successful login, user 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 option available against Company's name: GACM Technologies Limited or e-voting service provider – CDSL and user will be redirected to e-voting website of CDSL for casting vote during the remote e-voting period

Important note:
Members who are unable to retrieve their User ID/ Password are advised to use the Forget User ID and Forget Password option available at the abovementioned website.

Helpdesk for Individual Members holding shares in dematerialized mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login Type Helpdesk Details	Login Type Helpdesk Details
Securities held with CDSL	Please contact the CDSL helpdesk by sending a request to the helpdesk.evoting@cdslindia.com or contacting at 022-23058738 and 022-23058542/43 or toll-free no. 1800 22 55 33.
Securities held with NSDL	Please contact the NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at Toll-free nos.: 022 - 4886 7000 and 022 - 2499 7000

B. Login method for remote e-voting for Members other than Individual Members holding shares in demat mode and Members holding shares in physical mode:

a. The Members should log on to the e-voting website at www.evotingindia.com.

b. Click on the "Shareholders'' module

c. Now enter your User ID, as detailed below:

- For CDSL: 16 digits beneficiary ID;
- For NSDL: 8 Character DP ID followed by 8 Digits Client ID;
- Members holding shares in physical mode should enter the "Folio Number" registered with the Company.
- Next, enter the Image Verification as displayed and click on "Login" i.e. Please follow the following steps after clicking on "Login"

Existing Users New Users	Existing Users New Users
In case a member has already used the remote e-voting facility of CDSL for any other company, should use their existing User ID and Password.	Members who have updated their PAN with the Company / Depository Participants / Link Intime, please enter your 10-digit alpha-numeric PAN issued by Income Tax Department (applicable for both the Members holding shares in electronic / dematerialized mode or physical mode)
If a member has forgotten his / her password, they can retrieve the same by clicking on "Forgot Password"	Members who have not updated their PAN with the Company / Depository Participants / VCCIPL are requested to use the sequence number sent by the Company. In case a member has not received sequence number, he / she can obtain the same by writing to the Company at cs@gacmtech.com or may write to RTA VCCIPL at info@vccipl.com. Or Enter the Dividend Bank Details OR Date of Birth (in dd/mm/ yyyy format) as recorded with your Depository Participants / Company /VCCIPL. In case the said details are not recorded, Members are requested to use the Folio No. (in case of shares in physical mode) and Beneficiary ID / DP ID and Client ID. (in case of shares held in electronic / dematerialized mode).

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

e. Members holding shares in physical form will then directly reach the EVSN selection screen. The details can be used only for using the remote e-voting facility for the resolutions contained in the AGM Notice.

f. Members holding shares in electronic / dematerialized mode will now reach the '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 used for voting for resolutions of any other company on which they are eligible to vote, provided that the company opts for e-voting through the CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

g. Click on the EVSN of Equity Shares with Normal Voting Rights (**Equity: 260907107**) Equity shares with and Equity shares with Differential Voting Rights (**DVR: 260907108**) of the Company on which you choose to vote. and
h. 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 a particular resolution and option NO implies that you dissent to a particular resolution.
i. If you wish to view the entire resolution details, click on the "RESOLUTIONS FILE LINK"
j. 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.
k. Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
l. You can also take a print of the votes cast by clicking on the "Click here to print" option on the Voting page.
m. If a demat account holder has forgotten the login password, then enter the User ID and the image verification code click on Forgot Password and enter the details as prompted by the system.
n. There is also an optional provision to upload BR/POA if any uploaded, which will be made available to the scrutinizer for verification.
o. Note for Non-Individual Members and Custodians
    - Non-Individual members (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.
    - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to the helpdesk. evoting@cdslindia.com.
    - 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.
    - The list of accounts linked in the login will be mapped automatically and can be delinked in case of any wrong mapping.
    - 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.
    - Alternatively, Non-Individual Members are required to send the relevant Board Resolution / Authority letter etc. together with the attested specimen signature of the duly authorized signatory who is authorized to vote to the Scrutinizer and to the Company at cs@gacmtech.com if have voted from individual tab and not uploaded same in the CDSL e-voting system for the scrutinizer to verify.

20. **Instructions for Members attending the AGM through VC / OVAM and e-voting on the resolutions proposed in the AGM Notice, during the AGM are as under:**

a. The procedure for attending the AGM through VC / OVAM and e-voting during the AGM is the same as the instructions mentioned above for remote e-voting.
b. Members who have voted through remote e-voting will be eligible to attend the AGM. However, they will not be eligible to vote during the AGM.
c. Only those Members, who are present in the AGM through the VC / OAVM facility and have not casted their vote on the resolutions proposed in the AGM Notice through remote e-voting and are otherwise not barred from doing so, shall be eligible to vote through the e-voting system available during the AGM.
d. After successful login as per the instructions mentioned above for remote e-voting, the link for VC / OAVM to attend the AGM will be available where the EVSN of the Company will be displayed.
e. Members are encouraged to join the AGM through Laptops / iPads for a better experience.
f. Members will be required to allow a Camera (in the case of speakers) and use the Internet with a good speed to avoid any disturbance during the meeting.
g. Members connecting from mobile devices or tablets or through a laptop connecting via mobile hotspot may experience audio/video loss due to fluctuations in their respective networks. Members are therefore requested to use an internet facility with a good speed to avoid any disturbance during the AGM.

Details of persons to be contacted for any issues / queries / grievances relating to remote e-voting, e-voting during the AGM and attending the AGM through VC / OAVM:

CDSL	Company
Members may refer to the Frequently Asked Questions ("FAQs") and e-voting user manual available at www.evotingindia.com, under "Help" section or may contact Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) 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 on toll free no. 1800 22 55 33.	Mr. Jonna Venkata Tirupati Rao Managing Director at 2nd Floor, GHMC No- 3-260/KA/201/NR PLOT NO. 260, Guttala Begumpet, Kavuri Hills, Hyderabad- 500033, Telangana or send an email at contact@gacmtech.com or call at +91-40-69086900

✓ **General Instruction 1:** In compliance with provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the SEBI (LODR) Regulations, the Company is please do provide its members, as on the cut-off date is Wednesday, September 23, 2025, the facility to exercise the right to vote by electronic means on any or all of the businesses specified in the Notice, at the 31ST Annual General Meeting (AGM) by electronic means and the business may be transacted through e-Voting Services provided by CDSL.

- ✓ **General Instruction 2:** The remote E-voting period commences on Friday, September 25, 2026, at 09:00 a.m. and ends on Tuesday, September 29, 2026, at 05:00 P.M. During this period members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of Wednesday, September 23, 2026, may cast their vote by remote e-voting. The remote E-voting module shall be disabled by CDSL for voting thereafter. Once the vote on a resolution is cast by the member, the member shall not be allowed to change it subsequently.

- ✓ **General Instruction 3:** The Book Closure period commences on September 24, 2026 and ends on September 30, 2026 both days inclusive.

- ✓ **General Instruction 4:** The members who have casted their vote by remote e-voting prior to the AGM may also attend the AGM ***but shall not be entitled to cast their votes thereat again.***

- ✓ **General Instruction 5:** A person who is not a member as on the cut-off date should treat this Notice for information purposes only.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) 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 toll free no. 1800 21 09911.

Registered Office
2nd Floor, GHMC No- 3-
260/KA/201/NR PLOT NO. 260,
Guttala Begumpet, Kavuri Hills,
Hyderabad- 500033, Telangana, India.
Place **:** Hyderabad
Date **:** September 08, 2026

ANNEXURE TO THE NOTICE CONVENING THE 31st ANNUAL GENERAL MEETING ("AGM NOTICE")
EXPLANATORY STATEMENT

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013, THE SECURITIES AND EXCHANGE BOARD OF INDIA (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 AND THE SECRETARIAL STANDARDS ON GENERAL MEETINGS ISSUED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA.

ITEM NO. 04:

RE-APPOINTMENT MR. JONNA VENKATA TIRUPATI RAO (DIN: 07125471) AS A MANAGING DIRECTOR OF THE COMPANY.

The Board of Directors on recommendation of the Nomination and Remuneration Committee considered that Mr. Tirupati's level of competence Company's business areas would be of immense benefit towards the future business and financial growth of the Company therefore it is desirable to avail of his services as Managing Director. Based on the above, the Board of Directors of the Company appointed **Mr. Jonna Venkata Tirupati Rao** as the Managing Director of the Company for a period of Five years effective from 27th November, 2026, subject to approval of the Shareholders.

The main terms and conditions relating to the re-appointment and terms of remuneration Mr. Jonna Venkata Tirupati Rao as Managing Director are as follows:

1. **Tenure:** For a period of 5 years i.e., from November 27, 2026 to November 26, 2031.

2. **Nature of Duties:** The Managing Director shall devote his whole time and attention to the business of the Company and perform such duties as may be entrusted to him by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company.

3. **Remuneration:** The Managing Director shall been titled to remuneration as stated here under:

A. Basic Salary:

10,00,000 /- Per Month to a maximum of 15,00,000/- Per Month, with authority to the Board or a Committee there of to fix his Basic Salary within the said Maximum amount
Provided that annual increment shall be decided by the Board based on the recommendations of the Nomination and Remuneration Committee ('NRC'). The recommendation of NRC will be based on Company performance and individual performance.

B. Benefits, perquisites and allowances:

Benefits, Perquisites and Allowances as may be determined by the Board from time to time over and above the Basic Salary.

C. Minimum Remuneration:

Notwithstanding anything to the contrary here in contained where in any Financial Year during the currency of the tenure of Managing Director of the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of Basic Salary, Benefits, Perquisites, Allowances and Incentive Remuneration as specified above within the Limits allowed under the Companies Act, 2013 read with Schedule V of the said Act.

D. Termination:

- The appointment may be terminated earlier, without any cause, by either Party by giving to the other Party six months' notice of such termination or the Company paying six months' remuneration which shall be limited to provision of Salary, Benefits, Perquisites, Allowances and any pro-rated Bonus/Performance Linked Incentive/Commission (paid at the discretion of the Board), in lieu of such notice.

- The employment of the Managing Director may be terminated by the Company without notice or payment in lieu of notice:

- if the Managing Director is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company to which he is required by the Agreement to render services;

- In the event of any serious or repeated or continuing breach (after prior warning) or non-observance by Managing Director of any of the stipulations contained in the Agreement; or

- In the event the Board expresses its loss of confidence in the Managing Director.

- In the event the Managing Director is not in a position to discharge his official duties due to any physical or mental incapacity, the Board shall be entitled to terminate his contract on such terms as the Board may consider appropriate in the circumstances.

- If and when this Agreement expires or is terminated for any reason whatsoever, **Mr. Jonna Venkata Tirupati Rao** will cease to be the Managing Director but shall not be ceased to be a Director of the Company. If at any time, **Mr. Jonna Venkata Tirupati Rao** ceases to be a Director of the Company for any reason whatsoever, he shall cease to be the Managing Director and this Agreement shall forthwith terminate. If at any time, the Managing Director ceases to be in the employment of the Company for any reason whatsoever, he shall cease to be a Director and Managing Director of the Company.

E. Policies:

All Personnel Policies of the Company and the related rules which are applicable to other employees of the Company shall also be applicable to the Managing Director unless specifically provided otherwise.

An electronic copy of the draft letter of the appointment of Managing Director setting out the terms and conditions is available for inspection. For inspection, the Members are requested to send a request through an e-mail on cs@gacmtech.com in with Depository participant ID and Client ID or Folio number.

Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and details as required under SS-2 (Secretarial Standard-2 on "General Meetings") of Mr. Jonna Venkata Tirupati Rao, seeking appointment as Managing Director is given in this notice

The Board of Directors also considers that on account of vast knowledge and experience of Mr. Jonna Venkata Tirupati Rao, his appointment shall be in the interest of the Company. Therefore, the Board of Directors recommends the Resolution set out at Item No. 4 of the accompanying Notice for approval of the Members of the Company as a Special Resolution.

The matter is being placed before the members for their considerations and approval. Except Mr. Jonna Venkata Tirupati Rao None of the Directors is concerned or interested in the resolution

Accordingly, the Board of Directors recommends the Resolution set out at Item No. 04 of the accompanying Notice for approval of the Members of the Company as a **Special Resolution.**

ITEM NO. 05:

APPROVAL FOR MATERIAL-RELATED PARTY TRANSACTIONS.

The Members of the Company are informed that Section 188 read with rules made there under prescribes certain approvals for related party transactions. Regulation 23 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015 also prescribes seeking shareholders' approval for material-related party transactions beyond the specified threshold (Material Transactions). Proviso to Section 188 (1) provides that nothing contained in Section 188 (1) shall apply where transaction entered into by Company with a related party in the ordinary course of business and at arm's length basis.

All the proposed transactions put up for approval are in the ordinary course of business and at arm's length basis.

Considering the quantum of transactions, reduced thresholds of materiality and the extended framework for related party transactions under the amended Listing Regulations, approval of the Members is sought as per the requirements of Regulation 23 of the Listing Regulations read with the aforesaid SEBI Circular dated March 30, 2022, for the following specific Material Related Party Transactions, details of which are mentioned herein in accordance with SEBI Circular No. SEBI/HO/CFD/CMD1/ CIR/P/2021/662 dated 22nd November, 2021.

Sr. No.	Particulars	Details
1.	Justification as to why the RPT is in the interest of the Company	The transactions are necessary for our business to continue winning in the marketplace. They will give us significant scale advantages and a competitive edge. Our guiding principle was that the transactions must be on an arms' length basis and commensurate to the benefits received.
2.	Details about valuation, arm's length and ordinary course of business.	Not Applicable
3.	Valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction.	Not Applicable
4.	Any other information relevant or important for the shareholders to take an informed decision.	All important information forms part of the explanatory statement setting out material facts, pursuant to Section 102(1) of the Companies act, 2013 and other applicable Listing Regulations forming part of AGM Notice.
	Where any Financial Indebtedness is incurred to make or give loans, inter-corporate deposits, advances or investments. • Nature of indebtedness; • Cost of funds; and • Tenure.	No
	Applicable terms, including covenants, tenure, interest rate, repayment schedule, whether secured (nature of security) or unsecured	Interest rate to be decided between Company and related parties which shall not be more than what is prescribed under applicable laws.
	Purpose for which funds will be utilized	Business Purpose

The Transactions / Contract(s) / Arrangement(s) / Agreements as mentioned in the resolution require approval of only unrelated members of the Company and all related parties shall abstain from voting at Item No. 6 of the AGM Notice.

Accordingly, the Board of Directors recommends the Resolution set out at Item No. 05 of the accompanying Notice for approval of the Members of the Company as an **Ordinary Resolution.**

Except Mr. Jonna Venkata Tirupati Rao (DIN: 07125471) 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 set out at Item No. 05 of the Notice.

ITEM NO. 06:

RE-APPOINTMENT OF MR. SRINIVAS MAYA (DIN: 08679514) AS A WHOLE TIME DIRECTOR OF THE COMPANY.

The Board of Directors on recommendation of the Nomination and Remuneration Committee considered that Mr. Maya level of competence Company's business areas would be of immense benefit towards the future business and financial growth of the Company therefore it is desirable to avail of his services as Whole time Director. Based on the above, the Board of Directors of the Company appointed **Mr. Srinivas Maya** as the Whole Time Director of the Company, not liable to retire by rotation, for a period of Five years effective from 13th November, 2026, subject to approval of the Shareholders

The main terms and conditions relating to the re-appointment and terms of remuneration Mr. Srinivas Maya as Whole Time Director are as follows:

1. **Tenure:** For a period of 5 years i.e., from November 13, 2026, to November 12, 2031.

2. **Nature of Duties:** The Whole Time Director shall devote his whole time and attention to the business of the Company and perform such duties as may be entrusted to him by the Board from time to time and separately communicated to him and exercise such powers as may be assigned to him, subject to superintendence, control and directions of the Board in connection with and in the best interests of the business of the Company.

3. **Remuneration:** The Whole Time Director shall be titled to remuneration as stated here under in terms of Schedule V of the Companies Act, 2013:

   A. **Basic Salary:** 2,00,000 /- Per Month to a maximum of 5,00,000/- Per Month, with authority to the Board or a Committee thereof to fix his Basic Salary within the said Maximum amount Provided that annual increment shall be decided by the Board based on the recommendations of the Nomination and Remuneration Committee ('NRC'). The recommendation of NRC will be based on Company performance and individual performance.

   B. **Benefits, perquisites, and allowances:** Benefits, Perquisites and Allowances as may be determined by the Board from time to time over and above the Basic Salary within the Limits allowed under the Companies Act, 2013 read with Schedule V of the said Act.

C. **Minimum Remuneration:** Notwithstanding anything to the contrary herein contained where in any Financial Year during the currency of the tenure of Whole Time Director of the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of Basic Salary, Benefits, Perquisites, Allowances and Incentive Remuneration as specified above within the Limits allowed under the Companies Act, 2013 read with Schedule V of the said Act.

D. **Termination:**

- The appointment may be terminated earlier, without any cause, by either Party by giving to the other Party six months' notice of such termination or the Company paying six months' remuneration which shall be limited to the provision of Salary, Benefits, Perquisites, Allowances and any pro-rated Bonus/Performance Linked Incentive/Commission (paid at the discretion of the Board), in lieu of such notice.

- The employment of the Whole Time Director may be terminated by the Company without notice or payment in lieu of notice:

    - if the Whole Time Director is found guilty of any gross negligence, default or misconduct in connection with or affecting the business of the Company to which he is required by the Agreement to render services.
    - In the event of any serious or repeated or continuing breach (after prior warning) or non-observance by Whole Time Director of any of the stipulations contained in the Agreement; or
    - In the event, the Board expresses its loss of confidence in the Whole Time Director.

- In the event the Whole Time Director is not in a position to discharge his official duties due to any physical or mental incapacity, the Board shall be entitled to terminate his contract on such terms as the Board may consider appropriate in the circumstances.

- If and when this Agreement expires or is terminated for any reason whatsoever, Mr. Srinivas Maya will cease to be the Whole Time Director but shall not ceased to be a Director of the Company. If at any time, Mr. Srinivas Maya ceases to be a Director of the Company for any reason whatsoever, he shall cease to be the Whole Time Director and this Agreement shall forthwith terminate. If at any time, the Whole-Time Director ceases to be in the employment of the Company for any reason whatsoever, he shall cease to be a Director and Whole-Time Director of the Company.

E. **Policies:** All Personnel Policies of the Company and the related rules which are applicable to other employees of the Company shall also be applicable to the Whole Time Director unless specifically provided otherwise.

An electronic copy of the draft letter of the appointment of the Whole Time Director setting out the terms and conditions is available for inspection. For inspection, the Members are requested to send a request through an e-mail on cs@gacmtech.com in with the Depository participant ID and Client ID or Folio number.

Pursuant to Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and details as required under SS-2 (Secretarial Standard-2 on "General Meetings") of Mr. Srinivas Maya, seeking appointment as Whole Time Director is given in this notice

The Board of Directors is of the view that the re-appointment of Mr. Srinivas Maya as Whole Time Director will be beneficial to the functioning and future growth opportunities of the Company and the remuneration payable to him is commensurate with his abilities and experience and accordingly, the Board of Directors recommends the Resolution set out at Item No. 6 of the accompanying Notice for approval of the Members of the Company as a **Special Resolution**.

The matter is being placed before the members for their considerations and approval. Except Mr. Maya None of the Directors is concerned or interested in the resolution

Accordingly, the Board of Directors recommends the Resolution set out at Item No. 06 of the accompanying Notice for approval of the Members of the Company as a **Special Resolution.**

ITEM NO. 07:

TO CONSIDER AND APPROVE RE-APPOINTMENT OF MR. CHANDRA SEKHAR DASAKA (DIN: 05012419) AS AN INDEPENDENT DIRECTOR OF THE COMPANY

As per Section 149(10] of the Act, an Independent Director shall hold office for a term of upto 1 (one) term i.e 5 (Five) consecutive years on the Board of a Company but shall be eligible for re-appointment on passing a special resolution by the Company for another term of upto 1 (One) term i.e 5 (Five) consecutive years on the Board of a Company.

Mr. Dasaka (DIN: 05012419] was appointed as an Independent Director of the Company w.e.f. 22nd August, 2025 for a consecutive period of one year and the appointment was approved by the Members at Annual General Meeting held on 25th September 2025.

Based on their performance evaluation and recommendation of Nomination and Remuneration Committee and in terms of the provisions of Sections 149, 150, 152 read with Schedule IV and all other applicable provisions of the Act and the Listing Regulations, and as per Article 147 of Articles of Association of the Company, Mr. Dasaka, are eligible for re-appointment as Independent Director and had offered himself for re-appointment. The Board of Directors recommends the proposal to re-appoint them as Independent Directors for a term as mentioned in the respective special resolutions.

The Company has received notice under Section 160 of the Companies Act, 2013 from Mr. Dasaka, signifying his candidature as an Independent Director of the Company. The Company has also received a declaration of independence from him.

In the opinion of the Board, Independent Director fulfils the conditions specified under the Act, the Companies (Appointment and Qualification of Directors] Rules, 2014 and Regulation 16(1 l(b] of the Listing Regulations for re-appointment as an Independent Director of the Company and are independent of the management.

None of the Independent Director hold by himself / herself or for any other person on a beneficial basis, any shares in the Company. None of the Directors who are proposed to be reappointed is related to any Director or Key Managerial Personnel of the Company or their relatives. Except for the appointee Director for the purpose of his/ her own resolution, none of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise

Accordingly, the Board of Directors recommends the Resolution set out at Item No. 07 of the accompanying Notice for approval of the Members of the Company as a **Special Resolution**.

ITEM NO. 08:

TO CONSIDER AND APPROVE RECLASSIFICATION OF UNUTILIZED PORTION OF AUTHORISED SHARE CAPITAL OF DVR EQUITY SHARES INTO ORDINARY EQUITY SHARES

The Company has an Authorised Share Capital comprising Ordinary Equity Shares and DVR Equity Shares i.e **₹300,00,00,000/- (Rupees Three Hundred Crore only)** divided into **300,00,00,000 (Three Hundred Crore) Equity Shares of ₹1/- each**.

With a view to strengthening the capital base of the Company and to provide adequate flexibility for meeting its future capital requirements, business expansion plans, proposed fund-raising activities, strategic initiatives, acquisitions, investments, working capital requirements and other general corporate purposes, the Company proposes to increase its Authorised Share Capital.

Accordingly, it is proposed to increase the Authorised Share Capital of the Company from **₹300,00,00,000/- (Rupees Three Hundred Crore only)** to **₹1,000,00,00,000/- (Rupees One Thousand Crore only)** by creation of additional **700,00,00,000 (Seven Hundred Crore) Equity Shares of ₹1/- each**, which shall constitute **100% Equity Shares carrying ordinary rights** of the Company.

The proposed increase in Authorised Share Capital will provide the Company with sufficient headroom to issue further Equity Shares in the future, as may be considered appropriate by the Board of Directors, subject to applicable laws, regulations and requisite approvals. The increase in Authorised Share Capital, by itself, will not result in any immediate increase in the issued, subscribed or paid-up share capital of the Company.

Consequent upon the proposed increase in the Authorised Share Capital, the existing Clause V of the Memorandum of Association of the Company relating to Authorised Share Capital is required to be altered to reflect the revised Authorised Share Capital of the Company.

The Board of Directors, at its meeting held on August 31,2026, considered and approved the proposal for increase in the Authorised Share Capital and alteration of Clause V of the Memorandum of Association.

None of the Directors, Key Managerial Personnel of the Company or their respective relatives is concerned or interested, financially or otherwise, in the proposed resolution, except to the extent of their respective shareholding, if any, in the Company.

Accordingly, the Board recommends the resolution set out at Item No. 8 of the accompanying Notice for approval of the Members by way of an **Ordinary Resolution.**

ITEM NO. 09:

TO CONSIDER AND APPROVE ISSUANCE OF EQUITY SHARES OF THE COMPANY TO NON-PROMOTERS ON PREFERENTIAL ISSUE BASIS (SHARE SWAP) IN LIEU OF ACQUISITION OF STAKE IN WEXL EDU LIMITED

The Members are must have learnt from the media or stock exchange filings, or any other sources that the

Board of Directors of the Company, in its meeting held on August 31, 2026 & September 08,2026, has approved the acquisition of 22.28% of Stake in WEXL EDU Limited ("Target Company") from its existing shareholders through swap of shares for an agreed enterprise value of Rs. 120.26 Crores. As a purchase consideration for the said acquisition, the Company has proposed to allot its equity shares to the shareholders of the target company through Preferential allotment (swap of shares).

M/s. WEXL EDU Limited is a fast-growing education technology firm engaged in delivering AI-enabled academic solutions across India. It focuses on scalable, personalized learning and assessment platforms with national-level implementation potential. The acquisition is aimed to integrate and strengthen the supply chain for company's Infrastructural, the Board of Directors of your Company at its meeting held on August 31, 2026 & September 08,2026 decided to issue and allot up to 1202634840 Equity Shares with Ordinary Rights of the Company having face value of Re. 1/- (Rupee One Only) at an issue price of Rs. 1/- (Rupees One Only) per equity shares per share, on preferential basis to the existing shareholders of M/s. WEXL EDU Limited in proportion to their respective shareholding in the M/s. WEXL EDU Limited for consideration other than cash i.e., swap of Equity shares in the ratio of 120:1 i.e. every 120 (one Hundred Twenty) Equity Share, towards the acquisition of 22.28% stake in M/s WEXL EDU Limited

The proposed Preferential Issue is to be issued to the persons belonging to "Non-Promoter Category" as per the details disclosed in the respective resolution. The preferential issue shall be made in terms of Chapter V of the SEBI ICDR Regulations, 2018 and applicable provisions of Companies Act, 2013. The said proposal has been considered and approved by the Board in its meeting held on August 31 2026. The approval of the members is accordingly being sought by way of passing a 'Special Resolution' under Sections 42, and 62(1)(c) of the Companies Act, 2013, read with the rules made thereunder, and Regulation 160 of the SEBI ICDR Regulations for Item No. 9 of the Notice

The details of the issue and other particulars as required in terms of Rule 14(1) of the Companies (Prospectus and Allotment of Securities) Rules, 2014, Rule 13 of the Companies (Share Capital and Debentures) Rules, 2014, in terms of BSE Notice No. 20221213-47 and NSE Circular No. NSE/CML/2022/56 dated December 13, 2022 with respect to the additional disclosures for objects of the issue and Regulation 163 of the SEBI (ICDR), Regulations are set forth below:

1. **Particulars of the offer including date of passing of Board resolution, kind of Securities offered, maximum number of Securities to be issued, manner of issue of shares, class or classes of persons to whom allotment is proposed to be made and the Issue Price:**

   The Board of Directors at its meeting held on August 31, 2026 & September 08,2026 has, subject to the approval of the Members and such other approvals as may be required, approved the issuance and allotment of upto 1202634840 Equity Shares with Ordinary of the Company having face value of Re. 1/- (Rupee One Only) at an issue price of Rs. 1/- (Rupees One Only) per equity shares, on preferential basis to the existing shareholders of M/s. WEXL EDU Limited in proportion to their respective shareholding in the M/s. WEXL EDU Limited for consideration other than cash i.e., swap of Ordinary Equity shares and Differential Value Equity shares in the ratio of 120:1 i.e. every 120 (one Hundred Twenty) Equity Share of GACM Technologies Limited is being exchanged for one (1) Equity Share of the WEXL EDU Limited, towards the acquisition of 22.28% stake in M/s WEXL EDU Limited at the enterprise value of Rs. 120.26 Crores.

2. **Objects of the Preferential Issue:**

   The Company decided to discharge the Purchase Consideration payable for the purpose of acquisition of the Target Company by acquiring 10021957 Equity Shares of WEXL by Swapping 1202634840 Equity Shares with ordinary voting rights of Issuer company from the Proposed Allottees for consideration other than cash i.e., swap of Equity shares with Ordinary voting Rights of the Company as mentioned in resolution at Item No. 9 in this notice and explanatory statement, subject to SEBI ICDR Regulations and requisite approvals from stock exchanges and any other regulatory approvals, as may be applicable.

3. **Relevant Date:**

In terms of the provisions of Chapter V of the SEBI ICDR Regulations, the Relevant Date for determining the floor price for the Preferential Allotment of equity shares is Monday, August 31, 2026 i.e., being the date, which is 30 days prior to the date of the Annual General Meeting of the shareholders of the Company scheduled to be held, i.e., Wednesday, September 30, 2026."

4. **Basis on which the price has been arrived at and justification for the price (including premium, if any);**

The Equity Shares of the Company are listed National Stock Exchange of India Limited (NSE) and BSE Limited. The Equity Shares are frequently traded in terms of the SEBI ICDR Regulations and floor price has been determined in accordance with the SEBI ICDR Regulations. NSE being the stock exchange with highest trading volume during preceding 90 trading days has been considered for the purpose of price determination.

In case of the frequently traded shares, as per Regulation 164(1) of the SEBI (ICDR) Regulations, 2018, a minimum issue price of the Equity Shares in preferential issue has to be calculated as under:

- The 90 trading days volume weighted average price of the related equity shares quoted on the recognized stock exchange preceding the relevant date; or
- the 10 trading days volume weighted average price of the related equity shares quoted on a recognized stock exchange preceding the relevant date; **whichever is higher.**

In terms of the provisions of Regulation 164 of the SEBI ICDR Regulations, the minimum price at which the equity shares may be issued computes to Rs. 1/- each.

Further, Method of determination of price as per the Articles of Association of the Company is not applicable as the Articles of Association of the Company are silent on the determination of a floor price minimum price of the shares issued on preferential basis.

As the proposed allotment is more than 5% of the post issue fully diluted share capital of the company, to an allottee or to allottees acting in concert. Hence, in terms of Regulation 166A of SEBI ICDR Regulations, the Company has obtained a valuation report from an independent registered valuer for determining the price. The price determined through Valuation report of Mr. Rambabu Gadiparthi, Registered valuer (IBBI/RV/06/2019/11111) i.e., Rs. 1/- per equity shares. The said report is available on the website of the Company at
https://gacmtech.com/files/announcements/639244600282474427_Valuation_Report_GACM.pdf
The Valuation report and the List of Allottees along with the pricing was reviewed and recommended by the Committee of Independent Director in their meeting dated August 31, 2026.

Rationale for review by Committee of Independent Directors:

i. In line with the requirements of SEBI (ICDR) Regulations, 2018, and to ensure transparency and fairness, the Valuation Report, List of Allottees, and pricing were placed before the Committee of Independent Directors for their review and recommendation.

ii. The Independent Directors, being non-executive and not related to the proposed allottees, provide an additional layer of oversight to safeguard the interests of minority shareholders and to ensure that the preferential issue is undertaken at a fair and justifiable price.

iii. This practice also aligns with principles of good corporate governance and strengthens investor confidence in the process.

Confirmation on change in control:

i. We confirm that the proposed preferential allotment **does not result in any change in control or management** of the Company.

ii. The shareholding of the promoters and promoter group post-allotment will remain within the permissible thresholds, and no new entity or individual will acquire control over the Company pursuant to this issue.

In view of the above, the Board of the Company decided to issue equity shares to be allotted on preferential basis to the proposed allottees at Rs. 1/- (Rupees One Only) per equity shares being not less than the floor price computed in accordance with Chapter V of the SEBI ICDR Regulations.

In view of the above, the Board of the Company decided to issue equity shares to be allotted on preferential basis to the proposed allottees at Rs. 1/- (Rupees One Only) per equity shares being not less than the floor price computed in accordance with Chapter V of the SEBI ICDR Regulations.

5. **Valuation Report of Target Company;**

The valuation report of target companies WEXL Edu Limited was obtained from independent valuator Mr. Rambabu Gadiparthi, Registered valuer (IBBI/RV/06/2019/11111).

6. **Amount which the company intends to raise by way of such securities;**

The shares are being allotted for a consideration other than cash as consideration payable for the acquisition as mentioned above.

7. **Name and address of valuer who performed valuation**

Mr. Rambabu Gadiparthi, H. No. 40, 1st Floor, Model Colony, besides ESI Hospital, SR Nagar, Hyderabad - 500082, Telangana, Registered valuer (IBBI/RV/06/2019/11111)

8. **Principal terms of Assets charged as securities: Not Applicable**

9. **The justification for the allotment proposed to be made for consideration other than cash together with valuation report of the registered valuer:**

The Company proposes to discharge the Purchase Consideration payable for the acquisition of the Target Company by acquiring 10633083 Equity Shares of WEXL by Swapping 1275969960 Equity

Shares with ordinary voting rights of issuer company, from the Proposed Allottees for consideration other than cash by issuance of Equity Shares on a preferential basis to the Proposed Allottees.

10. The intent of the promoters, directors or key management personnel of the issuer to subscribe to the offer:

None of the Promoters, Directors, Key Managerial Personnel and Senior Management of the Company intends to subscribe to any of the Equity Shares proposed to be issued under the Preferential Allotment

11. Contribution being made by the promoters or directors either as part of the offer or separately in furtherance of objects: Not Applicable

12. The Shareholding Pattern of the issuer before and after the preferential issue on fully diluted basis: Shareholding Pattern of Equity shares with Ordinary Voting Rights:

Particulars	Pre-issue shareholding		Post issue shareholding on fully diluted basis	
	No. of shares	Shareholding %	No. of shares	Shareholding %
A. PROMOTER SHAREHOLDING				
1. Indian	0	-	0	-
a. Individuals/Hindu undivided Family	0	-	0	-
b. State Government(s)	0	-	0	-
c. Financial Institutions/ Banks	0	-	0	-
d. Any Other (Bodies Corporate)	10000000	0.63	10000000	0.36
Sub-Total (A)(1)	**10000000**	**0.63**	**10000000**	**0.36**
2. Foreign				
a. Individuals(Non-Resident Individuals/Foreign Individuals)	0	-	0	-
b. Government	0	-	0	-
c. Institutions	0	-	0	-
d. Foreign Portfolio Investor	0	-	0	-
e. Any Other (specify)	0	-	0	-
Sub-Total (A)(2)	0	-	0	-
Total Shareholding of Promoter and Promoter Group (A)= (A)(1)+(A)(2)	**10000000**	**0.63**	**10000000**	**0.36**
B. PUBLIC SHAREHOLDING				
1. Institutions	0	-	0	-
a. Mutual Funds/	97000	0.01	97000	0.00
b. Venture Capital Funds	0	-	0	-

c. Alternate Investment Funds	0	-	0	-
d. Foreign Venture Capital Investors	0	-	0	-
e. Foreign Portfolio Investors	498830569	31.22	498830569	17.81
f. Financial Institutions/ Banks	0	-	0	-
g. Insurance Companies	0	-	0	-
h. Provident Funds/ Pension Funds	0	-	0	-
i. Any Other(Bodies Corporate)	0	-	0	-
Sub-Total (B)(1)	**498927569**	**31.23**	**498927569**	**17.82**
2. Central Government/ State Government(s)/ President of India	0	-	0	-
Sub-Total (B)(2)	**0**	**-**	**0**	**-**
3. Non-institutions				
a. Individuals -	1,004,054,115	62.84	1759865475	62.84
b. NBFCs registered with RBI	605000	0.04	605000	0.02
c. Employee Trusts	0	-	0	-
d. Overseas Depositories (holding DRs)	0	-	0	-
(balancing figure)	0	-	0	-
e. Any Other (Trust)	2301799	0.14	2301799	0.08
Non-Resident Indian (NRI)	13050340	0.82	13050340	0.47
Bodies Corporate	54322998	3.40	501146478	17.90
Clearing member	736	0.00	736	0.00
HUF	14479679	0.91	14479679	0.52
Foreign Portfolio Investor (Corporate)	0	-	0	-
Sub-Total (B)(3)	**1088814667**	**68.15**	**2291449507**	**81.83**
Total Public Shareholding (B)= (B)(1)+(B)(2)+(B)(3)	**1587742236**	**99.37**	**2790377076**	**99.64**
C. NON PROMOTER- NON PUBLIC SHAREHOLDING				
1. Custodian/DR Holder	0	-	0	-
2. Employee Benefit Trust	0	-	0	-
3. Total Non-Promoter- Non Public	0	-	0	-
Shareholding (C)= (C)(1)+(C)(2)	**0**	**-**	**0**	**-**
GRAND TOTAL (A+B+C)	**1597742236**	**100.00**	**2800377076**	**100.00**

13. Proposed time limit within which the allotment shall be completed:

In terms of Regulation 170 of the SEBI ICDR Regulations, preferential allotment of said equity shares will be completed within a period of 15 (fifteen) days from the date of passing of such resolution provided that where the issue and allotment of said equity shares is pending on account of pendency of any approval for such issue and allotment by the Stock Exchange(s) and/or Regulatory Authorities, or Central Government, the issue and allotment shall be completed within the period of 15 days from the date of last such approval or within such further period/s as may be prescribed or allowed by the SEBI, the Stock Exchange(s) and/or Regulatory Authorities etc.

14. Number of persons to whom allotment on preferential basis has already been made during the year, in terms of number of securities as well as price: NIL

15. The identity of the natural persons who are the ultimate beneficial owners of the securities proposed to be allotted and/or who ultimately control the proposed allottee(s): Table of allottees with BO:

Sr. No.	NAME OF THE ALLOTTEE	CATEGORY	TYPE OF SECURITIES	ULTIMATE BENEFICIAL OWNER
1	AVM Tech Ed Solutions Private Limited	Non-Promoter Public	Equity Shares	Mugata Punyavathi Lavanya Gorinta
2	Tech Rudraum Private Limited	Non-Promoter Public	Equity Shares	Prem lal mandloi Gunsagar A Jain

16. The percentage of post preferential issue capital that may be held by the allottee(s) and change in control, if any, in the issuer consequent to the preferential issue: No change in control post issue.
(** The post issue holding percent is calculated taking into factor only equity shareholding with ordinary voting rights i.e. 2800377076)

S.no	Name of the proposed allottee (s)	Category	Permanent Account Number (PAN)	Holding Pre-Preferential Issue		No. of Equity shares to be allotted	Post-Preferential Holding on fully diluted basis	
				No. of Shares	%		No. of Shares	%
1	AVM TECH ED SOLUTIONS PRIVATE LIMITED	Non - Promoter	AAWCA7824R	-	-	444,000,000	444,000,000	15.86%
2	BHARATH KUMAR PALATLA	Non - Promoter	ANMPP3904F	-	-	75,000,000	75,000,000	2.68%
3	SWARNA GOURI KURAKULA	Non - Promoter	DAPPK1601H	-	-	70,588,200	70,588,200	2.52%
4	PRIYA RAHUL MALU	Non - Promoter	AHAPM8646F	-	-	43,058,760	43,058,760	1.54%
5	KARTHICK CHAKRAVARTHY GANGAVARAPU	Non - Promoter	AYVPG7040B	-	-	30,000,000	30,000,000	1.07%
6	RONGALA JAI BHARAT KUMAR	Non - Promoter	AADFL6361Q	-	-	24,999,960	24,999,960	0.89%
7	MOHAN BABU JALUKURI	Non - Promoter	ACYPJ4541P	-	-	21,317,760	21,317,760	0.76%
8	PUDI PRADEEP KUMAR	Non - Promoter	AOXPP9476Q	-	-	19,999,920	19,999,920	0.71%
9	GORINTA PRAVEEN KUMAR	Non - Promoter	IHDPP3470H	-	-	17,400,000	17,400,000	0.62%

10	SRINIVAS RAO PATANGAY	Non - Promoter	AFSPP7821H	-	-	16,176,000	16,176,000	0.58%
11	SERU MAHENDRA VARAPU LOKESH	Non - Promoter	BHVPL2529J	-	-	15,871,080	15,871,080	0.57%
12	GOVIND THOTA	Non - Promoter	ARGPT5619M	-	-	14,823,600	14,823,600	0.53%
13	BANDARI PHANEESH GUPTA	Non - Promoter	AHMPB4609B	-	-	14,682,240	14,682,240	0.52%
14	SRINIVASA RAJU KALIDINDI	Non - Promoter	AGQPK9527J	-	-	14,117,640	14,117,640	0.50%
15	HUSAIN SULTAN ALI NENSEY	Non - Promoter	AAAPN2931M	-	-	14,117,640	14,117,640	0.50%
16	KALIDAS CHINTA	Non - Promoter	AJDPC5913A	-	-	13,882,200	13,882,200	0.50%
17	V MANOHAR RAO	Non - Promoter	ABXPV7428H	-	-	12,141,240	12,141,240	0.43%
18	ANURADHA DENDI	Non - Promoter	AKUPD3926E	-	-	12,035,160	12,035,160	0.43%
19	BHARGAVI BANDARU	Non - Promoter	AHRPB3211E	-	-	11,552,880	11,552,880	0.41%
20	UDAYA MANIKANTA PEMMANABOYINA	Non - Promoter	CRHPP9272R	-	-	9,999,960	9,999,960	0.36%
21	AMITHA PATANGAY	Non - Promoter	AOIPP5165M	-	-	9,882,360	9,882,360	0.35%
22	SATYANARAYANA MURTHY VARANASI	Non - Promoter	AABPV3079P	-	-	11,106,000	11,106,000	0.40%
23	PANKAJ JAIPRAKASH KANKATTI	Non - Promoter	ACGPK5448N	-	-	8,000,160	8,000,160	0.29%
24	DILESHWAR REDDY GAGIREDDY	Non - Promoter	AIRPG0268K	-	-	7,666,320	7,666,320	0.27%
25	PAPIREDDY VAIBHAV REDDY	Non - Promoter	ASTPP4161A	-	-	7,178,760	7,178,760	0.26%
26	SRINIVASA RAO THADIVADA	Non - Promoter	BOZPT4298F	-	-	6,999,960	6,999,960	0.25%
27	NARINDER KUMAR BHATARA	Non - Promoter	BCFPB7006P	-	-	6,513,000	6,513,000	0.23%
28	GORINTA VIJAYA BABU	Non - Promoter	ANFPG0011M	-	-	6,000,000	6,000,000	0.21%
29	GORINTA LAVANYA	Non - Promoter	COSPG1038L	-	-	6,000,000	6,000,000	0.21%
30	KODURU NARESH	Non - Promoter	FJDPK7804K	-	-	6,000,000	6,000,000	0.21%
31	REVU SAILAJA	Non - Promoter	NSGPS1494R	-	-	6,000,000	6,000,000	0.21%
32	THADIVADA UPENDRA	Non - Promoter	ANTPU1200G	-	-	5,774,400	5,774,400	0.21%
33	KURUGANTI VENKAT SHIVANAND REDDY	Non - Promoter	CPAPK6141M	-	-	5,602,320	5,602,320	0.20%
34	T.V REMESH	Non - Promoter	APTPR9243J	-	-	5,128,440	5,128,440	0.18%
35	D RAM REDDY	Non - Promoter	ABPPD9522N	-	-	4,969,320	4,969,320	0.18%
36	ABHIMANYU KHURANA	Non -	AGAPK0380P					0.41%

		Promoter		-	-	11,349,000	11,349,000	
37	DENDI SANJANA	Non - Promoter	CELPB3575G	-	-	4,905,840	4,905,840	0.18%
38	AASHISH KUMAR	Non - Promoter	ATIPK2909F	-	-	4,743,480	4,743,480	0.17%
39	RAJ KUMAR BALAKRISHNA	Non - Promoter	AGGPB4314C	-	-	4,515,480	4,515,480	0.16%
40	SATYA VENKATA RAMANA TELIDEVARA	Non - Promoter	ABYPT1487D	-	-	3,882,360	3,882,360	0.14%
41	PAWAN KUMAR AGARWAL	Non - Promoter	ABQPA3829G	-	-	3,614,160	3,614,160	0.13%
42	NEELAMMA	Non - Promoter	APDPN7742J	-	-	3,529,440	3,529,440	0.13%
43	RAJENDRA KUMAR	Non - Promoter	ANIPK6595M	-	-	3,529,440	3,529,440	0.13%
44	SWAPNA TUMMALA	Non - Promoter	CEKPS6249R	-	-	3,529,440	3,529,440	0.13%
45	MOHAMMED BASRI RABIYA	Non - Promoter	ALQPR1298G	-	-	2,117,640	2,117,640	0.08%
46	VENKATA NARASIMHA MURTY VURIMI	Non - Promoter	ABSPV7498N	-	-	3,176,040	3,176,040	0.11%
47	MARUPUDI SRAVANI	Non - Promoter	BMDPS1332R	-	-	3,055,080	3,055,080	0.11%
48	SUGUMAR PRIYA	Non - Promoter	BMAPP9226Q	-	-	3,049,320	3,049,320	0.11%
49	SNEHA DENDI	Non - Promoter	BCEPD9385G	-	-	2,856,000	2,856,000	0.10%
50	CHANDRA MOULI KUNAPULI	Non - Promoter	ODHPK6600N	-	-	2,823,600	2,823,600	0.10%
51	USHA GUPTA	Non - Promoter	DNCPG5928K	-	-	2,823,600	2,823,600	0.10%
52	TECH RUDRAUM PRIVATE LIMITED	Non - Promoter	AACCL1084G	-	-	2,823,480	2,823,480	0.10%
53	MANVENDRA SINGH	Non - Promoter	BAIPS6313R	-	-	2,752,680	2,752,680	0.10%
54	RAJENDAR GARIGANTI	Non - Promoter	ATLPG0071F	-	-	4,235,280	4,235,280	0.15%
55	JAYANTH SIVA MADHAV KARUMURI	Non - Promoter	LMOPK5186N	-	-	2,424,000	2,424,000	0.09%
56	SURENDER JAIN	Non - Promoter	ACOPJ0284F	-	-	2,117,760	2,117,760	0.08%
57	SASI KIRAN PAMARTHI	Non - Promoter	BPKPP6949B	-	-	2,114,880	2,114,880	0.08%
58	N KRITHIKA	Non - Promoter	EGEPK6964F	-	-	1,909,800	1,909,800	0.07%
59	CHANDRASEKHAR SITARAMA MALLELA	Non - Promoter	AFQPM4840K	-	-	1,835,280	1,835,280	0.07%
60	LEO JOSEPH LEMOS	Non - Promoter	ACUPL1237E	-	-	1,700,520	1,700,520	0.06%
61	KHURRAM AZIZ SIDDIQUE	Non - Promoter	BBYPS1854G	-	-	2,823,480	2,823,480	0.10%
62	BOMMA GYANESHWAR NAETHA	Non - Promoter	AYZPG7881N	-	-	1,620,000	1,620,000	0.06%

63	THOYAJA RAO M	Non - Promoter	AQSPM4610Q	-	-	2,473,680	2,473,680	0.09%
64	PARTHO GANGOPADHYAY	Non - Promoter	AHDPG9271F	-	-	1,524,720	1,524,720	0.05%
65	AYUSH TANEJA	Non - Promoter	ADCPT0792K	-	-	1,488,480	1,488,480	0.05%
66	SHALINI LAXMAN	Non - Promoter	ACIPL3653N	-	-	1,482,360	1,482,360	0.05%
67	RAMAKRISHNAN N	Non - Promoter	AFPPR1515R	-	-	1,482,360	1,482,360	0.05%
68	MOHD FAIZAN AHMED KHAN	Non - Promoter	BFGPK1703J	-	-	1,482,360	1,482,360	0.05%
69	K N SUMITHRA	Non - Promoter	CBKPS5178Q	-	-	1,411,800	1,411,800	0.05%
70	PARESH KAPADE	Non - Promoter	AHWPK6351 K	-	-	1,411,800	1,411,800	0.05%
71	SHITAL KAPADE	Non - Promoter	AHWPK6363 K	-	-	1,411,800	1,411,800	0.05%
72	NARENDRA KUMAR VANKAYALA	Non - Promoter	ABIPV4398K	-	-	1,411,800	1,411,800	0.05%
73	SUVARCHALA KAITHEPALLI	Non - Promoter	ETUPK6852F	-	-	1,411,680	1,411,680	0.05%
74	SRINIVAS BANDARU	Non - Promoter	AFLPB1896B	-	-	1,411,680	1,411,680	0.05%
75	KRISHNA VENI MADEM	Non - Promoter	AZZPM1085F	-	-	4,138,080	4,138,080	0.15%
76	NAGESH A	Non - Promoter	AIDPN3480G	-	-	1,411,800	1,411,800	0.05%
77	NIKHILESH MATAM	Non - Promoter	CHPPM9240N	-	-	1,399,920	1,399,920	0.05%
78	VARUN REDDY DENDI	Non - Promoter	AVZPD7619J	-	-	1,298,760	1,298,760	0.05%
79	TIRUMALASETTI LAKSHMI PRAVALLIKA	Non - Promoter	BPRPT6862G	-	-	1,281,240	1,281,240	0.05%
80	PRAKASH KUMAR JAIN	Non - Promoter	ABVPJ1169P	-	-	1,200,000	1,200,000	0.04%
81	KUNAPAREDDY VISHAL SAI	Non - Promoter	KPLPK7256E	-	-	1,200,000	1,200,000	0.04%
82	VALLELA PAVANKUMAR REDDY	Non - Promoter	AHNPV5549B	-	-	1,037,640	1,037,640	0.04%
83	CHAKRI BABU KURELLA	Non - Promoter	GMLPK6718J	-	-	282,360	282,360	0.01%
84	ASHOK PANDURANG AKADE	Non - Promoter	AAZPA9287G	-	-	988,320	988,320	0.04%
85	KRISHAN KUMAR RAWAT	Non - Promoter	ALLPR4406M	-	-	988,320	988,320	0.04%
86	CHANDRA ARUNACHALAM	Non - Promoter	ASUPC9229R	-	-	988,200	988,200	0.04%
87	SYAMLA VORUGANTI	Non - Promoter	ACMPV9226D	-	-	2,988,120	2,988,120	0.11%
88	M SAROJINI REDDY	Non - Promoter	AJGPM5359K	-	-	1,665,840	1,665,840	0.06%
89	GODA ANAND	Non -	AKEPG8855H					0.10%

		Promoter		-	-	2,760,000	2,760,000	
90	PRIYA JAISHANKAR	Non - Promoter	ACJPJ9265D	-	-	889,440	889,440	0.03%
91	MAINA BALDOTA	Non - Promoter	AAVPB8646G	-	-	847,080	847,080	0.03%
92	HARSHA VARDHAN PARIDALA	Non - Promoter	CHUPP9627H	-	-	847,080	847,080	0.03%
93	NAVEEN KUMAR PEDDI	Non - Promoter	AISPP8148E	-	-	847,080	847,080	0.03%
94	UTKARSH SINGH BAIS	Non - Promoter	BPGPB1381H	-	-	1,247,040	1,247,040	0.04%
95	VINITHA TANDRA	Non - Promoter	BKQPT3733E	-	-	847,080	847,080	0.03%
96	SHRADDHA LAXMIKANT AGARWAL	Non - Promoter	AKUPA8938P	-	-	1,732,440	1,732,440	0.06%
97	JAYA SREE VIJAYAGIRI	Non - Promoter	AGIPV4871E	-	-	847,080	847,080	0.03%
98	KRISHNAVENI CHAVALI	Non - Promoter	AASPC7830N	-	-	776,400	776,400	0.03%
99	GEETHALAKSHMI D	Non - Promoter	AJVPG8753A	-	-	741,120	741,120	0.03%
100	SIVAKUMAR UMAPATHY	Non - Promoter	APDPS7202L	-	-	741,120	741,120	0.03%
101	BONDILI A- KUMAR SINGH	Non - Promoter	BKHPS5418L	-	-	930,120	930,120	0.03%
102	NOOKALA KARUNA REDDY	Non - Promoter	AEZPN2016C	-	-	1,384,080	1,384,080	0.05%
103	FAZAL ARAFAT	Non - Promoter	ACDPF0394D	-	-	2,016,000	2,016,000	0.07%
104	DHRITI RUNGTA	Non - Promoter	EECPR3890P	-	-	565,440	565,440	0.02%
105	AAYUSH KUMAR RUNGTA	Non - Promoter	BXCPR3759K	-	-	706,560	706,560	0.03%
106	A- KUMAR BHALLA	Non - Promoter	ADTPB7826K	-	-	705,960	705,960	0.03%
107	AAKASH JAIN	Non - Promoter	BHXPA7377M	-	-	705,840	705,840	0.03%
108	MANISH SHAH	Non - Promoter	AEGPS6359N	-	-	705,840	705,840	0.03%
109	PRATAP KUMAR POLAMARASETTY	Non - Promoter	AMTPP7823K	-	-	705,840	705,840	0.03%
110	SARAVANA KUMAR N	Non - Promoter	CRPPS2086G	-	-	705,840	705,840	0.03%
111	SATISH CHANDRA DEGAPUDI	Non - Promoter	AESPD7570E	-	-	705,840	705,840	0.03%
112	SAURABH MUDGAL	Non - Promoter	AOEPM0164K	-	-	705,840	705,840	0.03%
113	RAVI KUMAR KOTTURMATTA	Non - Promoter	AIOPR8175P	-	-	705,840	705,840	0.03%
114	VENKATA SATISH KUMAR KAKI	Non - Promoter	ALQPK8077N	-	-	705,840	705,840	0.03%
115	RAJKUMARI RAI	Non - Promoter	AELPR5986D	-	-	705,840	705,840	0.03%

116	K ABIRAMI	Non - Promoter	AFFPA8189Q	-	-	999,960	999,960	0.04%
117	NEELAM BHALLA	Non - Promoter	AHKPB9673K	-	-	705,840	705,840	0.03%
118	BOBBY SINGH YADAV	Non - Promoter	AQUPY1984H	-	-	705,840	705,840	0.03%
119	ANURAG KUMAR	Non - Promoter	ANEPK7656H	-	-	705,840	705,840	0.03%
120	PRAMOD RADHAKRISHNARAO MULEY	Non - Promoter	ACCPM5346H	-	-	705,840	705,840	0.03%
121	DEELIP NANAKRAM PARASWANI	Non - Promoter	AKCPP7159F	-	-	705,840	705,840	0.03%
122	GYANESHWAR ARCHANA	Non - Promoter	ALJPA2194B	-	-	705,840	705,840	0.03%
123	AMIT BATRA	Non - Promoter	AIIPB3810F	-	-	1,411,680	1,411,680	0.05%
124	ISHANA RAINA	Non - Promoter	GMSPR4585M	-	-	1,129,440	1,129,440	0.04%
125	RAJESH ANANDCHANDRA GUJRATHI	Non - Promoter	AKYPG8583A	-	-	705,840	705,840	0.03%
126	SARATA PANKAJ SINGH	Non - Promoter	BHGPS0579G	-	-	705,840	705,840	0.03%
127	NANDEPU RAJESH	Non - Promoter	FICPR1305C	-	-	4,376,520	4,376,520	0.16%
128	SHREE RAMA CHANDRA PRABHU VARANASI	Non - Promoter	ABXPV8916A	-	-	903,480	903,480	0.03%
129	DAYALAN .R.M	Non - Promoter	AGSPR6935K	-	-	741,120	741,120	0.03%
130	SAMBI REDDY BOMMAREDDY	Non - Promoter	AFOPB2369G	-	-	663,480	663,480	0.02%
131	PADMALAYA DEVI S	Non - Promoter	GUVPD1604J	-	-	1,299,360	1,299,360	0.05%
132	ASHOK BASABANNAYA VASTRAD	Non - Promoter	ABOPV4406C	-	-	601,440	601,440	0.02%
133	NARMADA NADADHURI	Non - Promoter	AFPPN8229N	-	-	564,720	564,720	0.02%
134	NIRMALA VYAS	Non - Promoter	AAOPV7828B	-	-	564,720	564,720	0.02%
135	SALMA VISHWANATHAN	Non - Promoter	AFSPS4699Q	-	-	1,073,280	1,073,280	0.04%
136	B VIJAYA REDDY	Non - Promoter	APJPB9681A	-	-	515,280	515,280	0.02%
137	PRADIP BHIKAJI WAGHMARE	Non - Promoter	ABQPW5128A	-	-	494,160	494,160	0.02%
138	KURUKUNDA KIRANKUMAR	Non - Promoter	CTNPK8712K	-	-	458,880	458,880	0.02%
139	ARVIND DHIMAN	Non - Promoter	AJIPD1630N	-	-	423,600	423,600	0.02%
140	GANESHBABU NALINI	Non - Promoter	AQOPN3116G	-	-	423,480	423,480	0.02%
141	KUMPATLA JAINENDHRA SAI	Non - Promoter	QPSPS6552G	-	-	423,480	423,480	0.02%

142	MOHIT GUPTA	Non - Promoter	AFTPG8919C	-	-	423,480	423,480	0.02%
143	SU- KUMAR PATCHAVA	Non - Promoter	ACUPP7449J	-	-	423,480	423,480	0.02%
144	CHAVARE SATHISH KUMAR	Non - Promoter	AIBPC8035E	-	-	423,480	423,480	0.02%
145	VINOD KUMAR BHOINI	Non - Promoter	AIEPB0480D	-	-	399,840	399,840	0.01%
146	DHARMA RAO PASAPU	Non - Promoter	AKLPD4130H	-	-	356,520	356,520	0.01%
147	KADALI LAKSHMI RAMADEVI	Non - Promoter	BUDPK2145L	-	-	355,200	355,200	0.01%
148	AJAY KUMAR TIWARI	Non - Promoter	AJIPT2351C	-	-	352,920	352,920	0.01%
149	GANESH BABURAO KAMBLE	Non - Promoter	AQNPK3518L	-	-	352,920	352,920	0.01%
150	SUGUMAR	Non - Promoter	CSJPS6785B	-	-	352,920	352,920	0.01%
151	NATESH KOLUSU	Non - Promoter	BHPPK9172E	-	-	338,880	338,880	0.01%
152	GOPAL SOMANI	Non - Promoter	EKPPS3757H	-	-	282,360	282,360	0.01%
153	GOUTAM BETALA	Non - Promoter	ABFPB6569F	-	-	282,360	282,360	0.01%
154	HARSHA PARASHURAMA SHANKAR	Non - Promoter	EWOPS2381J	-	-	282,360	282,360	0.01%
155	KRUPANAND MANDALA	Non - Promoter	BQCPM0760L	-	-	282,360	282,360	0.01%
156	POOJA RANI	Non - Promoter	APRPR0868R	-	-	282,360	282,360	0.01%
157	RAJESH SRINIVAS	Non - Promoter	BJVPS8054H	-	-	282,360	282,360	0.01%
158	GANESAN SARANYA	Non - Promoter	EFCPS0485C	-	-	282,360	282,360	0.01%
159	SATISH NOOKIREDDY	Non - Promoter	ACBPN0837D	-	-	282,360	282,360	0.01%
160	SHRADDHA SENGAR	Non - Promoter	HHPPS6921F	-	-	682,320	682,320	0.02%
161	VEERA VENKATA SATYA PRASAD UPPULURI	Non - Promoter	AAMPU6028J	-	-	282,360	282,360	0.01%
162	MUDHIGONDA RUKMINI	Non - Promoter	EPBPM8337C	-	-	262,560	262,560	0.01%
163	ATHUKURI INDRAJA VAISHNAVI	Non - Promoter	BNMPA9058C	-	-	253,080	253,080	0.01%
164	JAYA DURGA PASAPU	Non - Promoter	CNHPP1712L	-	-	240,360	240,360	0.01%
165	RAJESH JAYASUDHA	Non - Promoter	AQLPJ9086C	-	-	211,800	211,800	0.01%
166	AJAY KUMAR JAIN	Non - Promoter	ABVPJ1016B	-	-	13,905,600	13,905,600	0.50%
167	RESHMA SAHU	Non - Promoter	EONPS6060H	-	-	1,200,000	1,200,000	0.04%
168	VENKATESAN	Non -	AIHPR2142M					0.12%

	.RANGABASHYAM	Promoter		-	-	3,344,280	3,344,280	

17. Lock-in Period:

- The equity shares to be allotted shall be subject to lock-in in accordance with Chapter V of the SEBI ICDR Regulations.
- The entire pre-preferential allotment shareholding, if any, of the Proposed Allottees, shall be locked-in as per Chapter V of the SEBI ICDR Regulations.

18. Undertakings:

- None of the Company, its directors or Promoters are categorized as willful defaulter(s) or a frasudulent borrower by any bank or financial institution or consortium thereof, in accordance with the guidelines issued by Reserve Bank of India. Consequently, the undertaking required under Regulation 163(1)(i) is not applicable.
- None of its Directors or Promoters is fugitive economic offenders as defined under the SEBI ICDR Regulations.
- As the equity shares have been listed on a recognized Stock Exchange(s) for a period of more than 90 trading days as on the Relevant Date, the provisions of Regulation 164(3) of SEBI ICDR Regulations governing re-computation of the price of shares shall not be applicable. Consequently, the undertaking required under Regulation 163(1)(g) and Regulation163(1)(h) is not applicable.
- None of the allottees have sold or transferred any Equity Shares during the 90 trading days preceding the relevant date.
- The Company applied for preferential issue by issue of 646994500 warrants for which In-principal approval from the stock exchanges were received on 27/11/2024 and 28/11/2024 respectively. However there was a significant price difference between allotment price and market price at the time of allotment of Warrants. Due to this price difference all the participants as mentioned above did not wish to subscribe to the convertible warrants and it was cancelled/ withdrawn.

19. Disclosures specified in Schedule VI of ICDR Regulations, if the issuer or any of it promoters or directors is a willful defaulter or fraudulent borrower: Not Applicable

20. Practicing Company Secretary's Certificate:

The certificate from M/s. A.K. Rastogi & Associates., Practicing Company Secretaries, certifying that the preferential issue of Equity Shares is being made in accordance with requirements of Chapter V of SEBI (ICDR) Regulations has been obtained considering the said preferential issue. The copy of said certificate may be accessed on the website of the Company i.e. https://gacmtech.com/static/announcements.aspx

21. Details of the Directors, Key Managerial Persons or their relatives, in any way, concerned or interested in the said resolution.

Except Mr. Srinivas Maya being common director in both companies, None of the Directors, Key Managerial Personnel (KMP), or their relatives have any financial or other interest in the proposed resolution.

ITEM 10

TO CONSIDER AND APPROVE RAISING OF FUNDS THROUGH ISSUANCE OF EQUITY SHARES OF THE COMPANY BY WAY OF A QUALIFIED INSTITUTIONS PLACEMENT ("QIP") FOR AN AMOUNT AGGREGATING UP TO RS. 200 CRORES

The Company recognizes significant growth opportunities in the area of its operations and continues to evaluate such avenues for organic and inorganic growth. The Company continues to require capital for its growth and expansion. The Company proposes to raise capital for the purposes of funding some of these growth opportunities, making investments by way of equity, preference capital, or debt, or to fund the growth of existing businesses including expanding product portfolio and the capital expenditure needs of the ongoing or new projects, working capital requirements, general corporate requirements and/or any other purposes, as may be permissible under the applicable laws and approved by the Board.

The aforementioned objects are based on management estimates, and other commercial and technical factors and accordingly, are dependent on a variety of factors such as conditions to be fulfilled to consummate the acquisition, timing for completion for the acquisition, timing of completion of the QIP, financial, market and sectoral conditions, business performance and strategy, competition, interest or exchange rate fluctuations and other external factors, which may not be within the control of the Company. In light of this, the Board or a duly constituted committee shall decide the specific objects towards which the Net Proceeds are deployed.

As and when the Board does take a decision on matters on which it has discretion (subject to the compliance with the conditions set forth herein), necessary disclosures will be made to the stock exchanges as may be required under the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended Accordingly, the Company proposes to issue such number of Equity Shares of face value of Rs. 1.00/- each under Qualified Institutions Placement ("QIP") to Qualified Institutional Buyers ("QIBs") to raise an aggregate amount upto Rs. 400 Crores at such price or prices including premium in such manner and on such terms and conditions as may be deemed appropriate to the Board and in accordance with provisions of Chapter VI of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("SEBI ICDR Regulations").

This enabling Special Resolution seeks to empower the Board to issue Equity Shares under QIP as contemplated in the resolution set out above. The Board of the Company in their meeting held on August 31, 2026 approved the raising of Capital through QIP for an amount not exceeding Rs. 200 Crore.

The pricing of the Equity Shares to be issued pursuant to the special resolution under QIP shall be determined by the Board subject to the compliance with the requirements under applicable law including SEBI ICDR Regulations and any other applicable regulatory, government or other approvals. This Special Resolution authorizes the Board to issue Equity Shares in one or more tranches, at such time or times, at such price or prices to meet the Capital requirements of the Company. The 'relevant date' for the purpose of the pricing of the Equity Shares to be issued and allotted in the proposed QIP shall be decided in accordance with the applicable provisions of the SEBI ICDR Regulations, which shall be the date of the meeting in which the Board decides to open the QIP.

No single allottee shall be allotted more than 50% of the QIP size and the minimum number of allottees shall be in accordance with the SEBI ICDR Regulations. It is clarified that QIB belonging to the same group or who are under the same control shall be deemed to be single allottee.

The Equity Shares to be offered and allotted shall be in dematerialized form and shall be allotted on a fully paid-up basis. The Equity Shares allotted shall not be eligible for sale by the allottee for a period of one year from the date of allotment, except on a recognized stock exchange, or as may be permitted from time to time. The detailed terms and conditions for the issue(s)/offering(s) will be determined by the Board in its sole discretion in consultation with the advisors, lead managers, underwriters and such other authorities, as may be necessary considering the prevailing market conditions and in accordance with the applicable provisions of law and other relevant factors. Pursuant to Section 62 of the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, whenever it is proposed to increase the subscribed capital of a company by a further issue and allotment of shares, such shares need to be offered to the existing members in the manner laid down in the said section unless the members decide otherwise in a general meeting.

None of the Directors/ Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in this resolution.

The proposed QIP is in the interest of the Company and The Board recommends the resolutions set out at Item No.10 of the accompanying Notice for your approval as a Special Resolution**.**

Registered Office
2nd Floor, GHMC No- 3-260/KA/201/NR PLOT NO. 260, Guttala Begumpet, Kavuri Hills, Hyderabad-500033, Telangana, India.
Place : Hyderabad
Date: September 08, 2026

By Order of The Board
For GACM Technologies Limited
SD/-
Anil Takur
Chairman & Non-Executive Independent Director
Din: 08945434